

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		Trademark Release (A)	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Deutsche Bank Trust Company Americas, as collateral agent	FORMERLY Bankers Trust Company	08/09/2011	a New York banking corporation: NEW YORK
RECEIVING PARTY DATA			
Name:	TSI Holdings (IP), LLC		
Street Address:	5 Penn Plaza		
Internal Address:	4th floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10001		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	1806497	TOWN SPORTS INTERNATIONAL	
Registration Number:	1801172	TSI	
CORRESPONDENCE DATA			
Fax Number:	(212)354-8113		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	2128198200		
Email:	fcutajar@whitecase.com		
Correspondent Name:	White & Case LLP		
Address Line 1:	1155 Avenue of the Americas		
Address Line 2:	Patents & Trademarks		
Address Line 4:	New York, NEW YORK 10036		
ATTORNEY DOCKET NUMBER:	1111779-0471		
NAME OF SUBMITTER:	Frances B. Cutajar		

OP \$65.00 1806497

900199724

**TRADEMARK
 REEL: 004605 FRAME: 0207**

Signature:	/Frances B. Cutajar/
Date:	08/15/2011
Total Attachments: 3 source=DBTownSportsTMReleaseA#page1.tif source=DBTownSportsTMReleaseA#page2.tif source=DBTownSportsTMReleaseA#page3.tif	

TRADEMARK RELEASE

TRADEMARK RELEASE, effective as of this 9th day of August, 2011, given by Deutsche Bank Trust Company Americas (formerly known as Bankers Trust Company), as Collateral Agent ("Agent") with principal offices at 60 Wall Street, New York, NY 10005, to TSI Holdings (IP), LLC, a Delaware limited liability company ("Grantor"), with principal offices at 5 Penn Plaza, 4th Fl., New York, NY 10001, as follows:

WITNESSETH

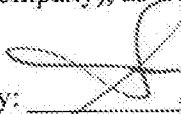
WHEREAS, the Grantor has heretofore granted to the Agent a security interest in certain U.S. trademarks, trademark registrations and trademark applications more particularly set forth on Schedule A attached hereto (the "Marks"); and

WHEREAS, the Agent wishes to release and restore all right, title and interest in and to the Marks to the Grantor and to dissolve any and all liens and encumbrances respecting the Marks.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Agent hereby releases, discharges, quit claims and relinquishes unto the Grantor the security interest in the Trademarks set forth on Schedule A granted to Agent by the Grantor, which security interest was duly recorded on July 22, 1997, at Reel 1617, Frame 0879 in the United States Patent and Trademark Office.

IN WITNESS WHEREOF, the undersigned, by and through its authorized officer,
has caused this instrument to be executed under seal on the date first written above.

DEUTSCHE BANK TRUST COMPANY
AMERICAS (formerly known as Bankers Trust
Company), as Collateral Agent

By: 
Name: Erin Morrissey
Title: Director

By: 
Name: Marguerite Sutton
Title: Director

Trademarks

Mark	Registered Reg. No.	Filed on/ Reg. Date
TOWN SPORTS INTERNATIONAL	1,806,497	11/23/93
TSI	1,801,172	10/26/93