

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM424216

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Tennis Corporation of America		04/17/2017	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Midtown Athletic Clubs, LLC		
Street Address:	3611 N. Kedzie Avenue		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60618		
Entity Type:	Limited Liability Company: ILLINOIS		
PROPERTY NUMBERS Total: 28			
Property Type	Number	Word Mark	
Registration Number:	4400933		
Registration Number:	3453188	JDP JUNIOR DEVELOPMENT PATHWAY	
Registration Number:	3092097	LIFE IS SHORT. LEARN TO PLAY. FAST.	
Registration Number:	1288301	MATINEE TENNIS	
Registration Number:	3107346	MIDTOWN ATHLETIC CLUB	
Registration Number:	3052374	MID-TOWN ATHLETIC CLUB	
Registration Number:	3369813	MIDTOWN CLUB	
Registration Number:	3237819	MIDTOWN TENNIS CLUB	
Registration Number:	0968885	MID-TOWN TENNIS CLUB	
Registration Number:	3455532	SPORTCARE	
Registration Number:	3438074	SPORTCARE	
Registration Number:	3442675	SPORTCARE	
Registration Number:	1963777	OAK PARK ATHLETIC CLUB	
Registration Number:	1971413	RACQUETBALL NOW	
Registration Number:	4194677	S SPORTS CARE	
Registration Number:	4344413	SPORTS CARE	
Registration Number:	1685714	SPORTSCARE	
Registration Number:	1677913	SPORTSCARE	
Registration Number:	1744777	TCA	

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Property Type	Number	Word Mark
Registration Number:	3147271	TCA CLUBS
Registration Number:	4921823	TENNIS CORPORATION OF AMERICA
Registration Number:	4302503	TENNIS EXPLORERS
Registration Number:	4302504	TENNIS EXPLORERS MIDTOWN
Registration Number:	1053094	TENNIS IN NO TIME
Registration Number:	1037123	TENNIS TURF
Registration Number:	1986515	TENNISCHOOLS
Registration Number:	3131623	THE SPORTING CLUB AT WINDY HILL
Registration Number:	1384733	TNT

CORRESPONDENCE DATA

Fax Number: 3129847700

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.

Phone: 312.372.2000

Email: ipdocketmwe@mwe.com, jgargano@mwe.com, zmillier@mwe.com, cvicino@mwe.com

Correspondent Name: Carolyn M Vicino

Address Line 1: McDermott Will & Emery LLP

Address Line 2: 444 West Lake Street, Suite 4000

Address Line 4: Chicago, ILLINOIS 60606-0029

NAME OF SUBMITTER:	Carolyn M. Vicino
SIGNATURE:	/Carolyn M. Vicino/
DATE SIGNED:	04/19/2017

Total Attachments: 2

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TRADEMARK ASSIGNMENT

This TRADEMARK ASSIGNMENT ("Trademark Assignment") is effective as of April 17, 2017, (the "Effective Date"), by and between Tennis Corporation of America, a Delaware corporation located at 3611 N. Kedzie Avenue Chicago, Illinois 60618 USA (the "Assignor"), and Midtown Athletic Clubs, LLC, an Illinois limited liability company, having an address of 3611 N. Kedzie Avenue, Chicago, Illinois 60618 USA (the "Assignee"). In this Assignment, the Assignor and Assignee are sometimes each referred to as a "party" and collectively as the "parties".

The Assignor desires to assign all of its right, title and interest in and to U.S. and foreign Trademark Applications and Registrations listed in the attached Schedule A ("the Trademarks"), and the Assignee desires to acquire those rights in the Trademarks.

Accordingly, in consideration of these covenants and agreements and for ten dollars and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged by the parties, the parties agree as follows:

1. The Assignor hereby sells, assigns, transfers, conveys and delivers to the Assignee, its successors and assigns all right, title and interest, in and to the Trademarks, together with the portion of Assignor's business to which the Trademarks pertain and the goodwill of the business associated with the Trademarks including all common law rights therein, free and clear of all liens, including: (a) any renewals of the resulting registration, and any common law rights in all countries throughout the world, for the Assignee's own use and enjoyment, and for the use and enjoyment of the Assignee's successors, assigns or other legal representatives; (b) all causes of action for any and all previously occurring infringement of the rights in the Trademarks, and the right to receive and retain the proceeds relating to those infringements; (c) the right to assign or license the Trademarks; (d) all income, proceeds, royalties, license fees, and other payments now or hereafter derived from exploitation of the Trademarks; (e) all rights to claims, causes of action or remedies related to the Trademarks, and all causes of action previously accrued in Assignor's favor for past, present, and future infringement of the Trademarks; and (f) the right to sue for all damages, including past and future damages, and collect the same for its own use and enjoyment, and for the use and enjoyment of its successors, assigns or other legal representatives.

