

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
L.A. Fitness International, LLC		06/21/2012	LIMITED LIABILITY COMPANY: CALIFORNIA

RECEIVING PARTY DATA

Name:	Fitness International, LLC
Street Address:	3161 Michelson Drive, Suite 600
City:	Irvine
State/Country:	CALIFORNIA
Postal Code:	92612
Entity Type:	LIMITED LIABILITY COMPANY: CALIFORNIA

PROPERTY NUMBERS Total: 14

Property Type	Number	Word Mark
Serial Number:	85195208	CITY ATHLETIC CLUB
Serial Number:	85221146	LATIN HEAT
Serial Number:	85323626	CITY SPORTS CLUB
Registration Number:	1806464	L. A. FITNESS
Registration Number:	2326358	LA FITNESS
Registration Number:	2852260	LA FITNESS
Registration Number:	2902071	
Registration Number:	3146006	EXERCISE YOUR OPTIONS
Registration Number:	3007720	L A FITNESS
Registration Number:	2683477	YOGABEAT
Registration Number:	3580147	FITA
Registration Number:	2865591	PRO RESULTS
Registration Number:	3862908	ESPORTA ATHLETIC CLUB
Registration Number:	3898059	WHERE LUXURY MEETS VALUE

TRADEMARK

CORRESPONDENCE DATA

Fax Number: 3103944477

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 3104510647

Email: dancislo@cislo.com,vbinford@cislo.com

Correspondent Name: Daniel M. Cislo

Address Line 1: 1333 2nd Street, Suite 500

Address Line 4: Santa Monica, CALIFORNIA 90401

ATTORNEY DOCKET NUMBER:	03-12067
NAME OF SUBMITTER:	Daniel M. Cislo, Attorney of Record
Signature:	/DanielMCislo/
Date:	06/21/2012

Total Attachments: 9

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NAME CHANGE

WHEREAS, Fitness International, LLC, formerly known as L.A. Fitness International, LLC, a California limited liability company, has Federal Registrations and Pending Applications in the United States Patent and Trademark Office (listed in the attached schedule);

WHEREAS, L.A. Fitness International, LLC, is now known as Fitness International, LLC;

WHEREAS, Fitness International, LLC formerly known as L.A. Fitness International, LLC is desirous of changing the name of Registrant and Applicant in said marks and the registrations and applications thereof;

NOW, THEREFORE, L.A. Fitness International, LLC confirms that it has changed its name in the attached identified registrations and applications to Fitness International, LLC.

6-21-12
Date

L.A. Fitness International, LLC


Signature

Robert A. Wilson
Name

Senior Vice President, General Counsel
Officer Title

TRADEMARKS
03-12067

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re the application of:

L.A. Fitness International, LLC (now known as Fitness International, LLC)

Registrations: Attached Schedule

Serial Numbers: Attached Schedule

For: See Attached Schedule

**DECLARATION IN SUPPORT OF
CORPORATE NAME CHANGE**

**MAIL STOP ASSIGNMENT DIVISION
Commissioner for Trademarks
Post Office Box 1451
Alexandria, Virginia 22313-1451**

Dear Commissioner:

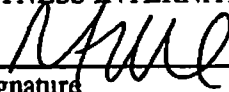
1. L.A. Fitness International, LLC is now known as Fitness International, LLC, a California limited liability company.
2. L.A. Fitness International, LLC obtained a corporate name change on June 7, 2012. Attached as Exhibit A herein is a true and correct copy of the Limited Liability Company Certificate of Amendment regarding the change from L.A. Fitness International, LLC to Fitness International, LLC.

TRADEMARKS
03-12067

I understand that willful false statements and the like so made are punishable by fine or imprisonment, or both, under 18 U.S.C. § 1001, and that such willful false statements may jeopardize the validity of the registration. I further declare that I am properly authorized to execute this declaration on behalf of the Applicant, and that all statements made of my own knowledge are true and that all statements made on information and belief are believed to be true.

Executed on June 21, 2012 at Irvine, California.

L.A. FITNESS INTERNATIONAL, LLC
now known as
FITNESS INTERNATIONAL, LLC


Signature

Robert A. Wilson
Name

Senior Vice President,
General Counsel
Officer Title



**State of California
Secretary of State**

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

JUN 7 2012

**LIMITED LIABILITY COMPANY
CERTIFICATE OF AMENDMENT**

A \$30.00 filing fee must accompany this form.

IMPORTANT - Read instructions before completing this form.

This Space For Filing Use Only

1. SECRETARY OF STATE FILE NUMBER 199727210046	2. NAME OF LISTED LIABILITY COMPANY L. A. Fitness International, 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.") <u>Fitness International, LLC</u> B. THE LIMITED LIABILITY COMPANY WILL BE MANAGED BY (CHECK ONE): <input type="checkbox"/> ONE MANAGER <input checked="" type="checkbox"/> MORE THAN ONE MANAGER <input type="checkbox"/> 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 BY ACT AND DEED. <u>[Signature]</u> June 6, 2012 SIGNATURE OF AUTHORIZED PERSON DATE <u>CHINYA YI, MANAGER</u> TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON	
7. RETURN TO: NAME Barbara Alder FIRM Paul Hastings LLP ADDRESS 695 Town Center Drive, 17th Floor CITY/STATE Costa Mesa, CA ZIP CODE 92626	