

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM367776

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Golub Capital LLC (as successor in interest to Golub Capital Incorporated), as Administrative Agent		12/31/2015	LIMITED LIABILITY COMPANY: NEW YORK
RECEIVING PARTY DATA			
Name:	Octane Fitness, LLC		
Street Address:	7601 Northland Avenue, Suite #100		
City:	Brooklyn Park		
State/Country:	MINNESOTA		
Postal Code:	55428		
Entity Type:	LIMITED LIABILITY COMPANY: MINNESOTA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2796083	OCTANE FITNESS	
Registration Number:	2961333	SMARTSTRIDE	
CORRESPONDENCE DATA			
Fax Number:	2127358708		
<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>			
Phone:	(212) 735-8741		
Email:	msegui@morrisoncohen.com		
Correspondent Name:	Joshua Saidlower		
Address Line 1:	909 Third Avenue, 27th Ave.		
Address Line 2:	c/o Morrison Cohen LLP		
Address Line 4:	New York, NEW YORK 10022		
ATTORNEY DOCKET NUMBER:	017987-0012(JSAIDLOWER)		
NAME OF SUBMITTER:	Joshua Saidlower		
SIGNATURE:	/Joshua Saidlower/		
DATE SIGNED:	01/04/2016		
Total Attachments: 3			

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TERMINATION OF SECURITY INTEREST IN TRADEMARKS
UNDER THE TRADEMARK SECURITY AGREEMENT

This TERMINATION OF SECURITY INTEREST IN TRADEMARKS is dated as of December 31, 2015, by GOLUB CAPITAL LLC (as successor in interest to Golub Capital Incorporated) as the Administrative Agent for the Lenders (together with its successors and assigns, the “Administrative Agent”). All terms capitalized but not otherwise defined herein shall have the same meanings as in the Security Agreement (as such term is defined in the Trademark Agreement as defined below).

WITNESSETH:

WHEREAS, pursuant to that certain Trademark Security Agreement, dated as of March 14, 2007 by and among Octane Fitness, LLC (the “Borrower”), OF Holdings, Inc. and Administrative Agent, recorded with the Assignment Division of the United States Patent and Trademark Office on March 15, 2007 at Reel 003501, Frame 0205 (the “Trademark Agreement”), each Grantor granted a security interest to the Administrative Agent in certain Trademark Collateral (as defined in the Trademark Agreement), including the Trademarks set forth on Exhibit A hereto; and

WHEREAS, the Borrower has requested and the Administrative Agent has agreed to provide a document suitable for recording in the United States Patent and Trademark Office evidencing and effecting the release, relinquishment and discharge of its security interest in the Trademark Collateral (the “Released Collateral”);

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the Administrative Agent does hereby, in each case, without recourse, representation or warranty of any kind whatsoever, (a) terminate the liens and security interest created under the Trademark Agreement in the Released Collateral, (b) release its security interest in the Released Collateral, and (c) discharge any and all rights, title and interest it has in and the security interest granted to the Administrative Agent in the Released Collateral.

[Signature page follows]

IN WITNESS WHEREOF, the undersigned has executed this Termination of Security Interest in Trademarks by its duly authorized officer as of the date first written above.

ADMINISTRATIVE AGENT:

GOLUB CAPITAL LLC (as successor in interest to
Golub Capital Incorporated)

By: 
Name: Marc C. Robinson
Title: Managing Director

EXHIBIT A

Trademarks

Owner	Mark	App. or Reg. Number	App. or Reg. Date
Octane Fitness, LLC	Octane Fitness	2,796,083	12/16/2003
Octane Fitness, LLC	Smartstride	2,961,333	6/7/2005