

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Engineering Fitness International Corp.		04/14/2011	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	TotalGym Global Corp.
Street Address:	7755 Arjons Drive
City:	SAN DIEGO
State/Country:	CALIFORNIA
Postal Code:	92126
Entity Type:	CORPORATION: CALIFORNIA

PROPERTY NUMBERS Total: 43

Property Type	Number	Word Mark
Registration Number:	3135585	
Registration Number:	3227384	
Registration Number:	3102574	BLAST SERIES
Registration Number:	2905633	EFI
Registration Number:	2905632	EFI SPORTS MEDICINE
Registration Number:	2244226	FUNCTIONAL TESTING GRIDS
Registration Number:	3456902	GRAVITY :: GRANDSLAM
Registration Number:	2969174	GRAVITY
Registration Number:	3513653	GRAVITY CLUBHOUSE
Registration Number:	3606739	GRAVITY LIFE SERIES
Registration Number:	3183671	GRAVITY NEWS
Registration Number:	3398857	GRAVITY STUDIO
Registration Number:	2883683	GRAVITY GROUP STRENGTH::PILATES::PERSONAL TRAINING::POST-REHAB

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Registration Number:	2921242	GRAVITYBLAST
Registration Number:	2965589	GRAVITYEDUCATION
Registration Number:	3227383	GRAVITYGEAR
Registration Number:	2969172	GRAVITYGROUP
Registration Number:	3199538	GRAVITYOUTH SERIES
Registration Number:	2876378	GRAVITYPERSONALTRAINING
Registration Number:	2930074	GRAVITYPILATES
Registration Number:	2930073	GRAVITYPOST-REHAB
Registration Number:	2969173	GRAVITYSYSTEM
Registration Number:	2928175	GRAVITYTRAINING
Registration Number:	2873570	GTS
Registration Number:	2876377	GTS GRAVITY TRAINING SYSTEM
Registration Number:	2833415	MAJOR JOINT SERIES
Registration Number:	3554077	PLYOREBOUNDER
Registration Number:	3056677	POWERTOWER
Registration Number:	3737684	PULL YOUR WEIGHT
Registration Number:	2975131	REFORMAT
Registration Number:	3006873	REFORMAT COREWORK SERIES
Registration Number:	2975132	REFORMAT EVOLVED SERIES
Registration Number:	2975133	REFORMAT MATWORK SERIES
Registration Number:	3525205	SCRUNCH
Registration Number:	3401250	THE ARROW
Registration Number:	3082481	TOTAL GYM
Registration Number:	2174671	TOTAL GYM
Registration Number:	2972296	TOTAL GYM ELECTRA
Registration Number:	3955899	TOTAL GYM GTS
Registration Number:	3952393	TOTAL GYM POWERTOWER
Registration Number:	3955900	TOTAL GYM SPORT
Registration Number:	2486116	TOTAL GYM ULTRA
Serial Number:	85224351	XCELERATION TRAINER

CORRESPONDENCE DATA

Fax Number: (619)398-0115

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

Phone: 619-238-1900

Email: shari.herron@procopio.com

TRADEMARK
REEL: 004589 FRAME: 0092

Correspondent Name: Stephen C. Beuerle
Address Line 1: 525 B Street
Address Line 2: Suite 2200
Address Line 4: SAN DIEGO, CALIFORNIA 92101-4474

ATTORNEY DOCKET NUMBER:	108607-00
NAME OF SUBMITTER:	Stephen C. Beuerle
Signature:	/Stephen C. Beuerle/
Date:	07/22/2011

Total Attachments: 3
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Certificate of Amendment
 to
Articles of Incorporation
 of
Engineering Fitness International Corp.
 (a California corporation)

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

MAY 13 2011

The undersigned, Thomas J. Campanaro and D. Dale McMurray, certify that:

1. They are the President and Secretary, respectively, of Engineering Fitness International Corp., a California corporation (the "Corporation").
2. Article One of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

"The name of the corporation is:

TotalGym Global Corp."

3. Article Five of the Articles of Incorporation of the Corporation is added to read in its entirety as follows:

"ARTICLE FIVE

To the fullest extent permitted by the California General Corporation Law as the same exists or as may hereafter be amended, a director of the corporation shall not be personally liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director. Without limiting the effect of the preceding sentence, if the Corporations Code of California is hereafter amended to authorize the further elimination of the liability of a director, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by the Corporations Code of California, as so amended. Neither any amendment nor repeal of this Article Five, nor the adoption of any provision inconsistent with this Article Five, shall eliminate or reduce the effect of this Article Five in respect of any matter occurring, or any cause of action, suit or claim that, but for this Article Five, would accrue or arise, prior to such amendment, repeal or adoption of an inconsistent provision."

4. Article Six of the Articles of Incorporation of the Corporation is added to read in its entirety as follows:

"ARTICLE SIX

The corporation is authorized to provide indemnification of agents (as defined in Section 317 of the California Corporations Code) for breach of duty to the corporation or its stockholders through bylaw provisions or through agreements with the agents, or otherwise, in excess of the indemnification otherwise permitted by Section 317 of the California Corporations


Code, subject to the limits on such excess indemnification set forth in Section 204 of the California Corporations Code.”

5. The foregoing amendments to the Articles of Incorporation have been duly approved by the Board of Directors of the Corporation.

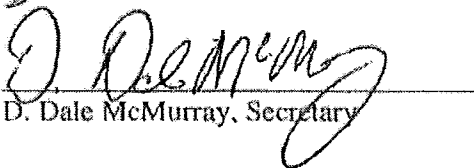
6. The foregoing amendments to the Articles of Incorporation have been duly approved by the required vote of the shareholders of the Corporation in accordance with California Corporations Code Section 902. The total number of outstanding shares of the Corporation is 506,842. The number of shares voting in favor of the amendment is 430,345, which exceeded the required vote. The percentage vote required was greater than 50%.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this Certificate of Amendment are true and correct of our own knowledge.

Date: 4/14/11



Thomas J. Campanaro, President



D. Dale McMurray, Secretary



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

MAY 27 2011

Date: _____

Debra Bowen

DEBRA BOWEN, Secretary of State

TRADEMARK