

TRADEMARK ASSIGNMENT

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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT
EFFECTIVE DATE:	12/23/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
HealthCalc.Net, Inc.		01/11/2010	CORPORATION: TEXAS

RECEIVING PARTY DATA

Name:	Health Fitness Corporation
Street Address:	3600 West 80th Street
Internal Address:	Suite 560
City:	Minneapolis
State/Country:	MINNESOTA
Postal Code:	55431
Entity Type:	CORPORATION: MINNESOTA

PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Registration Number:	3075300	RISKCALC
Registration Number:	2847296	NUTRACALC
Registration Number:	2868513	FITCALC
Registration Number:	2904185	HEALTHCALC
Registration Number:	2961683	HEARTCALC

CORRESPONDENCE DATA

Fax Number: (612)492-7077
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
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 Correspondent Name: Dean R. Karau, Fredrikson & Byron, P.A.
 Address Line 1: 200 South Sixth Street
 Address Line 2: Suite 4000

OP \$140.00 3075300

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**TRADEMARK
 REEL: 004129 FRAME: 0278**

Address Line 4: Minneapolis, MINNESOTA 55402-1425

ATTORNEY DOCKET NUMBER:

HFC/HEALTHCALC.NET ASSIGN

NAME OF SUBMITTER:

Dean R. Karau

Signature:

/Dean R. Karau/

Date:

01/11/2010

Total Attachments: 1

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TRADEMARK ASSIGNMENT
(Nunc Pro Tunc)

WHEREAS, HealthCalc.Net, Inc., Texas corporation having a place of business at W. Plano Parkway, Suite 199, Plano, Texas, (hereinafter "Assignor"), is the owner of certain trademarks and U.S. trademark registrations for the trademarks, listed on Exhibit A below (hereinafter "the Marks"); and

WHEREAS, Health Fitness Corporation, a Minnesota corporation having a place of business at Suite 560, 3600 West 80th Street, Minneapolis, Minnesota 55431 (hereinafter "Assignee"), is desirous of acquiring the Marks thereof and the goodwill of the business associated therewith and symbolized thereby.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, and intending to be legally bound, Assignor agrees that Assignor hereby assigned unto Assignee nunc pro tunc effective as of December 23, 2005, all right, title and interest in and to the Marks together with the goodwill associated therewith. This assignment includes all rights in the nature of trademark, service mark and trade name rights, as well as the right to sue for past infringement by any third party.

HealthCalc/Net, Inc

By: _____
Name: John Ellis
Title: President

Exhibit A

U.S. Reg. No.	Trademark
3075300	RISKCALC
2847296	NUTRACALC
2868513	FITCALC
2904185	HEALTHCALC
2961683	HEARTCALC

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