

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM479700

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Rock Fit LLC		06/27/2018	Limited Liability Company: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	U.S. Bank National Association, as Administrative Agent		
<b>Street Address:</b>	970 W. 190th Street		
<b>Internal Address:</b>	Suite #222		
<b>City:</b>	Torrance		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	90502		
<b>Entity Type:</b>	National Banking Association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 30</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	5091188	MARIKA	
<b>Registration Number:</b>	5418858	CHILL·TEK	
<b>Registration Number:</b>	5433792	STRETCHONX	
<b>Registration Number:</b>	4833025	BALANCE COLLECTION	
<b>Registration Number:</b>	5317396	BALANCE COLLECTION	
<b>Registration Number:</b>	4768993	MARIKA	
<b>Registration Number:</b>	4819048	MARIKA CURVES	
<b>Registration Number:</b>	4924935	A	
<b>Registration Number:</b>	4832157		
<b>Registration Number:</b>	4841671	DEFINE YOUR FIT	
<b>Registration Number:</b>	4768994	THE BALANCE COLLECTION BY MARIKA	
<b>Registration Number:</b>	4768995	WEEKEND BY MARIKA	
<b>Registration Number:</b>	4381867	SHAPE-TEK	
<b>Registration Number:</b>	3935205	MARIKA	
<b>Registration Number:</b>	3514366	BALLY TOTAL FITNESS	
<b>Registration Number:</b>	3841509	BALLY TOTAL FITNESS	
<b>Registration Number:</b>	3428612	B BALLY TOTAL FITNESS	
<b>Registration Number:</b>	3357794	B	
<b>TRADEMARK</b>			

CH \$765.00 5091188

Property Type	Number	Word Mark
Registration Number:	3016107	MARIKA
Registration Number:	2986172	
Registration Number:	2917971	BALLY TOTAL FITNESS
Registration Number:	2751802	B BALLY TOTAL FITNESS
Registration Number:	2998838	MARIKA.COM
Registration Number:	2416928	B BALLY TOTAL FITNESS
Registration Number:	2378205	WEEKEND BY MARIKA
Registration Number:	2366639	DRY-WIK
Registration Number:	2168352	B
Registration Number:	2783443	BALLY TOTAL FITNESS
Registration Number:	1564698	AERODYNAMICS
Registration Number:	1552033	ELASTA-TIGHT

#### CORRESPONDENCE DATA

**Fax Number:** 2149813400

*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:** 214-981-3483

**Email:** dclark@sidley.com

**Correspondent Name:** Dusan Clark, Esq.

**Address Line 1:** Sidley Austin LLP

**Address Line 2:** 2021 McKinney Ave., Suite 2000

**Address Line 4:** Dallas, TEXAS 75201

**ATTORNEY DOCKET NUMBER:** 40106-31420

**NAME OF SUBMITTER:** Dusan Clark

**SIGNATURE:** /Dusan Clark/

**DATE SIGNED:** 06/27/2018

#### Total Attachments: 11

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**CONFIRMATORY GRANT OF SECURITY INTEREST  
IN UNITED STATES TRADEMARKS**

THIS CONFIRMATORY GRANT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS (as the same may be amended, restated, supplemented or otherwise modified from time to time, the "Confirmatory Grant") is made effective as of June 27, 2018 by and from ROCK FIT LLC, a Delaware limited liability company (the "Grantor") to and in favor of U.S. BANK NATIONAL ASSOCIATION, for itself and as Administrative Agent for the Holders of Secured Obligations (as defined in the Security Agreement referenced below) (in such capacity, "Grantee").

WHEREAS, FAM, LLC (the "Borrower"), the Lenders and the Grantee have entered into a Credit Agreement dated as of the date hereof (as amended, restated, supplemented or otherwise modified from time to time, the "Credit Agreement").

WHEREAS, the Grantor and certain other Subsidiaries of the Borrower, have guaranteed the repayment of the Secured Obligations pursuant to the Guaranty dated as of the date hereof (as amended, restated, supplemented or otherwise modified from time to time).

WHEREAS, the Borrower, the Grantor and certain other Subsidiaries of the Borrower have entered into a Security Agreement with the Grantee dated as of the date hereof (as may be amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement").

WHEREAS, the Grantor owns the trademarks as listed on Exhibit A attached hereto (the "Trademarks"), which Trademarks are pending or registered with the United States Patent and Trademark Office.

