

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	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>
Cooper Aerobics Enterprises, Inc.		12/31/2008	CORPORATION: TEXAS
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Cooper Marks, LLC		
<b>Street Address:</b>	12200 Preston Road		
<b>City:</b>	Dallas		
<b>State/Country:</b>	TEXAS		
<b>Postal Code:</b>	75230		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: TEXAS		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	1867240	COOPER AEROBICS CENTER	
Registration Number:	1856998	COOPER FITNESS CENTER	
Registration Number:	1771930	COOPER WELLNESS PROGRAM	
<b>CORRESPONDENCE DATA</b>			
Fax Number:	(972)436-8712		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	972 436 8141		
Email:	info@tbennettlaw.com		
Correspondent Name:	Tamera H. Bennett, Esq.		
Address Line 1:	Bennett Law Office, PC 132 West Main St.		
Address Line 4:	Lewisville, TEXAS 75057		
NAME OF SUBMITTER:	Tamera H. Bennett, Attorney Texas Bar		
Signature:	/tamera h bennett/		
Date:	12/28/2009		

OP \$90.00 1867240

**Total Attachments: 3**

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## TRADEMARK ASSIGNMENT

**THIS TRADEMARK ASSIGNMENT** (this "Assignment") with an effective date as of 11:57 pm the 31<sup>st</sup> day of December, 2008, from **COOPER AEROBICS ENTERPRISES, INC.**, a Texas corporation (hereinafter "Assignor"), to **COOPER MARKS, LLC**, a Texas limited liability company (hereinafter "Assignee").

### RECITALS

A. Assignor is the owner of record of those U.S. trademark registrations and applications, listed on Exhibit A, including the goodwill associated therewith and all common law rights; and

B. The parties desire that Assignee own the entire right, title and interest in and to the trademark registrations and applications listed on Exhibit A attached hereto, including the goodwill associated therewith.

### ASSIGNMENT

**NOW, THEREFORE**, for good and valuable consideration from Assignor to Assignee, receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns, sells, transfers and sets over unto Assignee its entire right, title and interest in and to the trademark registrations and applications identified in Exhibit A attached hereto, along with the goodwill associated therewith and common law rights, and further including, but not limited to, the right to sue and recover for past damages.

Assignor hereby agrees that Assignee shall have the right to record this instrument of Assignment in the United States Patent and Trademark Office so as to establish Assignee as the owner of record of the applied for and registered trademarks as listed in Exhibit A.

Assignor further agrees, at the request of the Assignee and without charge or cost to Assignee, to execute and have executed any and all other documents of any kind whatsoever, and to provide any information that is in Assignor's possession or under its control that may be reasonably required to carry out the terms and intent of this Assignment; and to fully cooperate with Assignee, as reasonably required, to enable Assignee to duly record this instrument of Assignment with the United States Patent and Trademark Office so that Assignee's ownership of the assigned trademark registrations and applications are duly made of record in the United States.

IN WITNESS WHEREOF, Assignor has caused this instrument to be effective on the date first written above.

ASSIGNOR:  
COOPER AEROBICS ENTERPRISES, INC.

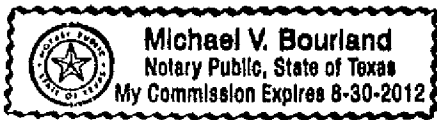
Kenneth H Cooper MD  
By: Kenneth H. Cooper MD  
Its: \_\_\_\_\_

ASSIGNEE  
COOPER MARKS, LLC

Kenneth H Cooper MD  
By: Kenneth H. Cooper MD  
Its: Manager

STATE OF TEXAS )  
COUNTY OF DALLAS )

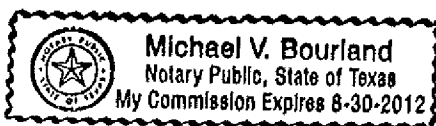
On this 6<sup>th</sup> day of January, 2009, before me personally appeared Kenneth H. Cooper, to me known and known to me to be the person described in and who executed the foregoing instrument, and he duly acknowledged to me that he executed the same for the uses and purposes therein set forth.



Michael Bourland  
Notary Public

STATE OF TEXAS )  
COUNTY OF DALLAS )

On this 6<sup>th</sup> day of January, 2009, before me personally appeared Kenneth H. Cooper, to me known and known to me to be the person described in and who executed the foregoing instrument, and he duly acknowledged to me that he executed the same for the uses and purposes therein set forth.



Michael Bourland  
Notary Public

**EXHIBIT A  
TO  
TRADEMARK ASSIGNMENT**

**Mark: COOPER AEROBICS CENTER**

Registration No: 1867240  
Registration Date: December 13, 1994  
Renewal Accepted: October 31, 2004

**Mark: COOPER FITNESS CENTER**

Registration No: 1856998  
Registration Date: October 4, 1994  
Renewal Accepted: September 1, 2004

**Mark: COOPER WELLNESS PROGRAM**

Registration No: 1771930  
Registration Date: May 18, 1993  
Renewal Accepted: March 26, 2003