

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM368992

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Security Agreement		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
GYM-MARK, INC.		11/30/2015	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Credit Suisse AG, Cayman Islands Branch, as Collateral Agent		
Street Address:	Eleven Madison Avenue		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10010		
Entity Type:	Bank: SWITZERLAND		
PROPERTY NUMBERS Total: 7			
Property Type	Number	Word Mark	
Serial Number:	86739680	ONE BIG HAPPY	
Serial Number:	86781194	GYMGO	
Serial Number:	86781202	GYMGO	
Serial Number:	86781208	GYMGO	
Serial Number:	86781212	GYMGO	
Serial Number:	86781218		
Serial Number:	86781223		
CORRESPONDENCE DATA			
Fax Number:	8004947512		
<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:	2023704750		
Email:	ipteam@nationalcorp.com		
Correspondent Name:	Darlena Bari Stark		
Address Line 1:	1025 Vermont Ave NW, Suite 1130		
Address Line 2:	National Corporate Research, Ltd.		
Address Line 4:	Washington, D.C. 20005		
ATTORNEY DOCKET NUMBER:	F160677		
NAME OF SUBMITTER:	Karen S. Cottrell		
SIGNATURE:	/Karen S. Cottrell/		

OP \$190.00 86739680

DATE SIGNED:	01/13/2016
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Total Attachments: 4

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GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS

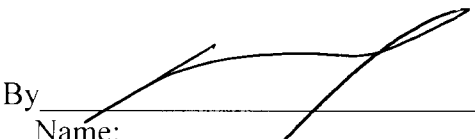
FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, Gym-Mark, Inc., a California corporation (the "Grantor") with principal offices at 500 Howard Street, San Francisco, CA 94105, hereby grants to CREDIT SUISSE AG, CAYMAN ISLANDS BRANCH, as Collateral Agent, with principal offices at Eleven Madison Avenue, New York, NY 10010 (the "Grantee"), a continuing security interest in (i) all of the Grantor's right, title and interest in, to and under the United States trademarks, trademark registrations and trademark applications (collectively, the "Marks") set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising on, prior to or after the date hereof for infringement, or dilution of, or other injury to, any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the payment or performance, as the case may be, in full of the Secured Obligations, as such term is defined in the Security Agreement among the Grantor, the other assignors from time to time party thereto and the Grantee, dated as of November 23, 2010 (as amended, modified, restated and/or supplemented from time to time, the "Security Agreement").

This Grant has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the
30th day of November, 2015.

GYM-MARK, INC., Grantor

By 
Name: _____
Title: **Mark Breitbard**
Chief Executive Officer

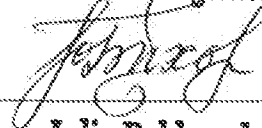
CREDIT SUISSE AG, CAYMAN ISLANDS
BRANCH as Collateral Agent and Grantee

By _____
Name: _____
Title: _____





By _____
Name: _____
Title: _____

CREDIT SUISSE AG, CAYMAN ISLANDS
BRANCH as Collateral Agent and Grantee

By 
Name: **Didier Siffer**
Title: **Authorized Signatory**

By 
Name: **Julia Bykhovskaia**
Title: **Authorized Signatory**

Schedule A

MARK	SERIAL NO.	FILING DATE
ONE BIG HAPPY	86/739,680	8/27/2015
GYMGO	86/781,194	10/7/2015
GYMGO	86/781,202	10/7/2015
GYMGO & Dots Design 	86/781,208	10/7/2015
GYMGO & Dots Design 	86/781,212	10/7/2015
Dots Design 	86/781,218	10/7/2015
Dots Design 	86/781,223	10/7/2015