

**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

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
TD Bank, N.A., as Lender	FORMERLY TD Banknorth, N.A.	09/24/2010	National Association: UNITED STATES

**RECEIVING PARTY DATA**

<b>Name:</b>	PFIP, LLC
<b>Street Address:</b>	26 Fox Run Road
<b>City:</b>	Newington
<b>State/Country:</b>	NEW JERSEY
<b>Postal Code:</b>	03801
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: NEW HAMPSHIRE

**PROPERTY NUMBERS Total: 19**

Property Type	Number	Word Mark
Serial Number:	78943168	BLACK
Serial Number:	78708076	JFZ GYMS
Registration Number:	3303904	JFZ GYMS THE JUDGEMENT FREE ZONE
Registration Number:	2377662	JUDGMENT FREE ZONE
Serial Number:	77297406	LUNK
Serial Number:	76415288	LUNK ALARM
Serial Number:	76254435	NO CRITICS
Serial Number:	77377062	PF BLACK CARD
Serial Number:	75555765	NO DUMBELLS ALLOWED PF GYMS
Serial Number:	77331789	PF PLANET FITNESS
Serial Number:	77331824	PF PLANET FITNESS
Serial Number:	77331757	PF
Serial Number:	78569357	PLANET DEVELOPMENT
Serial Number:	74679805	PLANET FITNESS

CH \$490.00 78943168

**900172538**

**TRADEMARK  
 REEL: 004285 FRAME: 0448**

Serial Number:	74435592	PLANET FITNESS
Serial Number:	78442815	PLANET FITNESS THE JUDGEMENT FREE ZONE
Serial Number:	77060305	PLANET FITNESS
Serial Number:	78892436	
Serial Number:	77359027	ZONA DE PRUEBA LIBRE PLANET FITNESS

**CORRESPONDENCE DATA**

Fax Number: (312)558-5700  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 3125586352  
Email: lkonrath@winston.com  
Correspondent Name: Laura Konrath  
Address Line 1: 35 West Wacker Drive  
Address Line 2: Winston & Strawn LLP  
Address Line 4: Chicago, ILLINOIS 60601

ATTORNEY DOCKET NUMBER:	80034-1354
NAME OF SUBMITTER:	Laura Konrath
Signature:	/Laura Konrath/
Date:	09/28/2010

Total Attachments: 6  
source=tdbankrelease#page1.tif  
source=tdbankrelease#page2.tif  
source=tdbankrelease#page3.tif  
source=tdbankrelease#page4.tif  
source=tdbankrelease#page5.tif  
source=tdbankrelease#page6.tif

## RELEASE OF TRADEMARK SECURITY AGREEMENT

September 24, 2010

This Release of Trademark Security Agreement (this "Release") is made in favor of PFIP, LLC, a New Hampshire limited liability company ("Debtor"), by TD Bank, N.A. (successor by merger to TD Banknorth, N.A.), as Lender ("Lender") under the Trademark Security Agreement dated as of February 1, 2008, made in favor of Lender by Debtor (the "Security Agreement").

WHEREAS, Debtor has fully discharged and satisfied any obligations secured by the Security Agreement; and

WHEREAS, Debtor has requested that Lender release, and Lender is willing to release, subject to the terms hereof, its security interest, and claims of security interest, in the intellectual property covered by the Security Agreement (the "Intellectual Property"), including without limitation the Intellectual Property set forth on Schedule I hereto (see Grant of Security Interest recorded by the Assignment Division of the United States Patent and Trademark Office on February 13, 2008 on Reel 003718, Frame 0446).

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Lender hereby agrees as follows:

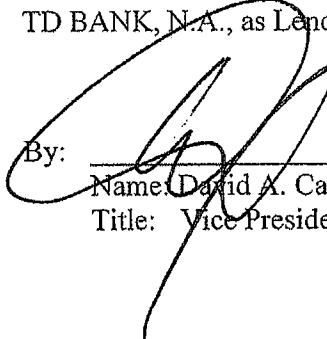
1. Lender does hereby terminate and release any and all security interests that it may have in, or all claims that it may have to the Intellectual Property, whether now owned or hereafter acquired or created, pursuant to the Security Agreement, without any representation, warranty, or recourse of any kind or nature.

2. Lender agrees to take such further action as may be reasonably requested by Debtor, from time to time, at Debtor's expense, to effectuate and carry out the provision and intent of this Release.

