

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

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| SUBMISSION TYPE: | NEW ASSIGNMENT |
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| NATURE OF CONVEYANCE: | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL |
|-----------------------|--|

|                      |                 |                       |                           |
|----------------------|-----------------|-----------------------|---------------------------|
| CONVEYING PARTY DATA |                 |                       |                           |
| <b>Name</b>          | <b>Formerly</b> | <b>Execution Date</b> | <b>Entity Type</b>        |
| Stephen Hanson       |                 | 11/10/2004            | INDIVIDUAL: UNITED STATES |
| Donato Errico        |                 | 11/10/2004            | INDIVIDUAL: UNITED STATES |

|                          |                     |
|--------------------------|---------------------|
| RECEIVING PARTY DATA     |                     |
| <b>Name:</b>             | J.H. Nevada Inc.    |
| <b>Street Address:</b>   | 260 Spring Street   |
| <b>Internal Address:</b> | 5th Floor           |
| <b>City:</b>             | New York            |
| <b>State/Country:</b>    | NEW YORK            |
| <b>Postal Code:</b>      | 10012               |
| <b>Entity Type:</b>      | CORPORATION: NEVADA |

|                           |               |                  |
|---------------------------|---------------|------------------|
| PROPERTY NUMBERS Total: 3 |               |                  |
| <b>Property Type</b>      | <b>Number</b> | <b>Word Mark</b> |
| Serial Number:            | 78427154      | SMASH THE GYM    |
| Serial Number:            | 78427162      | SMASH MODELING   |
| Serial Number:            | 78387012      | GYM LAB          |

|  |                                   |
|--|-----------------------------------|
| CORRESPONDENCE DATA  |                                   |
| Fax Number:  | (212)336-8001                     |
| <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> |                                   |
| Phone:   | 212.336.8000                      |
| Email:   | ptodocket@arelaw.com              |
| Correspondent Name:  | Amster, Rothstein & Ebenstein LLP |
| Address Line 1:  | 90 Park Avenue                    |
| Address Line 2:  | 21 Floor                          |
| Address Line 4:  | New York, NEW YORK 10016          |

|                         |                |
|-------------------------|----------------|
| ATTORNEY DOCKET NUMBER: | 91575/65-66-52 |
|-------------------------|----------------|

|                    |                         |
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| NAME OF SUBMITTER: | Chester Rothstein, Esq. |
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Total Attachments: 1  
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**TRADEMARK ASSIGNMENT**

**WHEREAS**, Stephen Hanson and Donato Errico, each individuals with an address and place of business at 206 Spring Street, 5<sup>th</sup> Floor, New York, NY 10012 (collectively "Hanson and Errico") are the joint owners of all right, title, and interest in and to the trademarks SMASH THE GYM, SMASH MODELING, and GYM LAB and the goodwill associated therewith (the "Trademarks"), and U.S. Trademark Application Serial Nos. 78/427,154, 78/427,162 and 78/387,012 (the "Applications"); and

**WHEREAS**, J. H. Nevada Inc., a corporation organized and existing under the laws of the State of Nevada, having a principal place of business at 206 Spring Street, 5<sup>th</sup> Floor, New York, NY 10012 ("Assignee"), is desirous, as successor to the business of Hanson and Errico to which the Trademarks pertain, of acquiring the Trademarks and the Applications.

**NOW, THEREFORE**, for good and valuable consideration, the receipt of which is hereby acknowledged, Hanson and Errico hereby sells, assigns and transfers to Assignee all right, title and interest that they own in and to the Trademarks and the Applications, together with the goodwill of the business symbolized by the Trademarks and the Applications.

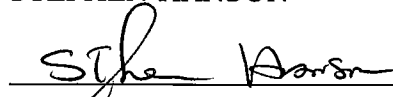
**IN WITNESS WHEREOF**, Hanson and Errico have caused this Assignment to be signed as dated below.

DONATO ERRICO

  
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Date: 11-10-04

STEPHEN HANSON

  
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Date: 11-10-04