

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM297837

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Bank of America, N.A., as Administrative Agent		02/25/2014	National Banking Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	Anytime Fitness, LLC		
Street Address:	12181 Margo Avenue South, Suite 100		
City:	Hastings		
State/Country:	MINNESOTA		
Postal Code:	55033		
Entity Type:	LIMITED LIABILITY COMPANY: MINNESOTA		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	2814114	ANYTIME FITNESS	
Registration Number:	3302636	ANYTIME FITNESS	
Registration Number:	3316351	ANYTIME FITNESS EXPRESS	
Registration Number:	3883689	ANYTIME HEALTH	
CORRESPONDENCE DATA			
Fax Number:	3129021061		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	312.577.8034		
Email:	oscar.ruiz@kattenlaw.com		
Correspondent Name:	Oscar Ruiz c/o Katten Muchin Rosenman		
Address Line 1:	525 West Monroe Street		
Address Line 4:	Chicago, ILLINOIS 60661		
ATTORNEY DOCKET NUMBER:	337968-107		
NAME OF SUBMITTER:	Oscar Ruiz		
SIGNATURE:	/Oscar Ruiz/		
DATE SIGNED:	03/11/2014		
Total Attachments: 2			
source=Discharge of Security Interest in Trademarks (Anytime Fitness, LLC)#page1.tif			

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DISCHARGE OF SECURITY INTEREST
(Trademarks)

WHEREAS, by a Notice of Grant of Security Interest in Trademarks dated December 13, 2011 (the "Security Agreement"), Anytime Fitness, LLC, a Minnesota limited liability company (the "Grantor") granted a security interest in the United States trademarks listed in Exhibit A attached hereto and in the other collateral described in the Security Agreement (collectively, the "Collateral") to Bank of America National Association, a national banking association, as Administrative Agent (the "Secured Party"), in order to secure repayment of certain amounts owing to the Secured Party (herein called the "Indebtedness"); and

WHEREAS, the Security Agreement was recorded in the records of the United States Patent and Trademark Office (herein referred to as the "PTO") on December 22, 2011, and such recordation is located on Reel 4684 at Frame 0896 of the PTO.

NOW THEREFORE, to all who it may concern be it known that for and in consideration of the payment to the Secured Party of the full amount of the Indebtedness, the Secured Party hereby (a) releases and discharges all the security interests granted by the Security Agreement, being the security interests granted in respect of the trademarks— including any other trademark application(s), registration(s), or common law trademarks covered by the Security Agreement —and all other Collateral and (b) acknowledges, confirms and agrees that the Security Agreement is discharged, released and terminated and of no further force or effect.

Executed this 25th day of February, 2014.

BANK OF AMERICA, N.A., as Administrative Agent

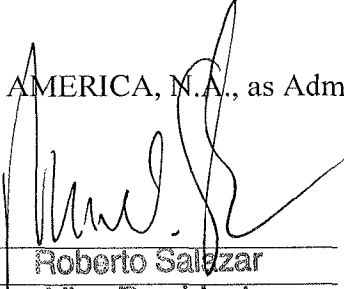

By: 
Name: Roberto Salazar
Title: Vice President

EXHIBIT A

	Trademark	Status	Registration Number	Registration Date	Filing Date
1.	ANYTIME FITNESS	Registered	2814114	02/10/04	04/08/02
2.		Registered	3302636	10/02/07	09/12/06
3.	ANYTIME FITNESS EXPRESS	Registered	3316351	10/23/07	01/22/07
4.	ANYTIME HEALTH	Registered	3883689	11/30/10	05/13/09
4.	THE CLUB FOR BUSY PEOPLE	Pending			06/02/11
6.	WORKING OUT SUCKS	Pending			06/02/11
7.	Miscellaneous Design	Pending			02/18/11