WHEREAS, this Confirmatory Grant has been granted in conjunction with the security interest granted under the Security Agreement to the Grantee for the benefit of the Holders of Secured Obligations. The rights and remedies of the Grantee with respect to the security interest granted herein are without prejudice to and are in addition to those set forth in the Security Agreement and the other Loan Documents, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Confirmatory Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

NOW, THEREFORE, in consideration of the mutual covenants and agreements set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, it is hereby agreed that:

1) Definitions. All capitalized terms not defined herein shall have the respective meaning given to them in the Credit Agreement.

2) The Security Interest.

(a) This Confirmatory Grant is made to secure the satisfactory performance and payment of all the Secured Obligations. Upon the payment in full of all Secured Obligations (other than Unliquidated Obligations as defined in the Security Agreement), the Grantee shall promptly, upon such satisfaction, execute, acknowledge, and deliver to the Grantor all reasonably requested instruments in writing releasing the security interest in the Trademarks acquired under the Security Agreement and this Confirmatory Grant.

(b) The Grantor hereby grants to the Grantee a security interest in (1) all of the Grantor's right, title and interest in and to the Trademarks now owned or from time to time after the date hereof owned or acquired by the Grantor, together with (2) all proceeds of such Trademarks, (3) the goodwill associated with such Trademarks and (4) all causes of action arising prior to or after the date hereof for infringement of such Trademarks or unfair competition regarding the same.

3) Counterparts. This Confirmatory Grant may be executed in any number of counterparts and by different parties in separate counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement. Signature pages may be detached from multiple separate counterparts and attached to a single counterpart.

4) Governing Law. This Confirmatory Grant and the rights and obligations of the parties hereto shall be governed by, and construed and interpreted in accordance with, the law of the State of California.

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IN WITNESS WHEREOF, the Grantor has executed this Confirmatory Grant effective as of the date first written above.

ROCK FIT LLC

By:   
Name: Frank Zarabi  
Title: Chief Executive Officer

CONFIRMATORY GRANT OF SECURITY INTEREST  
IN UNITED STATES TRADEMARKS

Exhibit A - SCHEDULE OF TRADEMARKS

Mark	Goods and Services	Application Number	Registration Date	Owner Name
MARIKA	35 INT. CL. 35 ON-LINE RETAIL STORE SERVICES IN THE FIELDS OF ATHLETIC APPAREL, EXERCISE APPAREL, HEADWEAR, GLOVES, SCARVES, HOSEIERY, BELTS, SHOES, CLOTHING, EXERCISE EQUIPMENT, SPORTING EQUIPMENT, YOGA BAGS, GENERAL MERCHANDISE; RETAIL STORE SERVICES IN THE FIELDS OF ATHLETIC APPAREL, EXERCISE APPAREL, HEADWEAR, GLOVES, SCARVES, HOSEIERY, BELTS, SHOES, CLOTHING, EXERCISE EQUIPMENT; SPORTING EQUIPMENT; YOGA BAGS; GENERAL MERCHANDISE	87032524 11-MAY-2016	5091188 29-NOV-2016	ROCK FIT LLC
CHILL.TEK	25 INT. CL. 25 BLOUSES; DRESSES; BRA TOPS; TANK TOPS; SHIRTS; T-SHIRTS; SHORT SLEEVE SHIRTS; LONG SLEEVE SHIRTS; SWEAT SHIRTS; SWEATERS; BLAZERS; COATS; HOODIES; JACKETS; JEANS; PANTS; SWEAT PANTS; YOGA PANTS; SHORTS; SKIRTS; SKORTS; SWEAT SHORTS; LEGGINGS; BRAS; BUSTIERS; LEOTARDS; LINGERIE; HOSEIERY; NYLONS; PAJAMAS; PANTIES; ROBES; UNDERGARMENTS; UNDERWEAR; SARONGS; SWIMSUITS; SWIM WEAR; FOOTWEAR; SHOES; SOCKS; GLOVES; HEADWEAR; HEADGEAR; NAMELY, HATS, CAPS AND HEADBANDS	87008626 21-APR-2016	5418858 06-MAR-2018	ROCK FIT LLC
STRETCHONX	25 INT. CL. 25 WOMENS, MENS AND KIDS' APPAREL AND ACCESSORIES, NAMELY, BRAS, BRA TOPS, BOTTOMS, HEADBANDS, HEADWEAR, JACKETS, JOGGING SUITS, LEOTARDS, PANTS, SHAPE WEAR, SHORTS, SKIRTS, SWEAT PANTS, SWEAT SHIRTS, SWEAT SHORTS, SWEAT SUITS, TANK TOPS, TOPS; YOGA CLOTHING, NAMELY, SHIRTS, PANTS, LEGGINGS, SKIRTS, SHORTS, TANK TOPS, JACKETS, SWEATERS, SWEATSHIRTS, SPORTS BRAS; AND ACTIVE WEAR, NAMELY, SHIRTS,	86716059 05-AUG-2015	5433792 27-MAR-2018	ROCK FIT LLC

