

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM332432

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF 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>
Incline Health, Inc.		02/10/2015	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Next Generation Nutrition LLC		
<b>Street Address:</b>	200 South Broad Street		
<b>City:</b>	Philadelphia		
<b>State/Country:</b>	PENNSYLVANIA		
<b>Postal Code:</b>	19102		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: PENNSYLVANIA		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4454245	NGN	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2157511142		
<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>	2155672010		
<b>Email:</b>	mlozada@crbcp.com		
<b>Correspondent Name:</b>	Salvatore Guerriero; Caesar Rivise et al		
<b>Address Line 1:</b>	1635 Market Street		
<b>Address Line 2:</b>	7 Penn Center - 12th Floor		
<b>Address Line 4:</b>	Philadelphia, PENNSYLVANIA 19103-2212		
<b>ATTORNEY DOCKET NUMBER:</b>	N1131/00000		
<b>NAME OF SUBMITTER:</b>	Salvatore Guerriero		
<b>SIGNATURE:</b>	/S.Guerriero/		
<b>DATE SIGNED:</b>	02/18/2015		
<b>Total Attachments: 2</b>			
source=N131 Assignment#page1.tif			
source=N131 Assignment#page2.tif			

CH \$40.00 4454245

## ASSIGNMENT

WHEREAS, Incline Health, Inc., d/b/a Evlution Nutrition, a Delaware corporation having a 1560 Sawgrass Corporate Parkway, 4th Floor, Sunrise, FL 33323 (hereinafter "ASSIGNOR") has adopted, used, is using and is the owner the trademark NGN and is the proprietor of the trademark NGN, prints, signs and labels on which said mark has appeared and United States Certificate of Registration No. 4,454,245, registered on December 24, 2013 in the United States Patent and Trademark Office.

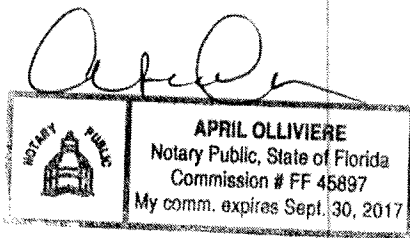
WHEREAS, Next Generation Nutrition, LLC, a Pennsylvania limited liability company having a place of business at 200 South Broad Street, Philadelphia, PA 19102 (hereinafter "ASSIGNEE"), is desirous of acquiring said registered trademark.

NOW THEREFORE, IN CONSIDERATION of the sum of \$1.00 and other good and valuable consideration paid by ASSIGNEE to ASSIGNOR, the receipt of which is hereby acknowledged by ASSIGNOR, and in further consideration of the fact that it is the desire of ASSIGNOR to be legally bound hereby, said ASSIGNOR does hereby sell, assign and transfer unto ASSIGNEE its trademark NGN, all prints, signs and labels on which the trademark NGN has appeared, United States Certificate of Registration No. 4,454,245 and any application or trademark registration of said trademark and any renewals thereof, the prints, signs and labels and the goodwill of the business associated with and symbolized by the trademark, prints, signs and labels on which the trademark has appeared.

Included in this assignment are the entire right, title and interest in and to the trademark NGN and the United States Certificate of Registration No. 4,454,245, together with the goodwill of the business associated with and symbolized by the trademark. Also, included in this assignment are any and all rights that ASSIGNOR has against persons who have infringed upon

the trademark, prints, signs and labels and United States Certificate of Registration No. 4,454,245. These rights include the right to sue and recover for all damages and profits arising out of past, present or future infringement of the trademark NGN, prints, signs and labels and United States Certificate of Registration No. 4,454,245, and in and to all rights corresponding to the foregoing throughout the world.

IN WITNESS WHEREOF, Incline Health, Inc. has caused this Assignment to be signed by its President, Michael Spinner, hereunto duly authorized, and has caused its corporate seal to be hereunto affixed and duly attested this 10<sup>th</sup> day of February 2015.



INCLINE HEALTH, INC.

By   
Name: Michael Spinner  
Title: President

ATTEST:

(Corporate Seal)

State of Florida :  
County of Broward :

On this 12 day of February 2015, before me personally appeared Michael Spinner, to me known, who after being duly sworn, did depose and say that at the time of the Assignment is the President of Incline Health, Inc., a Delaware corporation, the corporation described herein, and which executed the above instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of Incline Health, Inc. and that he signed his name thereto by like order.

Notary Public  
[seal]

My commission expires:

