

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM306489

<b>SUBMISSION TYPE:</b>	CORRECTIVE ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Corrective Assignment to correct the citizenship of entity named WW Fitness, Inc. previously recorded on Reel 005291 Frame 0475. Assignor(s) hereby confirms the new entity WW Fitness, Inc. is a Delaware Corporation, not a New York Corporation..		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Knowplicity, Inc.		04/16/2014	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	WW Fitness, Inc.		
<b>Street Address:</b>	675 Avenue of the Americas		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10010		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4194139	WELLO	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2125892858		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	2125892700		
<b>Email:</b>	dawn.harrington@weightwatchers.com		
<b>Correspondent Name:</b>	Terri J. Frank		
<b>Address Line 1:</b>	675 Avenue of the Americas		
<b>Address Line 4:</b>	New York, NEW YORK 10010		
<b>NAME OF SUBMITTER:</b>	Terri J. Frank		
<b>SIGNATURE:</b>	/Terri J. Frank/		
<b>DATE SIGNED:</b>	06/03/2014		
<b>Total Attachments: 1</b>			
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## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM306053

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER AND CHANGE OF NAME		
<b>EFFECTIVE DATE:</b>	04/16/2014		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Knowplicity, Inc.		04/16/2014	CORPORATION: DELAWARE
<b>NEWLY MERGED ENTITY DATA</b>			
<b>Name</b>	<b>Execution Date</b>	<b>Entity Type</b>	
WW Fitness, Inc.	04/16/2014	CORPORATION: DELAWARE	
<b>MERGED ENTITY'S NEW NAME (RECEIVING PARTY)</b>			
<b>Name:</b>	WW Fitness, Inc.		
<b>Street Address:</b>	675 Avenue of the Americas		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10010		
<b>Entity Type:</b>	CORPORATION: NEW YORK		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	4194139	WELLO	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2125892858		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	2125892700		
<b>Email:</b>	dawn.harrington@weightwatchers.com		
<b>Correspondent Name:</b>	Terri J. Frank		
<b>Address Line 1:</b>	675 Avenue of the Americas		
<b>Address Line 4:</b>	New York, NEW YORK 10010		
<b>NAME OF SUBMITTER:</b>	Terri J. Frank		
<b>SIGNATURE:</b>	/Terri J. Frank/		
<b>DATE SIGNED:</b>	05/30/2014		
<b>Total Attachments: 3</b>			
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# Delaware

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*The First State*

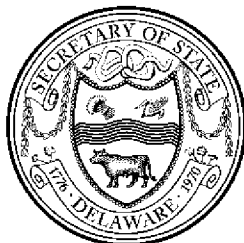
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"KNOWPLICITY, INC.", A DELAWARE CORPORATION,  
WITH AND INTO "WW FITNESS, INC." UNDER THE NAME OF "WW FITNESS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SIXTEENTH DAY OF APRIL, A.D. 2014, AT 5:32 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

5516637 8100M

140481740



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 1299367

DATE: 04-16-14

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

TRADEMARK  
REEL: 005298 FRAME: 0698

**CERTIFICATE OF MERGER**

of

**KNOWPLICITY, INC.**  
**(a Delaware corporation)**

with and into

**WW FITNESS, INC.**  
**(a Delaware corporation)**

Pursuant to Section 251 of the Delaware General Corporation Law, the undersigned corporation does hereby certify as follows:

1. The name of each constituent corporation is Knowplicity, Inc., a Delaware corporation, and WW Fitness, Inc., a Delaware corporation.
2. The Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations.
3. The name of the surviving corporation is WW Fitness, Inc., a Delaware corporation.
4. The Certificate of Incorporation of the surviving corporation, as in effect immediately prior to the merger, shall continue to be the Certificate of Incorporation of the surviving corporation until thereafter amended as provided therein or pursuant to the provisions of the laws of the State of Delaware.
5. The Agreement and Plan of Merger is on file at 675 Avenue of the Americas, 6<sup>th</sup> Floor, New York, NY 10010, the place of business of the surviving corporation.
6. A copy of the Agreement and Plan of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

*[Signature Page Follows]*

IN WITNESS WHEREOF, the surviving corporation has caused this Certificate of Merger to be duly executed by its authorized officer as of this 16<sup>th</sup> day of April, 2014.

**WW FITNESS, INC.**

By: /s/ Lesya Lysyj  
Lesya Lysyj, President

[SIGNATURE PAGE TO CERTIFICATE OF MERGER]