

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	RELEASE BY SECURED PARTY		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
FIRSTRUST SAVINGS BANK		12/03/2009	STATE CHARTERED STOCK SAVINGS BANK: PENNSYLVANIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	INTERNETFITNESS.COM, INC.		
<b>Street Address:</b>	112 GAITHER DRIVE		
<b>City:</b>	MOUNT LAUREL		
<b>State/Country:</b>	NEW JERSEY		
<b>Postal Code:</b>	08054		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2497721	INTERNET FITNESS.COM	
<b>Registration Number:</b>	2294671	SMOOTH	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(215)864-9502		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	(215) 864-8629		
<b>Email:</b>	goswamia@ballardspahr.com, shorem@ballardspahr.com		
<b>Correspondent Name:</b>	Anuj Goswami		
<b>Address Line 1:</b>	Ballard Spahr LLP		
<b>Address Line 2:</b>	1735 Market Street, 51st Floor		
<b>Address Line 4:</b>	Philadelphia, PENNSYLVANIA 19103-7599		
<b>ATTORNEY DOCKET NUMBER:</b>	108524		
<b>NAME OF SUBMITTER:</b>	Anuj Goswami		

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**900149012**

**TRADEMARK  
 REEL: 004107 FRAME: 0070**

Signature:	/Anuj Goswami/
Date:	12/03/2009
<b>Total Attachments: 3</b> source=TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS#page1.tif source=TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS#page2.tif source=TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS#page3.tif	

## **TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS**

This TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS ("Termination") is executed and delivered as of the 3<sup>rd</sup> day of December, 2009 by FIRSTRUST SAVINGS BANK, a Pennsylvania chartered bank (the "Secured Party"), to Internetfitness.com, Inc., a Delaware corporation (the "Company").

### **BACKGROUND**

A. On April 19, 2006, the Company executed and delivered to the Secured Party a Security Agreement (the "Security Agreement").

B. Pursuant to the Security Agreement, the Company granted to the Secured Party a security interest in the trademarks set forth on Exhibit A attached hereto and made a part hereof (the "Security Interest").

C. The Security Interest was recorded in the United States Patent and Trademark Office ("USPTO") at Reel/Frame 3334/0519.

D. The Company has paid all of its indebtedness and other obligations owing to the Secured Party under that certain Credit Agreement dated as of March 31, 2006 between the Secured Party and the Company (as amended, the "Credit Agreement") and the related Loan Documents (as defined in the Credit Agreement).

NOW THEREFORE, with the foregoing Background incorporated by reference and intending to be legally bound hereby, the parties agree as follows:

1. The Secured Party terminates and releases all of its rights, title and interest in the trademarks set forth on Exhibit A.

2. The Company, or its designee, may record this Termination in the USPTO and in any other trademark offices as may necessary to carry out the intentions of this Termination.

3. The Secured Party agrees to execute and deliver such other documents as may be reasonably requested and prepared by the Company, or its designee, to carry out the intentions of this Termination.

**[Signature Page to Follow]**

IN WITNESS WHEREOF, the Secured Party has executed and delivered this Termination as of the day and year first above written.

FIRSTTRUST SAVINGS BANK]

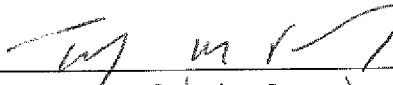
By:   
Name: Ted M. Domas  
Title: V. P.

Exhibit A

Trademark/Service Mark	Serial No./Registration No.
Internet Fitness.com	75879241/2497721
Smooth	75351440/2294671