

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Momentum Holdings 2008, Inc.		07/03/2008	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Weight Watchers International, Inc.		
Street Address:	11 Madison Avenue		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10010		
Entity Type:	CORPORATION: VIRGINIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	78540064	MOMENTUM WEIGHT LOSS SYSTEM	
CORRESPONDENCE DATA			
Fax Number:	(212)492-0083		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	2123733083		
Email:	zhilden@paulweiss.com, hranucci@paulweiss.com		
Correspondent Name:	Zoe Hilden		
Address Line 1:	1285 Avenue of the Americas		
Address Line 2:	Paul, Weiss, Rifkind, Wharton & Garrison		
Address Line 4:	New York, NEW YORK 10019-6064		
ATTORNEY DOCKET NUMBER:	15713-005		
NAME OF SUBMITTER:	Zoe Hilden		
Signature:	/Zoe Hilden/		
Date:	07/03/2008		

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Total Attachments: 1
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ASSIGNMENT

WHEREAS, Momentum Holdings 2008, Inc., a Delaware corporation with an address c/o Paul, Weiss, Rifkind, Wharton & Garrison LLP, 1285 Avenue of the Americas, New York, New York 10019 (“Assignor”) is the owner of U.S. Trademark Application Serial No. 78/540064 (the “Application”) for the mark MOMENTUM WEIGHT LOSS SYSTEM (the “Mark”) for “educational services, namely conducting classes, workshops, and seminars and personal coaching in the field of health and fitness to teach system of habits using a heart rate monitor, nutritional guide, web-based software, workout videos and video coaching” in Class 41 and “medical testing services, namely fitness evaluation” in Class 44;

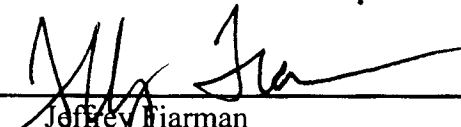
WHEREAS, Assignor wishes to assign to Weight Watchers International, Inc., a Virginia corporation with offices at 11 Madison Avenue, New York, New York 10010 (“Assignee”), and Assignee wishes to acquire from Assignor, the Mark and the Application and the goodwill related thereto;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby irrevocably transfers, assigns, and otherwise conveys to Assignee all of Assignor’s worldwide right, title, and interest in and to the Mark and the Application, including the goodwill associated therewith, and all rights to proceeds of the Mark, including, without limitation, any claim by Assignor against third parties for past, present, or future infringement of the Mark.

MOMENTUM HOLDINGS 2008, INC.

Date: July 3, 2008

By: _____


Jeffrey Fiarman
Secretary