

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Ladies Workout Express Franchise Corporation		12/29/2011	CORPORATION: FLORIDA

RECEIVING PARTY DATA

Name:	Healthy Concepts LLC
Street Address:	17780 Collins Avenue
Internal Address:	2nd Floor
City:	Sunny Isles Beach
State/Country:	FLORIDA
Postal Code:	33160
Entity Type:	LTD LIAB JT ST CO: DELAWARE

PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Registration Number:	2991347	LADIES WORKOUT EXPRESS
Registration Number:	2156210	LADIES WORKOUT EXPRESS
Registration Number:	3407970	LADIES WORKOUT EXPRESS
Registration Number:	3114674	WORKOUT EXPRESS
Registration Number:	3171836	MBTI

CORRESPONDENCE DATA

Fax Number: (202)955-5564
 Phone: 202 663-7271
 Email: thomas.brooke@hklaw.com, ptdocketing@hklaw.com
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
 Correspondent Name: Thomas W. Brooke, Holland & Knight LLP
 Address Line 1: 2099 Pennsylvania Avenue, NW
 Address Line 2: Suite 100

900212606

**TRADEMARK
 REEL: 004700 FRAME: 0796**

OP \$140.00 2991347

Address Line 4: Washington, DISTRICT OF COLUMBIA 20006

ATTORNEY DOCKET NUMBER: 128889/1

NAME OF SUBMITTER: Thomas W. Brooke

Signature: /Thomas W. Brooke/

Date: 01/20/2012

Total Attachments: 2
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TRADEMARK ASSIGNMENT AGREEMENT

This Trademark Assignment Agreement is made effective as of the date set forth below by and between Ladies Workout Express Franchise Corporation, a Florida corporation, located at 500 East Broward Blvd., Suite 1650, Fort Lauderdale, Florida 33394 (hereinafter "Assignor") and Healthy Concepts, LLC, a Delaware limited liability company located at 17780 Collins Avenue, 2nd Floor, Sunny Isles Beach, Florida 33160 (hereinafter "Assignee").

WHEREAS, Assignor is the owner of all marks and corresponding applications and registrations of (along with the good will they represent and all business associated with) the marks listed on the attached Schedule A; and

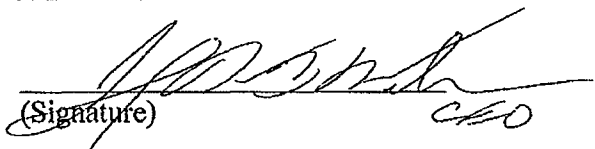
WHEREAS, Assignee desires to acquire, and receive an assignment of, all marks and corresponding applications and registrations of (along with the good will they represent and all business associated with) the marks listed on the attached Schedule A.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby assigns, grants, transfers and otherwise conveys to Assignee, its successors and assigns, as of the effective date of this assignment, its entire right, title and interest in and to the marks and corresponding applications and registrations, along with the good will they represent and all business associated with the marks, and the right to sue for past infringements thereof.

Assignor:




LADIES WORKOUT EXPRESS FRANCHISE
CORPORATION

By:


(Signature) CEO

Date: December 29, 2011

Schedule A

Docket Number	Mark	Trademark Image	Country	Goods	Appl No.	Appl Date	Reg No.	Reg Date
092559-0119	LADIES WORKOUT EXPRESS		United States of America	CLASS 41: Health club services, namely providing instruction and equipment in the field of physical exercise	76/588793	4/26/2004	2991347	9/6/2005
092559-0105-0002	LADIES WORKOUT EXPRESS & Design		United States of America	clothing, namely, shirts, and hats health and exercise club services	75/176358	10/3/1996	2156210	6/12/1998
092559-0105-0002A	LADIES WORKOUT EXPRESS & Design		United States of America	health club services, namely, providing instruction and equipment in the field of physical exercise	77/078056	1/6/2007	3407970	4/8/2008
092559-0120	WORKOUT EXPRESS		United States of America	CLASS 25: Clothing, namely shirts and hats. ; CLASS 41: Health club services, namely providing instruction and equipment in the field of physical exercise	76/588792	4/26/2004	3114674	7/11/2006
	W/WORKOUT EXPRESS & DESIGN		United States of America	Class 25: Clothing namely shirts and hats; Class 41: health club services namely providing instructions and equipment in the field of physical exercise.	76/629272	1/25/05	3171936	11/14/2006