	PANTS, LEGGINGS, SKIRTS, SHORTS, TANK TOPS, JACKETS, SWEATERS, SWEATSHIRTS, SPORTS BRAS			
BALANCE COLLECTION	<p>25</p> <p>INT. CL. 25 WOMENS, MENS AND CHILDRENS CLOTHING, NAMELY, EXERCISE WEAR, NAMELY, TANK TOPS, TEE SHIRTS, BRA TOPS, WARM-UP SUITS, SWEAT PANTS, SWEAT SHIRTS, PANTS, BIKE SHORTS, DENIM SHORTS, CAPRI TIGHTS, FOOTLESS TIGHTS, BIKE TIGHTS, YOGA WEAR, NAMELY, CAMISOLES, TANK TOPS, YOGA PANTS, CROP PANTS, SHORTS, INTIMATE APPAREL, NAMELY, TANK TOPS, BOY AND BOXER SHORTS, PANTS, T-SHIRTS, CROP PANTS AND CAMISOLES, ACCESSORIES, NAMELY, HATS, HEAD BANDS, SWEAT BANDS, WRIST BANDS, BANDEAU TOPS, MOISTURE-WICKING SPORTS BRAS, MOISTURE-WICKING SPORTS PANTS, MOISTURE-WICKING SPORTS SHIRTS, SPORT STOCKINGS, SWEAT SHORTS, WOMENS ATHLETIC TOPS WITH BUILT-IN BRAS, SPORTS BRAS</p>	86335199	4833025	ROCK FIT LLC
		11-JUL-2014	13-OCT-2015	
BALANCE COLLECTION	<p>28</p> <p>INT. CL. 28 EXERCISE EQUIPMENT, NAMELY, BALANCE BALLS, RESISTANCE BANDS, FOAM ROLLERS, EXERCISE TENSION BANDS, EXERCISE WEIGHTS, FITNESS EQUIPMENT, NAMELY, STRAPS USED FOR YOGA AND OTHER FITNESS ACTIVITIES AND FOR CARRYING A YOGA MAT, JUMP ROPES, PERSONAL EXERCISE MATS, STRETCH BANDS USED FOR YOGA AND PHYSICAL FITNESS PURPOSES, YOGA BLOCKS, YOGA MATS</p>	86335207	5317396	ROCK FIT LLC
		11-JUL-2014	24-OCT-2017	
MARIKA	<p>28</p> <p>INT. CL. 28 BAGS SPECIALLY ADAPTED TO CARRY YOGA EQUIPMENT; BAR-BELLS; EXERCISE BALLS; EXERCISE BARS; EXERCISE EQUIPMENT, NAMELY, INFLATABLE BALLS; EXERCISE EQUIPMENT, NAMELY, SHOULDER STRETCHER USING A CABLE; EXERCISE EQUIPMENT, NAMELY, SHOULDER STRETCHER USING RESISTANCE CABLES; EXERCISE EQUIPMENT, NAMELY, STRAPS THAT ARE AFFIXED TO DOORS FOR PERFORMANCE OF VARIOUS EXERCISES USING BODY WEIGHT RESISTANCE; EXERCISE EQUIPMENT, NAMELY, BALANCE BALLS, RESISTANCE BANDS, FOAM ROLLERS, EXERCISE BARS, YOGA BRICKS, EXERCISE TENSION BANDS, YOGA MAT CARRYING CASES; EXERCISE WEIGHTS; FITNESS EQUIPMENT, NAMELY, STRAPS USED FOR YOGA AND OTHER FITNESS ACTIVITIES AND FOR CARRYING A YOGA MAT, JUMP ROPES, PERSONAL EXERCISE MATS, PHYSICAL FITNESS EQUIPMENT, NAMELY, BALANCE BALLS, RESISTANCE BANDS, FOAM ROLLERS, YOGA BRICKS, EXERCISE TENSION BANDS, YOGA MAT CARRYING CASES, EXERCISE WEIGHTS, STRETCH BANDS USED FOR</p>	85649767	4768993	ROCK FIT LLC
		12-JUN-2012	07-JUL-2015	

