

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM331576

<b>SUBMISSION TYPE:</b>	CORRECTIVE ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Corrective Assignment to correct the Assignee's entity type to be a "California limited liability company" previously recorded on Reel 004242 Frame 0219. Assignor(s) hereby confirms the Assigns the entire interest.		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Optimax Fitness		07/13/2010	CORPORATION: CALIFORNIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Barry's Bootcamp, LLC		
<b>Street Address:</b>	14622 Ventura Blvd, Suite 201		
<b>City:</b>	Sherman Oaks		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	91403		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: CALIFORNIA		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3572435	DON'T THINK, JUST SHRINK	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	6123351657		
<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>	6123351799		
<b>Email:</b>	cheryl.classen@stinsonleonard.com		
<b>Correspondent Name:</b>	Ruth Rivard		
<b>Address Line 1:</b>	150 South 5th Street, Suite 2300		
<b>Address Line 4:</b>	Minneapolis, MINNESOTA 55402		
<b>ATTORNEY DOCKET NUMBER:</b>	2068307-0011		
<b>NAME OF SUBMITTER:</b>	Ruth Rivard		
<b>SIGNATURE:</b>	/Ruth Rivard/		
<b>DATE SIGNED:</b>	02/09/2015		
<b>Total Attachments: 5</b>			
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**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Optimax Fitness		07/13/2010	CORPORATION: CALIFORNIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Barry's Bootcamp, LLC		
<b>Street Address:</b>	14622 VENTURA BLVD STE 201		
<b>City:</b>	SHERMAN OAKS		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	91403		
<b>Entity Type:</b>	CORPORATION: CALIFORNIA		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	3572435	DON'T THINK, JUST SHRINK	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(801)665-1358		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	8015334095		
<b>Email:</b>	trent@bakeriplaw.com		
<b>Correspondent Name:</b>	Trent Baker		
<b>Address Line 1:</b>	470 E 9th Avenue		
<b>Address Line 4:</b>	Salt Lake City, UTAH 84103		
<b>ATTORNEY DOCKET NUMBER:</b>	12533.12		
<b>NAME OF SUBMITTER:</b>	Trent Baker		
<b>Signature:</b>	/trentbaker/		
<b>Date:</b>	07/14/2010		

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**900166940**

**TRADEMARK**  
 REEL: 004242 FRAME: 0219  
**TRADEMARK**  
 REEL: 005456 FRAME: 0530

**Total Attachments: 3**

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**TRADEMARK**

**REEL: 004242 FRAME: 0220**

**TRADEMARK**

**REEL: 005456 FRAME: 0531**

## TRADEMARK ASSIGNMENT

WHEREAS, OptiMax Fitness, a California Corporation with a principal place of business in California, (hereinafter collectively referred to as "Assignor") is the owner of the entire right, title, and interest in and to the following trademark including all rights in and to such trademarks created under any applicable federal or state statutes or common law or under the applicable trademark laws of any foreign country:

(1) WHEREAS, the following registered trademark filed in the United States Patent and Trademark Office:

(2) Registered United States Trademark Serial No. 77514314, filed 07/03/2008 for the trademark "DON'T THINK, JUST SHRINK";

WHEREAS, Barry's Bootcamp, LLC of California, (hereinafter referred to as "Assignee"), desire to secure the entire right, title, and interest in and to said trademarks, including all rights in and to such trademarks created under any applicable federal or state statutes or common law or under the applicable trademark laws of any foreign country, including but not limited to all rights, title, and interest in and to the aforesaid trademarks, the aforesaid application for federal trademark registration, any federal trademark registration which may issue thereon, any and all other common law trademarks owned by Assignor, any and all trademark registrations that may be granted therefore, any and all continuations, renewals and extensions of the aforesaid trademark registration, and any and all goodwill of the business or businesses associated with any of the aforesaid trademarks or trademark registrations within the United States of America and its territorial possessions and within all countries foreign to the United States, (hereinafter collectively referred to as "TRADEMARKS AND GOODWILL");

NOW, THEREFORE, in consideration of the sum of one dollar (\$1.00) paid by Assignee to Assignor and other good and valuable considerations, the receipt and sufficiency of which is hereby acknowledged by said Assignor, Assignor have sold, assigned and transferred and by these presents does hereby sell, assign and transfer unto Assignee the entire right, title, and interest in and to said TRADEMARKS AND GOODWILL within the United States of America and its territorial possessions and within all countries foreign to the United States, all said rights to be held and enjoyed by Assignee for their own use and enjoyment and for the use and enjoyment of their successors and assigns to the full end of the term or terms for which said trademark registration may be granted as fully and entirely as the same would have been held and enjoyed by said Assignor if this assignment, transfer and sale had not been made.


The aforesaid Assignor hereby authorize and request the United States Commissioner of Patents and Trademarks and all authorized officials of foreign patent and trademark offices to issue the said trademark registration, when granted, to Assignee, as the Assignee of the entire right, title, and interest in and to the same, for the sole use and enjoyment of Assignee, their successors and assigns.

The aforesaid Assignor hereby agrees to sign all lawful papers and to perform all other lawful acts which Assignee may request of Assignor to make this Assignment fully effective, including, by way of example but not of limitation, the following:

Prompt execution of all United States and foreign trademark applications, and all lawful documents requested by Assignee to further the prosecution of any such trademark applications.

Cooperation to the best of said Assignor's ability in the execution of all lawful documents, the production of evidence, nullification, continuation, renewal, extension, or infringement proceedings involving said trademarks.

In Testimony Whereof, the undersigned hereby execute this Assignment on behalf of themselves individually and on behalf of the Assignee.

  
\_\_\_\_\_  
Signature

Leslie Fairbanks  
\_\_\_\_\_  
Name

C.O.O.  
\_\_\_\_\_  
Title/Authority to sign on behalf of Optimax Fitness

7-13-10  
\_\_\_\_\_  
Date