

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT																				
NATURE OF CONVEYANCE:	the submission is to correct one registration number in a cover sheet previously recorded (Reel: 4700 / Frame: 0796)																				
CONVEYING PARTY DATA																					
<table border="1"> <thead> <tr> <th>Name</th> <th>Formerly</th> <th>Execution Date</th> <th>Entity Type</th> </tr> </thead> <tbody> <tr> <td>Ladies Workout Express Franchise Corporation</td> <td></td> <td>12/29/2011</td> <td>CORPORATION: FLORIDA</td> </tr> </tbody> </table>				Name	Formerly	Execution Date	Entity Type	Ladies Workout Express Franchise Corporation		12/29/2011	CORPORATION: FLORIDA										
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Ladies Workout Express Franchise Corporation		12/29/2011	CORPORATION: FLORIDA																		
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<table border="1"> <tr> <td>Name:</td> <td>Healthy Concepts, LLC</td> </tr> <tr> <td>Street Address:</td> <td>17780 Collins Avenue</td> </tr> <tr> <td>City:</td> <td>Sunny Isles Beach</td> </tr> <tr> <td>State/Country:</td> <td>FLORIDA</td> </tr> <tr> <td>Postal Code:</td> <td>33160</td> </tr> <tr> <td>Entity Type:</td> <td>LIMITED LIABILITY COMPANY: FLORIDA</td> </tr> </table>				Name:	Healthy Concepts, LLC	Street Address:	17780 Collins Avenue	City:	Sunny Isles Beach	State/Country:	FLORIDA	Postal Code:	33160	Entity Type:	LIMITED LIABILITY COMPANY: FLORIDA						
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Entity Type:	LIMITED LIABILITY COMPANY: FLORIDA																				
PROPERTY NUMBERS Total: 5																					
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Registration Number:	3114674	WORKOUT EXPRESS																			
Registration Number:	3171936	W WORKOUT EXPRESS																			
CORRESPONDENCE DATA																					
Fax Number:	(202)955-5564																				
Phone:	(202) 663-7271																				
Email:	thomas.brooke@hklaw.com, ptdocketing@hklaw.com																				
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>																					
Correspondent Name:	Thomas W. Brooke, Holland & Knight LLP																				
Address Line 1:	2099 Pennsylvania Avenue, N.W.																				
Address Line 2:	Suite 100																				
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20006																				

OP \$140.00 2991347

ATTORNEY DOCKET NUMBER:	128889/1
NAME OF SUBMITTER:	Thomas W. Brooke
Signature:	/Thomas W. Brooke/
Date:	02/08/2012
Total Attachments: 5 source=LWEx_to_HC#page1.tif source=LWEx_to_HC#page2.tif source=scan_02_08_2012_17_29_35_757#page1.tif source=scan_02_08_2012_17_29_35_757#page2.tif source=scan_02_08_2012_17_29_35_757#page3.tif	

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

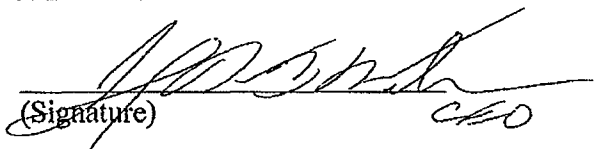
WHEREAS, Assignee desires to acquire, and receive an assignment of, all marks and corresponding applications and registrations of (along with the good will they represent and all business associated with) the marks listed on the attached Schedule A.

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



UNITED STATES PATENT AND TRADEMARK OFFICE

UNDER SECRETARY OF COMMERCE FOR INTELLECTUAL PROPERTY AND
DIRECTOR OF THE UNITED STATES PATENT AND TRADEMARK OFFICE

JANUARY 23, 2012

PTAS

THOMAS W. BROOKE, HOLLAND & KNIGHT LLP
2099 PENNSYLVANIA AVENUE, NW
SUITE 100
WASHINGTON, DC 20006

900212606

UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT

THE ENCLOSED DOCUMENT HAS BEEN RECORDED BY THE ASSIGNMENT RECORDATION BRANCH OF THE U.S. PATENT AND TRADEMARK OFFICE. A COMPLETE COPY IS AVAILABLE AT THE ASSIGNMENT SEARCH ROOM ON THE REEL AND FRAME NUMBER REFERENCED BELOW.

PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY CONTACT THE ASSIGNMENT RECORDATION BRANCH AT 571-272-3350. PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE, MAIL STOP: ASSIGNMENT RECORDATION BRANCH, P.O. BOX 1450, ALEXANDRIA, VA 22313.

RECORDATION DATE: 01/20/2012

REEL/FRAME: 4700/0796
NUMBER OF PAGES: 4

BRIEF: ASSIGNS THE ENTIRE INTEREST

DOCKET NUMBER: 128889/1

ASSIGNOR:

LADIES WORKOUT EXPRESS FRANCHISE
CORPORATION

DOC DATE: 12/29/2011
CITIZENSHIP: FLORIDA
ENTITY: CORPORATION

ASSIGNEE:

HEALTHY CONCEPTS LLC

17780 COLLINS AVENUE
2ND FLOOR
SUNNY ISLES BEACH, FLORIDA 33160

CITIZENSHIP: DELAWARE
ENTITY: LTD LIAB JT ST CO

SERIAL NUMBER: 75176356

FILING DATE: 10/03/1996

REGISTRATION NUMBER: 2156210

REGISTRATION DATE: 05/12/1998

MARK: LADIES WORKOUT EXPRESS

DRAWING TYPE: AN ILLUSTRATION DRAWING WHICH INCLUDES WORD(S) / LETTER(S)
/NUMBER(S)

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Name:	Healthy Concepts LLC		
Street Address:	17780 Collins Avenue		
Internal Address:	2nd Floor		
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State/Country:	FLORIDA		
Postal Code:	33160		
Entity Type:	LTD LIAB JT ST CO: DELAWARE		
PROPERTY NUMBERS Total: 5			
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Registration Number:	3171836	MBTI	
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Fax Number:	(202)955-5564		
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REEL: 004700 FRAME: 0796

TRADEMARK
REEL: 004715 FRAME: 0790

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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