		YOGA AND PHYSICAL FITNESS PURPOSES; WEIGHT LIFTING BELTS; YOGA ACCESSORIES; NAMELY, YOGA BLOCKS; YOGA MATS			
MARIKA CURVES					
	25	INT. CL. 25 ATHLETIC PANTS; ATHLETIC SHIRTS; ATHLETIC SHORTS; ATHLETIC TOPS AND BOTTOMS FOR YOGA; CAMISOLES; CAPRI PANTS; CARGO PANTS; GYM PANTS; GYM SHORTS; HEAD SWEATBANDS; HEAD WEAR; HOODED SWEAT SHIRTS; JACKETS; JOGGING PANTS; LONG-SLEEVED SHIRTS; LOUNGE PANTS; PANTS; SHIRTS; SHORT-SLEEVED SHIRTS; SHORTS; SPORT SHIRTS; SPORTS BRAS; SPORTS JACKETS; SPORTS PANTS; SPORTS SHIRTS; SWEAT PANTS; SWEAT SHIRTS; SWEAT SHORTS; T-SHIRTS; TANK TOPS; TOPS; WOMEN'S CLOTHING; NAMELY, SHIRTS, DRESSES, SKIRTS, BLOUSES; YOGA PANTS; YOGA SHIRTS	86303104	4819048	ROCK FIT, LLC
	25	INT. CL. 25 ATHLETIC SHOES; BANDEAU TOPS; CAMISOLES; CAPRI PANTS; CROP PANTS; CYCLING SHORTS; GYM PANTS; GYM SHORTS; HATS; HEADBANDS; JACKETS; MOISTURE-WICKING SPORTS BRAS; MOISTURE-WICKING SPORTS PANTS; MOISTURE-WICKING SPORTS SHIRTS; PANTS; SHIRTS; SHOES; SPORT SHIRTS; SPORT STOCKINGS; SPORTS BRAS; SWEAT BANDS; SWEAT PANTS; SWEAT SHIRTS; SWEAT SHORTS; TANK TOPS; TEE SHIRTS; WARM-UP SUITS; WOMEN'S ATHLETIC TOPS WITH BUILT-IN BRAS; WRAPS; WRIST BANDS; YOGA PANTS; YOGA SHIRTS	85662057	4924935	ROCK FIT, LLC
	25-28	INT. CL. 25 ATHLETIC SHOES; BANDEAU TOPS; CAMISOLES; CAPRI PANTS; CROP PANTS; CYCLING SHORTS; GYM PANTS; GYM SHORTS; HATS; HEADBANDS; JACKETS; MOISTURE-WICKING SPORTS BRAS; MOISTURE-WICKING SPORTS PANTS; MOISTURE-WICKING SPORTS SHIRTS; PANTS; SHIRTS; SHOES; SPORT SHIRTS; SPORT STOCKINGS; SPORTS BRAS; SWEAT BANDS; SWEAT PANTS; SWEAT SHIRTS; SWEAT SHORTS; TANK TOPS; TEE SHIRTS; WARM-UP SUITS; WOMEN'S ATHLETIC TOPS WITH BUILT-IN BRAS; WRAPS; WRIST BANDS; YOGA PANTS; YOGA SHIRTS	85662108	4832157	ROCK FIT, LLC
	25-28	INT. CL. 28 BAGS SPECIALLY ADAPTED TO CARRY YOGA EQUIPMENT; BAR-BELLS; EXERCISE BALLS; EXERCISE EQUIPMENT, NAMELY, INFLATABLE BALLS; EXERCISE EQUIPMENT, NAMELY, SHOULDER STRETCHER USING A CABLE; EXERCISE EQUIPMENT, NAMELY, SHOULDER STRETCHER USING RESISTANCE CABLES; EXERCISE EQUIPMENT, NAMELY, STRAPS THAT ARE AFFIXED TO DOORS FOR PERFORMANCE OF VARIOUS EXERCISES USING BODY WEIGHT	26-JUN-2012	13-OCT-2015	



