TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Product Partners, LLC		09/23/2010	LIMITED LIABILITY COMPANY: CALIFORNIA

RECEIVING PARTY DATA

Name:	Beachbody, LLC
Street Address:	3301 Exposition Boulevard
Internal Address:	Third Floor
City:	Santa Monica
State/Country:	CALIFORNIA
Postal Code:	90404
Entity Type:	LIMITED LIABILITY COMPANY: CALIFORNIA

PROPERTY NUMBERS Total: 176

Property Type	Number	Word Mark
Serial Number:	77119840	10 MINUTE TRAINER
Serial Number:	77836511	10 MINUTE TRAINER
Serial Number:	76617850	2-DAY FAST FORMULA
Serial Number:	76603227	6-DAY FAST START
Serial Number:	77723851	90-DAY HEALTH CHALLENGE
Serial Number:	77622187	ABCENTRICS
Serial Number:	77912664	ACCELERATING BOOSTER
Serial Number:	78975606	ACHEVÉ
Serial Number:	76015973	ACTIVIT
Serial Number:	77265033	BCN
Serial Number:	76046578	BEACHBODY
Serial Number:	78280327	BEACHBODY
Serial Number:	78520853	BEACHBODY

CH $4415.00 77119840

Serial Number:	77265117	BEACHBODY
Serial Number:	77817299	BEACHBODY
Serial Number:	77942682	BEACHBODY
Serial Number:	76529764	BEACHBODY
Serial Number:	76622099	BEACHBODY
Serial Number:	77346537	BEACHBODY BEAUTIFUL HEALTH
Serial Number:	77265008	BEACHBODY COACH NETWORK
Serial Number:	77302034	BEACHBODY NUTRITIONALS
Serial Number:	77463908	BEACHBODY REVOLUTION
Serial Number:	76603225	BEACHBODY.COM
Serial Number:	76226089	BEACHBODY.COM
Serial Number:	76530780	BEACHBODY.COM
Serial Number:	77831182	BEACHBODYLIFT
Serial Number:	77346466	BEAUTIFUL HEALTH
Serial Number:	77375632	BEAUTY FIX
Serial Number:	78320269	B-LINES
Serial Number:	78520331	BODY GOSPEL
Serial Number:	77816184	BODY GOSPEL
Serial Number:	77195392	BODY RAVE
Serial Number:	77657448	BRAZIL BUTT LIFT
Serial Number:	77422120	BRAZIL BUTT LIFT
Serial Number:	77816219	BRAZIL BUTT LIFT
Serial Number:	77175540	BRAZILIAN ABS
Serial Number:	77175566	BRAZILIAN BODY
Serial Number:	77175508	BRAZILIAN BOOTY
Serial Number:	77325617	BREAKTHROUGH BEAUTY
Serial Number:	77073192	BREAKTHROUGH IN BEAUTY
Serial Number:	77976148	BREAKTHROUGH IN BEAUTY
Serial Number:	77639746	BREAKTHROUGH IN BEAUTY
Serial Number:	85055207	BREAKTHROUGH IN BEAUTY
Serial Number:	77676897	BRING IT!
Serial Number:	77301697	CHALEAN
Serial Number:	77354549	CHALEAN EXTREME
Serial Number:	85026631	CLUB BEACHBODY
Serial Number:	85107991	DAILY DERMATOLOGIST

Serial Number:	76522614	DECIDE. COMMIT. SUCCEED!
Serial Number:	77768225	DECIDE. COMMIT. SUCCEED.
Serial Number:	78280407	DECIDE. COMMIT. SUCCEED.
Serial Number:	77540158	DERM EXCLUSIVE
Serial Number:	77963244	DERM EXCLUSIVE TRIPLE TARGET DELIVERY
Serial Number:	77634877	DIG DEEPER
Serial Number:	77904976	DIGIFIT
Serial Number:	77667387	END THE TREND
Serial Number:	78320284	FAST 10
Serial Number:	75940895	FATBAN
Serial Number:	77621462	FILL & FREEZE
Serial Number:	75941009	GREAT ABS GUARANTEED!
Serial Number:	77383393	GREAT BODY GUARANTEED!
Serial Number:	78882443	HEALTHIEST MEAL OF THE DAY
Serial Number:	78813407	HIP HOP ABS
Serial Number:	78933869	HIP HOP ABS
Serial Number:	78952169	H-MOD
Serial Number:	77794572	HOT 100
Serial Number:	77521571	INSANITY
Serial Number:	77816175	INSANITY
Serial Number:	85029391	INSANITY ASYLUM
Serial Number:	77322689	INSTANTLY BRIGHTEN
Serial Number:	77322738	INTUITIVE RADIANCE COMPLEX
Serial Number:	78534227	JUNGLE JAM
Serial Number:	77540054	KATHY SMITH'S PROJECT: YOU TYPE 2
Serial Number:	77622329	LEAN PHASING
Serial Number:	77243338	MALIBU CLEANSE
Serial Number:	85011930	MC2
Serial Number:	77024723	MDB
Serial Number:	78960383	MILLION DOLLAR BEAUTY
Serial Number:	78906709	MILLION DOLLAR BODY
Serial Number:	78566502	MILLION DOLLAR BODY
Serial Number:	77125330	MILLION DOLLAR BODY BAR
Serial Number:	77039230	MILLION DOLLAR BODY GAME
Serial Number:	76529751	

