

10-04-2006



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To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

FINANCE SECTION

1. Name of conveying party(ies):

GT Media, Inc.

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation- State: Colorado
- Other \_\_\_\_\_

Citizenship (see guidelines) USA

Additional names of conveying parties attached?  Yes  No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) July 17, 2006

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other \_\_\_\_\_

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached?  Yes  No

Name: Urban Group Exercise, LLC

Internal

Address: \_\_\_\_\_

Street Address: 400 E 71st St, Suite 110

City: New York

State: New York

Country: USA Zip: 10021

Association Citizenship \_\_\_\_\_

General Partnership Citizenship \_\_\_\_\_

Limited Partnership Citizenship \_\_\_\_\_

Corporation Citizenship \_\_\_\_\_

Other LLC Citizenship USA

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

76 352 657

B. Trademark Registration No.(s)

2707912

Additional sheet(s) attached?  Yes  No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

CABLE FLEX

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Jacobson & Colfin, PC

Internal Address: Bruce Colfin

Street Address: 60 Madison Ave, Suite 1006

City: New York

State: NY Zip: 10010

Phone Number: 212-691-5630

Fax Number: 212-645-5038

Email Address: the firm@the firm.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40<sup>00</sup>

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers \_\_\_\_\_  
Expiration Date \_\_\_\_\_

b. Deposit Account Number \_\_\_\_\_  
Authorized User Name \_\_\_\_\_

9. Signature:

Bruce Colfin  
Signature

Bruce Colfin  
Name of Person Signing

9/27/06  
Date

Total number of pages including cover sheet, attachments, and document: 3

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:  
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

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## ASSIGNMENT OF MARK

Whereas GT Media, Inc., at 100 Park Avenue, New York, New York 10017, Assignor of the trademark CABLEFLEX (the "Mark"), is the registered owner of the Mark, registered with the United States Patent and Trademark Office, Registration No. 2707912 filed on January 17, 2002; and

Whereas Assignee Urban Group Exercise LLC (Assignee), of 400 East 71 St., Suite 11D, New York, NY 10021, has acquired the Mark and the registration thereof from GT Media, Inc., pursuant to that certain Stipulation and Settlement Agreement and ORDER dated June 12, 2006 filed with the U.S. Bankruptcy Court, Southern District of New York, Case No. 05-15167;

Now, therefore, for good and valuable consideration, receipt of which is hereby acknowledged, said GT Media, Inc., as Assignor, does hereby assign unto the said Urban Group Exercise LLC, as Assignee, all right, title and interest in and to the Mark, together with the good will of the business symbolized by the Mark, and the above-identified registration thereof.

Urban Group Exercise, LLC.

By: \_\_\_\_\_ (L.S.)

J Berns  
Managing Member

GT Media, Inc.

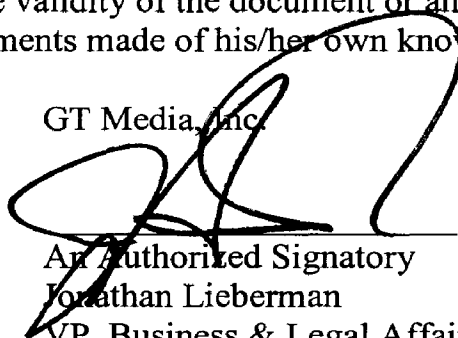
\_\_\_\_\_ (L.S.)

An Authorized Signatory  
Jonathan Lieberman  
VP, Business & Legal Affairs

ASSIGNMENT OF MARK  
CABLEFLEX  
Reg. No. 2707912

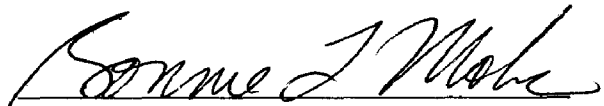
Declaration Pursuant to 37 C.F.R. §2.20

The undersigned being warned that willful false statements and the like are punishable by fine or imprisonment, or both, under 18 U.S.C. 1001, and that such willful false statements and the like may jeopardize the validity of the document or any registration resulting therefrom, declares that all statements made of his/her own knowledge are true.

GT Media, Inc.  
  
\_\_\_\_\_(L.S.)  
An Authorized Signatory  
Jonathan Lieberman  
VP, Business & Legal Affairs

State of New York )  
                                  ) ss.:  
County of New York )

On this 17th day of July, 2006, before me appeared J  
Berns, Managing Member of Urban Group Exercise, LLC, the person who signed this  
instrument, who acknowledged that he signed it as a free act on behalf of the identified  
limited liability company.

  
Notary Public

BONNIE L. MILLER  
NOTARY PUBLIC, State of New York  
No. 02M 1031834  
Qualified in New York County  
Commission Expires June 28, 2008

Tm/cli/Cableflex.2707912