**[SIGNATURE PAGE FOLLOWS]**

IN WITNESS WHEREOF, the undersigned has caused this Release to be executed and delivered as of the date first written above.

TD BANK, N.A., as Lender

By:  \_\_\_\_\_

Name: David A. Canedy

Title: Vice President

**SCHEDULE I**  
**to**  
**RELEASE OF TRADEMARK SECURITY AGREEMENT**

[SEE ATTACHED]

003718/0446 PAGE 2

APPLICATION NUMBER: 78943168  
REGISTRATION NUMBER:

FILING DATE: 08/02/2006  
ISSUE DATE:

MARK: BLACK  
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORM

APPLICATION NUMBER: 78708076  
REGISTRATION NUMBER:

FILING DATE: 09/07/2005  
ISSUE DATE:

MARK: JFZ GYMS  
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORM

APPLICATION NUMBER: 78708810  
REGISTRATION NUMBER: 3303904

FILING DATE: 09/08/2005  
ISSUE DATE: 10/02/2007

MARK: JFZ GYMS THE JUDGEMENT FREE ZONE  
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 75816444  
REGISTRATION NUMBER: 2377662

FILING DATE: 10/06/1999  
ISSUE DATE: 08/15/2000

MARK: JUDGMENT FREE ZONE  
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 77297406  
REGISTRATION NUMBER:

FILING DATE: 10/05/2007  
ISSUE DATE:

MARK: LUNK  
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORM

APPLICATION NUMBER: 76415288  
REGISTRATION NUMBER: 2693142

FILING DATE: 06/05/2002  
ISSUE DATE: 03/04/2003

MARK: LUNK ALARM  
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 76254435  
REGISTRATION NUMBER: 2654980

FILING DATE: 05/09/2001  
ISSUE DATE: 11/26/2002

MARK: NO CRITICS  
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 77377062  
REGISTRATION NUMBER:

FILING DATE: 01/22/2008  
ISSUE DATE:

MARK: PF BLACK CARD  
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORM

APPLICATION NUMBER: 75555765  
REGISTRATION NUMBER: 2370028

FILING DATE: 09/21/1998  
ISSUE DATE: 07/25/2000

MARK: NO DUMBELLS ALLOWED PF GYMS  
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

003718/0446 PAGE 3

APPLICATION NUMBER: 77331789  
REGISTRATION NUMBER:

FILING DATE: 11/16/2007  
ISSUE DATE:

MARK: PF PLANET FITNESS  
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 77331824  
REGISTRATION NUMBER:

FILING DATE: 11/16/2007  
ISSUE DATE:

MARK: PF PLANET FITNESS  
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 77331757  
REGISTRATION NUMBER:

FILING DATE: 11/16/2007  
ISSUE DATE:

MARK: PF  
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 78569357  
REGISTRATION NUMBER: 3325981

FILING DATE: 02/17/2005  
ISSUE DATE: 10/30/2007

MARK: PLANET DEVELOPMENT  
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN BLOCK FORM

APPLICATION NUMBER: 74679805  
REGISTRATION NUMBER: 2698976

FILING DATE: 05/25/1995  
ISSUE DATE: 03/25/2003

MARK: PLANET FITNESS  
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 74435592  
REGISTRATION NUMBER: 2438677

FILING DATE: 09/10/1993  
ISSUE DATE: 03/27/2001

MARK: PLANET FITNESS  
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

APPLICATION NUMBER: 78442815  
REGISTRATION NUMBER: 3105988

FILING DATE: 06/29/2004  
ISSUE DATE: 06/20/2006

MARK: PLANET FITNESS THE JUDGEMENT FREE ZONE  
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 77060305  
REGISTRATION NUMBER:

FILING DATE: 12/08/2006  
ISSUE DATE:

MARK: PLANET FITNESS  
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

APPLICATION NUMBER: 78892436  
REGISTRATION NUMBER:

FILING DATE: 05/25/2006  
ISSUE DATE:

MARK:  
DRAWING TYPE: MISCELLANEOUS DESIGN

003718/0446 PAGE 4

APPLICATION NUMBER: 77359027  
REGISTRATION NUMBER:

FILING DATE: 12/24/2007  
ISSUE DATE:

MARK: ZONA DE PRUEBA LIBRE PLANET FITNESS  
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS AND DESIGN

KIMBERLY WHITE, EXAMINER  
ASSIGNMENT SERVICES BRANCH  
PUBLIC RECORDS DIVISION