

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Aqua Moon International, LLC		01/15/2007	LIMITED LIABILITY COMPANY: NORTH CAROLINA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Elements Therapeutic Massage, Inc.		
<b>Street Address:</b>	9092 South Ridgeline Blvd.		
<b>Internal Address:</b>	Suite A		
<b>City:</b>	Highlands Ranch		
<b>State/Country:</b>	COLORADO		
<b>Postal Code:</b>	80129		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	3144204	ELEMENTS SPA AND SHOP	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(303)663-1617		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	303-663-0880		
<b>Email:</b>	ricksikorski@fitnesstogether.com		
<b>Correspondent Name:</b>	Elements Therapeutic Massage, Inc.		
<b>Address Line 1:</b>	9092 South Ridgeline Blvd.		
<b>Address Line 2:</b>	Suite A		
<b>Address Line 4:</b>	Highlands Ranch, COLORADO 80129		
<b>NAME OF SUBMITTER:</b>	Rick Sikorski		
<b>Signature:</b>	/Rick Sikorski/		

OP \$40.00 3144204

Date:

01/18/2007

**Total Attachments: 2**

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TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT ("Trademark Assignment") is made and entered into as of January 15, 2007, by Aqua Moon International, LLC, a North Carolina limited liability company, with an address of 210 East Main Street, Suite 101, Brevard, NC 28712 ("Assignor"), and Elements Therapeutic Massage, Inc.(ETM) a Delaware corporation, with an address of 9092 South Ridgeline Blvd., Suite A, Highlands Ranch, CO 80129 ("FTFC").

WHEREAS Assignor is the owner of the mark ELEMENTS SPA AND SHOP and design, U.S. Registration No. 3144204, dated September 19, 2006 (the "Mark"), as shown in Exhibit A;

WHEREAS Pursuant to the terms of a certain Trademark Purchase Agreement dated January 15, 2007 (the "Agreement") by and between Assignor and ETM, Assignor has agreed to assign to ETM all of Assignor's right, title, and interest in and to the Mark, together with the goodwill associated therewith.

NOW THEREFORE, for the Purchase Price (as defined in the Agreement) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged:

Assignor hereby sells, transfers, conveys, assigns, and sets over unto ETM, its successors and assigns, Assignor's entire right, title and interest in and to the Mark, including, without limitation, all registrations and applications therefor and the right to apply for and register the Mark, in the United States of America and all foreign countries, together with the goodwill of Assignor's business in which the Mark is used and symbolized by the Mark, all common law and statutory rights related thereto, all rights of renewal and extension, and the right to recover for damages and profits for past infringements thereof.

AQUA MOON INTERNATIONAL, LLC,  
a North Carolina limited liability company

By: Patricia Denise Boggs

Name: Patricia Denise Boggs

Title: CEO

State of North Carolina )  
County of Pennsylvania ) ss.

On this 17<sup>th</sup> day of January 2007, before me appeared Patricia Denise Boggs, the person who signed this instrument, who acknowledged that she signed it as a free act on her own behalf (or on behalf of the identified corporation or other juristic entity with authority to do so).

Alison B. Vaughn  
Notary Public  
exp. 11/29/08

**EXHIBIT A**

<b>Mark</b>	<b>Class</b>	<b>Goods and Services</b>	<b>Registration No.</b>	<b>Registration Date</b>
	44	Health spa services, namely, cosmetic body care services in the nature of aromatherapy, facials, massage, body wraps, body polish, manicures and pedicures, wellness and stress therapies, and general health and wellness consultation.	3,144,204	9/19/06
	25	T-shirts, Robes, Hats		