Design Only




A



	<p>RESISTANCE; EXERCISE EQUIPMENT, NAMELY, BALANCE BALLS, RESISTANCE BANDS, FOAM ROLLERS, EXERCISE BARS, YOGA BRICKS, EXERCISE TENSION BANDS; EXERCISE WEIGHTS; FITNESS EQUIPMENT, NAMELY, STRAPS USED FOR YOGA AND OTHER FITNESS ACTIVITIES AND FOR CARRYING A YOGA MAT; JUMP ROPES; PERSONAL EXERCISE MATS; PHYSICAL FITNESS EQUIPMENT, NAMELY, BALANCE BALLS, RESISTANCE BANDS, FOAM ROLLERS, YOGA BRICKS, EXERCISE TENSION BANDS, YOGA MAT CARRYING CASES, EXERCISE WEIGHTS; STRETCH BANDS USED FOR YOGA AND PHYSICAL FITNESS PURPOSES; YOGA ACCESSORIES; YOGA BLOCKS; YOGA MATS</p>			
<p>DEFINE YOUR FIT</p>	<p>25  INT. CL. 25 CAPRI PANTS; CROP PANTS; CYCLING SHORTS; GYM PANTS; GYM SHORTS; MOISTURE-WICKING SPORTS PANTS; PANTS; SWEAT PANTS; SWEAT SHORTS; YOGA PANTS</p>	<p>85657182  20-JUN-2012</p>	<p>4841671  27-OCT-2015</p>	<p>ROCK FIT, LLC</p>
<p>THE BALANCE COLLECTION BY  MARIKA</p>	<p>28  INT. CL. 28 BAGS SPECIALLY ADAPTED TO CARRY YOGA EQUIPMENT; BAR-BELLS; EXERCISE BALLS; EXERCISE BARS; EXERCISE EQUIPMENT, NAMELY, INFLATABLE BALLS; EXERCISE EQUIPMENT, NAMELY, SHOULDER STRETCHER USING A CABLE; EXERCISE EQUIPMENT, NAMELY, SHOULDER STRETCHER USING RESISTANCE CABLES; EXERCISE EQUIPMENT, NAMELY, STRAPS THAT ARE AFFIXED TO DOORS FOR PERFORMANCE OF VARIOUS EXERCISES USING BODY WEIGHT RESISTANCE; EXERCISE EQUIPMENT, NAMELY, BALANCE BALLS, RESISTANCE BANDS, FOAM ROLLERS, EXERCISE BARS, YOGA BRICKS, EXERCISE TENSION BANDS, YOGA MAT CARRYING CASES; EXERCISE WEIGHTS; FITNESS EQUIPMENT, NAMELY, STRAPS USED FOR YOGA AND OTHER FITNESS ACTIVITIES AND FOR CARRYING A YOGA MAT; JUMP ROPES; PERSONAL EXERCISE MATS; PHYSICAL FITNESS EQUIPMENT, NAMELY, BALANCE BALLS, RESISTANCE BANDS, FOAM ROLLERS, YOGA BRICKS, EXERCISE TENSION BANDS, YOGA MAT CARRYING CASES, EXERCISE WEIGHTS; STRETCH BANDS USED FOR YOGA AND PHYSICAL FITNESS PURPOSES; WEIGHT LIFTING BELTS; YOGA ACCESSORIES, NAMELY, YOGA BLOCKS; YOGA MATS</p>	<p>85649785  12-JUN-2012</p>	<p>4768994  07-JUL-2015</p>	<p>ROCK FIT, LLC</p>
<p>WEEKEND BY MARIKA</p>	<p>28  INT. CL. 28 BAGS SPECIALLY ADAPTED TO CARRY YOGA EQUIPMENT; BAR-BELLS; EXERCISE BALLS; EXERCISE BARS; EXERCISE EQUIPMENT, NAMELY, INFLATABLE BALLS; EXERCISE EQUIPMENT, NAMELY, SHOULDER STRETCHER USING A CABLE; EXERCISE EQUIPMENT, NAMELY, SHOULDER STRETCHER USING RESISTANCE CABLES; EXERCISE EQUIPMENT, NAMELY, STRAPS THAT ARE AFFIXED TO</p>	<p>85649797  12-JUN-2012</p>	<p>4768995  07-JUL-2015</p>	<p>ROCK FIT, LLC</p>

