

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM397236

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Ventas Healthcare Properties, Inc.		08/31/2016	Corporation:
RECEIVING PARTY DATA			
Name:	Bay Club Holdings III, LLC		
Street Address:	One Lombard Street		
City:	San Francisco		
State/Country:	CALIFORNIA		
Postal Code:	94111		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 8			
Property Type	Number	Word Mark	
Registration Number:	2474732	PACIFIC ATHLETIC CLUB	
Registration Number:	4200980	PACIFIC ATHLETIC CLUB	
Registration Number:	3899033		
Registration Number:	4200864	DECATHLON CLUB	
Serial Number:	85754548	BAY CLUB	
Serial Number:	85762822	PACIFIC SPORTS RESORT	
Serial Number:	85762701	WESTERN ATHLETIC CLUBS	
Serial Number:	85762753		
CORRESPONDENCE DATA			
Fax Number:	3032231096		
<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:	3032231296		
Email:	khigginbotham@bhfs.com		
Correspondent Name:	Kacey L. Higginbotham		
Address Line 1:	410 Seventeenth Street		
Address Line 2:	Suite 2200		
Address Line 4:	Denver, COLORADO 80202		
ATTORNEY DOCKET NUMBER:	012059.0051		

CH \$215.00 2474732

NAME OF SUBMITTER:	Kacey L. Higginbotham
SIGNATURE:	/kaceylhigginbotham/
DATE SIGNED:	09/01/2016
Total Attachments: 4 source=Ventas - Bay Club - Termination of Security Interest in Trademarks#page1.tif source=Ventas - Bay Club - Termination of Security Interest in Trademarks#page2.tif source=Ventas - Bay Club - Termination of Security Interest in Trademarks#page3.tif source=Ventas - Bay Club - Termination of Security Interest in Trademarks#page4.tif	

NOTICE OF RELEASE OF SECURITY INTEREST IN TRADEMARKS

Dated as of August 31, 2016

United States Patent and Trademark Office

Ladies and Gentlemen:

The lien and security interest evidenced by that certain Trademark Security Agreement, dated December 21, 2012, by and between BAY CLUB HOLDINGS III, LLC, formerly known as W.A. Holding Company, LLC, having its chief executive office at One Lombard Street, San Francisco, California 94111 (the "Grantor"), and VENTAS HEALTHCARE PROPERTIES, INC., as administrative agent for the benefit of certain lenders and other secured parties (the "Agent"), having an address at c/o Ventas, Inc., 353 North Clark Street, Suite 3300, Chicago, Illinois 60654, which was duly recorded on December 21, 2012, at Reel 4926, Frame 0966 in the United States Patent and Trademark Office, and any other right, title or interest granted to the Agent in the trademarks set forth on Schedule 1 attached hereto is hereby terminated, cancelled and released, without representation or warranty, and the Agent hereby re-assigns to the Grantor any right, title or interest it may have in or to any of the trademarks set forth on Schedule 1.

[Signature pages follow.]

AGENT:

c/o Ventas, Inc.
353 North Clark Street, Suite 3300
Chicago, Illinois 60654

Acknowledged and accepted:

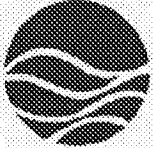
VENTAS HEALTHCARE PROPERTIES, INC.,
a Delaware corporation, as Administrative Agent

By: 
Name: **MICHAEL A. SMITH**
Title: Authorized Signatory


SCHEDULE 1

TRADEMARKS

U.S. Trademark Registrations

<u>Registered Owner</u>	<u>Registration No.</u>	<u>Registration Date</u>	<u>Mark</u>
W.A. Holding Company, LLC	2474732	August 7, 2001	PACIFIC ATHLETIC CLUB
W.A. Holding Company, LLC	4200980	September 4, 2012	PACIFIC ATHLETIC CLUB
W.A. Holding Company, LLC	3899033	January 4, 2011	
W.A. Holding Company, LLC	4200864	September 4, 2012	DECATHLON CLUB

U.S. Trademark Applications

<u>Owner</u>	<u>Serial No.</u>	<u>Filing Date</u>	<u>Mark</u>
W.A. Holding Company, LLC	85/754,548	October 15, 2012	BAY CLUB
W.A. Holding Company, LLC	85/762,822	October 24, 2012	PACIFIC SPORTS RESORT
W.A. Holding Company, LLC	85/762,701	October 24, 2012	WESTERN ATHLETIC CLUBS
W.A. Holding Company, LLC	85/762,753	October 24, 2012	

Common Law Trademarks

None.

Trademark Licenses

- I. Trademark Licensing Agreement, dated as of January 1, 2010, by and between Western Athletic Clubs, LLC and CardFact XXXV, Inc.