Serial Number:	77942806	
Serial Number:	77639736	
Serial Number:	77278528	MUSCLE BURNS FAT
Serial Number:	78543275	MYBEACHBODY
Serial Number:	77815203	NO BAR
Serial Number:	85114240	NO-NO BAR
Serial Number:	77382229	NU BODY
Serial Number:	77729087	OXYZEN
Serial Number:	85028743	P90
Serial Number:	85034510	P90NEXT
Serial Number:	78228096	P90X
Serial Number:	77298721	P90X
Serial Number:	77816178	P90X
Serial Number:	77947432	P90X
Serial Number:	78256361	P90X
Serial Number:	78255848	P90X
Serial Number:	77714401	P90X
Serial Number:	78256343	P90X
Serial Number:	77697629	P90X BRING IT
Serial Number:	77677146	P90X BRING IT
Serial Number:	85011811	P90X MC2
Serial Number:	85011913	P90X ONE-ON-ONE
Serial Number:	77876632	P90X RESULTS AND RECOVERY FORMULA
Serial Number:	85087775	P90X+
Serial Number:	77264940	PERFORMANCE NATURALS
Serial Number:	77564632	PLAY SHAKE AND SHARE
Serial Number:	77298700	POWER 90
Serial Number:	76226300	POWER 90
Serial Number:	76175470	POWER 90
Serial Number:	76286305	POWER HALF HOUR
Serial Number:	77556978	POWER SOUP
Serial Number:	78227273	PRODUCT PARTNERS
Serial Number:	77873521	PRODUCT PARTNERS, LLC
Serial Number:	78342114	PROJECT: YOU
Serial Number:	77919451	PURE RADIANCE

Serial Number:	77920416	PURE RADIANCE DAY MOISTURIZER
Serial Number:	77111260	QUIET DIET
Serial Number:	77154634	RE:CHARGE
Serial Number:	77313184	RESULTS ACCELERATING BOOSTER
Serial Number:	77876582	RESULTS AND RECOVERY FORMULA
Serial Number:	85037997	RESULTS REINVENTED
Serial Number:	77816204	REV ABS
Serial Number:	77518515	REVABS
Serial Number:	77147122	ROCKIN' BODY
Serial Number:	78882417	SHAKE IT OFF
Serial Number:	77243967	SHAKEOLOGY
Serial Number:	77947019	SHAUN T'S ASYLUM
Serial Number:	77222692	SHAUN T'S FIT KIDS
Serial Number:	77545717	SHAUN T'S GET REAL
Serial Number:	77721426	SIX PACK SEQUENCE
Serial Number:	77062122	SIX PACK SOLUTION
Serial Number:	76292487	SLIM IN 6
Serial Number:	78177109	SLIM SERIES
Serial Number:	76313133	SLIM TRAINING
Serial Number:	85013532	SLIMSETS
Serial Number:	77335190	SMART CERAMIDES
Serial Number:	77308438	SMART FOAM
Serial Number:	77340277	SOUPOLOGY
Serial Number:	77678048	SUPER SOUPS
Serial Number:	77747851	SUPER STACKING
Serial Number:	78353715	SUPER TRACKER
Serial Number:	77923317	SUPERGYM
Serial Number:	77324434	TEAM BEACHBODY
Serial Number:	77816210	TEAM BEACHBODY
Serial Number:	85068277	THE BODY BEAST
Serial Number:	77278660	THE COACH NETWORK
Serial Number:	77539430	THE HEALTHY SOLUTION FOR TYPE 2 DIABETES
Serial Number:	77472717	THE SEARCH THE SCIENCE THE SOLUTION
Serial Number:	77390960	THE SMART WAY TO LOOK YOUNGER
Serial Number:	78525470	THIN KITCHEN

