

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM308741

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Blackrock Kelso Capitol Corporation		10/23/2013	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	FITNESS TOGETHER FRANCHISE CORPORATION		
Street Address:	9092 SOUTH RIDGELINE BLVD. SUITE A		
City:	HIGHLANDS RANCH		
State/Country:	COLORADO		
Postal Code:	80129		
Entity Type:	CORPORATION: ARIZONA		
Name:	WELLBIZ BRANDS, INC.		
Street Address:	9092 SOUTH RIDGELINE BLVD. SUITE A		
City:	HIGHLANDS RANCH		
State/Country:	COLORADO		
Postal Code:	80129		
Entity Type:	CORPORATION: DELAWARE		
Name:	ELEMENTS THERAPEUTIC MASSAGE, INC.		
Street Address:	9092 SOUTH RIDGELINE BLVD. SUITE A		
City:	HIGHLANDS RANCH		
State/Country:	COLORADO		
Postal Code:	80129		
Entity Type:	CORPORATION: DELAWARE		
Name:	FTHC OPERATING COMPANY		
Street Address:	9092 SOUTH RIDGELINE BLVD. SUITE A		
City:	HIGHLANDS RANCH		
State/Country:	COLORADO		
Postal Code:	80129		
Entity Type:	CORPORATION: ARIZONA		
PROPERTY NUMBERS Total: 13			
Property Type	Number	Word Mark	
Serial Number:	78979793	ELEMENTS THERAPEUTIC MASSAGE TRADEMARK	

OP \$340.00 78979793

Property Type	Number	Word Mark
Serial Number:	78893724	ELEMENTS THERAPEUTIC MASSAGE
Serial Number:	78406546	ELEMENTS SPA AND SHOP
Serial Number:	77806394	ELEMENTS THERAPEUTIC MASSAGE
Serial Number:	77793333	
Serial Number:	85896329	MUSCLE MADNESS
Serial Number:	85428672	PACK
Serial Number:	77816851	NUTRITION TOGETHER
Serial Number:	77806416	FT FITNESS TOGETHER 1 CLIENT 1 TRAINER 1
Serial Number:	77793274	FT FITNESS TOGETHER
Serial Number:	75617063	1 CLIENT 1 TRAINER 1 GOAL
Serial Number:	75610224	FITNESS TOGETHER
Serial Number:	78814699	EGASSAM MASSAGE THERAPY "REVERSE YOUR ST

CORRESPONDENCE DATA

Fax Number: 2063599000

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.

Phone: 206-359-6479

Email: jjolley@perkinscoie.com

Correspondent Name: Jennifer L. Jolley

Address Line 1: 1201 Third Ave, Ste 4900

Address Line 4: Seattle, WASHINGTON 98101

ATTORNEY DOCKET NUMBER: 009041.0002

NAME OF SUBMITTER: Jennifer L. Jolley

SIGNATURE: /jennifer l jolley/

DATE SIGNED: 06/25/2014

Total Attachments: 4

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RELEASE OF INTELLECTUAL PROPERTY SECURITY AGREEMENT

THIS RELEASE dated as of October 23, 2013 (this “**Release**”) is made by BLACKROCK KELSO CAPITAL CORPORATION, a Delaware corporation, acting in its capacity as agent (in such capacity, the “**Agent**”) under that certain Intellectual Property Security Agreement dated as of July 14, 2006 (as modified by that certain Intellectual Property Security Supplement dated as of September 26, 2006, as further modified by that certain Intellectual Property Security Supplement No. 2 dated as of January 14, 2010, as further modified by that certain Intellectual Property Security Supplement No. 3 dated as of November 30, 2010, as further modified by that certain Intellectual Property Security Supplement No. 4 dated as of December 30, 2011, the “**IP Security Agreement**”) by and among FITNESS TOGETHER FRANCHISE CORPORATION, an Arizona corporation (“**Fitness Together**”), WELLBIZ BRANDS, INC. (formerly known as FITNESS TOGETHER HOLDINGS, INC.) (“**WellBiz**”), ELEMENTS THERAPEUTIC MASSAGE, INC. (“**Elements**” and, together with Fitness Together and WellBiz, the “**Grantors**”) and the Agent, entered into in connection with that certain Security and Pledge Agreement dated as of July 14, 2006 (as modified by that certain Supplement No.1 dated as of July 14, 2006, as further modified by that certain Security Supplement No. 2 dated as of January 12, 2009, as further modified by that certain Supplement No. 3 dated as of December 31, 2009, the “**Security Agreement**”), made by the Grantors and FTHC Operating Company, an Arizona corporation (“**FTHC**”) in favor of the Agent. Terms defined in the IP Security Agreement and not otherwise defined herein are used herein as defined in the IP Security Agreement.

WHEREAS, pursuant to the IP Security Agreement, each Grantor granted to the Agent a continuing first priority security interest in and to all of such Grantors’ right, title and interest in, to the Collateral including, but not limited to:

- a) The Patents;
- b) The Trademarks, including but not limited to the trademark and service mark registrations, applications and licenses set forth in Schedule I attached hereto, all reissues, continuations, extensions, modifications and renewals of the foregoing, along with all goodwill of the business connected with the use of and symbolized by the foregoing (the “**Released Collateral**”);
- c) The Copyrights;
- d) Any and all claims for damages for past, present and future infringement, misappropriation or breach with respect to the Patents, Trademarks and Copyrights, with the right, but not the obligation to sue for and collect, or otherwise recover such damages; and
- e) Any and all proceeds of the foregoing.

WHEREAS, the Grantors have requested and the Agent has agreed to provide a document suitable for recording in the United States Patent and Trademark Office, Canadian

Intellectual Property Office, and other applicable government offices evidencing and effecting the release, relinquishment and discharge of its security interest in the Released Collateral.


NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the Agent does hereby, (i) terminate the liens and security interest created under the IP Security Agreement and the Security Agreement in the Released Collateral, (ii) release its security interest in the Released Collateral, and (iii) discharge any and all rights, title and interest it has in and the security interest granted to Agent in the Released Collateral. Agent acknowledges that this Release may be filed along with other necessary documentation with the United States Patent and Trademark Office, the Canadian Intellectual Property Office or any other governmental office to evidence the release granted herein.

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IN WITNESS WHEREOF, Agent has executed this Release as of the date first set forth above.

**BLACKROCK KELSO CAPITAL
CORPORATION**

By: BlackRock Kelso Capital Advisors LLC, its
Investment Manager

By: 
Name: Michael B. Lazar
Title: Chief Operating Officer

SCHEDULE I

Owner	Trademark	Country	App. No.	Date Filed	Reg. No.	Reg. Date
Elements Therapeutic Massage, Inc.	ELEMENTS THERAPEUTIC MASSAGE	USA	78979793	5-26-2006	3407418	4-1-2008
Elements Therapeutic Massage, Inc.	ELEMENTS THERAPEUTIC MASSAGE	USA	78893724	5-26-2006	-	-
Elements Therapeutic Massage, Inc.	ELEMENTS SPA AND SHOP	USA	78406546	4-22-2004	3144204	9-19-2006
Elements Therapeutic Massage, Inc.	ELEMENTS THERAPEUTIC MASSAGE	USA	77806394	8-17-2009	3761266	3-16-2010
Elements Therapeutic Massage, Inc.	ELEMENTS THERAPEUTIC MASSAGE	USA	77793333	7-30-2009	3760865	3-16-2010
Fitness Together Franchise Corporation	MUSCLE MADNESS	USA	85896329	4-5-2013	-	N/A
Fitness Together Franchise Corporation	PACK	USA	85428672	9-21-2011	4146178	5-22-2012
Fitness Together Franchise Corporation	NUTRITION TOGETHER	USA	77816851	8-31-2009	3804781	6-15-2010
Fitness Together Franchise Corporation	1 CLIENT 1 TRAINER 1 GOAL	USA	77806416	8-17-2009	3761267	3-16-2010
Fitness Together Franchise Corporation	FITNESS TOGETHER	USA	77793274	7-30-2009	3760855	3-16-2010
Fitness Together Franchise Corporation	1 CLIENT 1 TRAINER 1 GOAL	USA	75617063	12-29-1998	2478909	8-21-2001
Fitness Together Franchise Corporation	FITNESS TOGETHER	USA	75610224	12-22-1998	2373930	8-1-2000
Fitness Together Franchise Corporation	Egassam Massage Therapy: REVERSE YOUR STRESS	USA	78814699	2-14-2006	-	-
Fitness Together Franchise Corporation	FITNESS TOGETHER 1 CLIENT 1 TRAINER 1 GOAL	CANADA	1249369	3-3-2005	TMA679759	1/18/2007
FT Fitness Together (model and design)	FT FITNESS TOGETHER (model and design)	BRAZIL	901669830	05/27/2009	N/A	N/A
Fitness Together Franchise Corporation	www.fitnessstogether.com	N/A	N/A	N/A	N/A	N/A
Fitness Together Franchise Corporation	www.touchofelements.com	N/A	N/A	N/A	N/A	N/A
Fitness Together Franchise Corporation	www.fitnessstogetherfranchise.com	N/A	N/A	N/A	N/A	N/A
Fitness Together Franchise Corporation	www.wellnessleader.com	N/A	N/A	N/A	N/A	N/A