2. The Assignor requests that the Commissioner for Trademarks of the United States Patent and Trademark Office (the "Commissioner"), as well as any counterparts at the corresponding entities or agencies in any country or jurisdiction that may exercise authority over these Trademarks, record this Trademark Assignment. The Assignor further requests that the Commissioner and any non-US counterparts issue any and all renewals and registrations resulting from these Trademarks or related trademarks to the Assignee.

3. This Trademark Assignment shall be binding upon, and shall inure to the benefit of the parties to this Agreement and their respective successors and assigns.

The Assignor and the Assignee have caused this Trademark Assignment to be executed as of the Effective Date above.

Tennis Corporation of America

By: _____
Name: Steven L. Schwartz
Title: President & CEO of
Tennis Corporation of America

Midtown Athletic Clubs, LLC

By: _____
Name: Steven L. Schwartz
Title: President & CEO of
Tennis Corporation of America

Schedule A
"the Trademarks"

U.S. Trademarks

Trademark	Registration No.	Registration Date	Country
DRAGON DESIGN	4400933	Sep-10-2013	United States of America
JDP JUNIOR DEVELOPMENT PATHWAY	3453188	Jun-24-2008	United States of America
LIFE IS SHORT. LEARN TO PLAY. FAST.	3092097	May-16-2006	United States of America
MATINEE TENNIS	1288301	Jul-31-1984	United States of America
MIDTOWN ATHLETIC CLUB	3107346	Jun-20-2006	United States of America
MID-TOWN ATHLETIC CLUB	3052374	Jan-31-2006	United States of America
MIDTOWN CLUB	3369813	Jan-15-2008	United States of America
MIDTOWN TENNIS CLUB	3237819	May-01-2007	United States of America
MID-TOWN TENNIS CLUB AND DESIGN	968885	Sep-18-1973	United States of America
MISCELLANEOUS DESIGN (SPORTCARE)	3455532	Jun-24-2008	United States of America
MISCELLANEOUS DESIGN (SPORTCARE)	3438074	May-27-2008	United States of America
MISCELLANEOUS DESIGN (SPORTCARE)	3442675	Jun-03-2008	United States of America
OAK PARK ATHLETIC CLUB and DESIGN	1963777	Mar-26-1996	United States of America
RACQUETBALL NOW	1971413	Apr-30-1996	United States of America
S SPORTS CARE (Stylized and/or with Design)	4194677	Aug-21-2012	United States of America
SPORTS CARE (Stylized)	4344413	May-28-2013	United States of America
SPORTSCARE (and Design)	1685714	May-05-1992	United States of America
SPORTSCARE and Design	1677913	Mar-03-1992	United States of America
TCA	1744777	Jan-05-1993	United States of America
TCA CLUBS	3147271	Sep-26-2006	United States of America
TENNIS CORPORATION OF AMERICA	4921823	Mar-22-2016	United States of America
TENNIS EXPLORERS	4302503	Mar-12-2013	United States of America
TENNIS EXPLORERS MIDTOWN (AND DESIGN)	4302504	Mar-12-2013	United States of America
TENNIS IN NO TIME	1053094	Nov-16-1976	United States of America
TENNIS TURF	1037123	Mar-30-1976	United States of America
TENNISCHOOLS & DESIGN	1986515	Jul-16-1996	United States of America
THE SPORTING CLUB AT WINDY HILL	3131623	Aug-22-2006	United States of America
TNT	1384733	Feb-25-1986	United States of America

Foreign Trademarks

Trademark	Registration No. (Application No.)	Registration Date (Application Date)	Country
LIFE IS SHORT. LEARN TO PLAY. FAST.	1084076	Mar-06-2006	Australia
MIDTOWN ATHLETIC CLUB	1084078	Jul-26-2006	Australia
MIDTOWN TENNIS CLUB	1084077	Mar-06-2006	Australia
JDP JUNIOR DEVELOPMENT PATHWAY	TMA726712	Oct-23-2008	Canada
LIFE IS SHORT. LEARN TO PLAY. FAST.	TMA725880	Oct-10-2008	Canada
MIDTOWN ATHLETIC CLUB	TMA725917	Oct-10-2008	Canada
MIDTOWN CLUB ATHLETIQUE	TMA705048	Jan-18-2008	Canada
TCA	TMA470304	Jan-31-1997	Canada
TENNIS IN NO TIME	TMA450340	Nov-17-1995	Canada
TENNISCHOOLS & DESIGN	TMA483830	Oct-09-1997	Canada
TNT	(1790066)	(Jun-27-2016)	Canada