Serial Number:	77104791	THIN KITCHEN
Serial Number:	77111214	THIN KITCHEN
Serial Number:	75941850	THIN THIGHS GUARANTEED!
Serial Number:	78499331	TIMELESS SECRET
Serial Number:	77191251	TOTAL BODY SOLUTION
Serial Number:	76566891	TRANSFORMATION TRACKER
Serial Number:	77963208	TRIPLE TARGET DELIVERY
Serial Number:	77619249	TURBOFIRE
Serial Number:	77629135	TURBOFIRE
Serial Number:	78532733	TURBO JAM
Serial Number:	77816199	TURBO JAM
Serial Number:	77939935	TURBO NATION
Serial Number:	78622930	TURBO SLIM
Serial Number:	78907242	TURBO SLIM
Serial Number:	77540048	TYPE 2 - THE DIABETES SOLUTION
Serial Number:	77779407	ULTIMATE RESET
Serial Number:	78318248	WOWY
Serial Number:	76571696	WOWY
Serial Number:	77626237	WOWY SUPERGYM
Serial Number:	76977108	YOGA BOOTY BALLET
Serial Number:	76977241	YOGA BOOTY BALLET
Serial Number:	78534940	YOGA BOOTY BALLET LIVE!
Serial Number:	77656546	ZEN CLEANSE

CORRESPONDENCE DATA

Fax Number: (215)701-2273

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 215-665-7273

Email: cmiller@cozen.com

Correspondent Name: Camille M. Miller

Address Line 1: 1900 Market Street

Address Line 2: Cozen O'Connor, P.C.

Address Line 4: Philadelphia, PENNSYLVANIA 19103

ATTORNEY DOCKET NUMBER:	PP (127162)
NAME OF SUBMITTER:	Camille M. Miller
Signature:	/Camille M. Miller/

Date:	10/01/2010

Total Attachments: 2
source=PPAmend#page1.tif
source=PPAmend#page2.tif

State of California
Secretary of State

LIMITED LIABILITY COMPANY CERTIFICATE OF AMENDMENT

A $30.00 filing fee must accompany this form.

IMPORTANT – Read instructions before completing this form.

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

SEP 24 2010

This Space For Filing Use Only

1. SECRETARY OF STATE FILE NUMBER	2. NAME OF LIMITED LIABILITY COMPANY
199833410017	Product Partners, LLC

3. COMPLETE ONLY THE SECTIONS WHERE INFORMATION IS BEING CHANGED. ADDITIONAL PAGES MAY BE ATTACHED IF NECESSARY.

A. LIMITED LIABILITY COMPANY NAME (END THE NAME WITH THE WORDS "LIMITED LIABILITY COMPANY," "LTD. LIABILITY CO." OR THE ABBREVIATIONS "LLC" OR "L.L.C.")

Beachbody, LLC

B. THE LIMITED LIABILITY COMPANY WILL BE MANAGED BY (CHECK ONE):

- [ ] ONE MANAGER
- [ ] MORE THAN ONE MANAGER
- [ ] ALL LIMITED LIABILITY COMPANY MEMBER(S)

C. AMENDMENT TO TEXT OF THE ARTICLES OF ORGANIZATION:

D. OTHER MATTERS TO BE INCLUDED IN THIS CERTIFICATE MAY BE SET FORTH ON SEPARATE ATTACHED PAGES AND ARE MADE A PART OF THIS CERTIFICATE. OTHER MATTERS MAY INCLUDE A CHANGE IN THE LATEST DATE ON WHICH THE LIMITED LIABILITY COMPANY IS TO DISSOLVE OR ANY CHANGE IN THE EVENTS THAT WILL CAUSE THE DISSOLUTION.

4. FUTURE EFFECTIVE DATE, IF ANY:

MONTH DAY YEAR

5. NUMBER OF PAGES ATTACHED, IF ANY:

6. IT IS HEREBY DECLARED THAT I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.

SIGNATURE OF AUTHORIZED PERSON

September 23, 2010
DATE

Carl Daikeler, CEO of GRSN, Inc., the Manager
TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON

7. RETURN TO:

NAME Linda M. Lee
FIRM Cozen O'Connor
ADDRESS 200 Four Falls Corporate Center, Suite 400
CITY/STATE West Conshohocken, PA
ZIP CODE 19428

I hereby certify that the foregoing transcript of 1 page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

SEP 24 2010

KK

Date:

Debra Bowen

DEBRA BOWEN, Secretary of State