

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM366228

<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>
RS Fit Holdings LLC		11/16/2015	LIMITED LIABILITY COMPANY: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Lions Gate Entertainment Inc.		
<b>Street Address:</b>	2700 Colorado Avenue		
<b>City:</b>	Santa Monica		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	90404		
<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>	2533193	BFIT	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3102283953		
<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>	310.228.3700		
<b>Email:</b>	rwalsh@smrh.com		
<b>Correspondent Name:</b>	Jill M. Pietrini, Esq.		
<b>Address Line 1:</b>	1901 Avenue of the Stars, Suite 1600		
<b>Address Line 4:</b>	Los Angeles, CALIFORNIA 90067		
<b>ATTORNEY DOCKET NUMBER:</b>	01RS-172016-627		
<b>NAME OF SUBMITTER:</b>	Jill M. Pietrini, Esq.		
<b>SIGNATURE:</b>	//jmp//		
<b>DATE SIGNED:</b>	12/17/2015		
<b>Total Attachments: 1</b>			
source=Assignment of BFIT in Class 5 - Rn. 2,533,193#page1.tif			

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**ASSIGNMENT OF TRADEMARK**

This ASSIGNMENT is made by and between RS Fit Holdings LLC, a Delaware limited liability company, having its principal place of business at 12647 Alcosta Boulevard, Suite 500, San Ramon, California 94583 ("Assignor") and Lions Gate Entertainment Inc., a Delaware corporation, having its principal place of business at 2700 Colorado Avenue, Santa Monica, California 90404 ("Assignee").

WHEREAS, Assignor represents and warrants that it owns all rights, title, and interest in and to the trademark, and the U.S. registration thereof identified below (hereinafter the "Mark" and "Registration"), along with the goodwill of the business appurtenant to said Mark and Registration:


Trademark	Class	Registration No.	Date of First Use	Registration Date
BFIT	5	2,533,193	11/10/96	1/29/02

WHEREAS, Assignor has agreed to assign all right, title, and interest in the Mark and Registration to Assignee, including the goodwill associated with the Mark and any and all claims, demands, and causes of action for infringement of the Mark, past, present, and future, and all of the proceeds from the foregoing;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns to Assignee all right, title, and interest in the United States and in any other country in the world in and to the Mark and Registration, along with the goodwill of the business symbolized by the Mark, together with any and all claims, demands, and causes of action for infringement of the Mark, past, present, and future, and all of the proceeds from the foregoing. Assignor also assigns any other registrations of, or applications to register, the BFIT mark for goods in International Class 5 in any country or territory of the world. Assignor also authorizes Assignee to record this Assignment in the United States Patent & Trademark Office and in similar government offices throughout the world.

Signed at San Ramon, California, this 16th day of November, 2015.

RS FIT HOLDINGS LLC

  
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 Frank J. Napolitano  
 President