					DOORS FOR PERFORMANCE OF VARIOUS EXERCISES USING BODY WEIGHT RESISTANCE; EXERCISE EQUIPMENT; NAMELY, BALANCE BALLS, RESISTANCE BANDS, FOAM ROLLERS, EXERCISE BARS, YOGA BRICKS, EXERCISE TENSION BANDS, YOGA MAT CARRYING CASES; EXERCISE WEIGHTS; FITNESS EQUIPMENT; NAMELY, STRAPS USED FOR YOGA AND OTHER FITNESS ACTIVITIES AND FOR CARRYING A YOGA MAT; JUMP ROPES; MANUAL LEG EXERCISERS; MANUALLY-OPERATED EXERCISE EQUIPMENT; MANUALLY-OPERATED EXERCISE EQUIPMENT FOR PHYSICAL FITNESS PURPOSES; PERSONAL EXERCISE MATS; PHYSICAL FITNESS EQUIPMENT; NAMELY, BALANCE BALLS, RESISTANCE BANDS, FOAM ROLLERS, YOGA BRICKS, EXERCISE TENSION BANDS, YOGA MAT CARRYING CASES, EXERCISE WEIGHTS; STRETCH BANDS USED FOR YOGA AND PHYSICAL FITNESS PURPOSES; WEIGHT LIFTING BELTS; YOGA ACCESSORIES; NAMELY, YOGA MAT CARRYING APPARATUS COMPRISING A CENTRAL WINDING CORE AFFIXED TO REMOVABLE END CAPS; YOGA BLOCKS; YOGA MATS			
SHAPE-TEK	25	INT. CL. 25 WOMEN'S, MEN'S AND KIDS' EXERCISE WEAR, NAMELY, PANTS, SHORTS, T-SHIRTS, SWEAT PANTS AND SWEAT SHIRTS; YOGA CLOTHING, NAMELY, PANTS, SHORTS, TANK TOPS, T-SHIRTS; INTIMATE APPAREL, NAMELY, UNDERWEAR; BRAS; EXERCISE WEAR EMPLOYING SEAMLESS LOOK, NAMELY, BIKE TIGHTS, ANKLE TIGHTS, SKIRTS, TOPS, BRA TOPS, SHORTS, TEE-SHIRTS	85113747	4381867	23-AUG-2010	13-AUG-2013	ROCK FIT, LLC	
MARIKA	25	INT. CL. 25 [BIKE TIGHTS, ANKLE TIGHTS, ] SKIRTS, TOPS, BRA TOPS, SHORTS, TEE-SHIRTS], HATS AND HEADBANDS ]; WOMEN'S, MEN'S AND KIDS' EXERCISE WEAR, YOGA CLOTHING, ACCESSORIES, [INTIMATE APPAREL ] AND EXERCISE WEAR EMPLOYING SEAMLESS TECHNOLOGY, NAMELY, BELTS, [BLAZERS, ] BLOUSES, [BOOTS, ] BRAS, CAPS, COATS, DRESSES, [GLOVES, GOWNS, ] HALTER TOPS, HATS, [HEADBANDS, ] JACKETS, [JEANS, JOGGING SUITS, LEOTARDS, LINGERIE, MITTENS, PAJAMAS, ] PANTS, [PANTYHOSE, ROBES, ] SANDALS, [SARONGS, SCARVES, ] SHIRTS, SHOES, SHORTS, SKIRTS, [SLIPPERS, SNEAKERS, ] SOCKS, [STOCKINGS, SUITS, ] SWEAT PANTS, SWEAT SHIRTS, SWEAT SHORTS, [SWEAT SUITS, ] SWEATERS, SWIMSUITS, TANK TOPS], TIES, UNDERWEAR AND VESTS.]	77831686	3935205	22-SEP-2009	22-MAR-2011	ROCK FIT, LLC	
BALLY TOTAL FITNESS	18	INT. CL. 18 [KNAPSACKS, ] GYM BAGS [AND TOTE BAGS ] RELATED TO FITNESS, SPORTS OR ATHLETICS	78971712	3514366	11-SEP-2006	07-OCT-2008	ROCK FIT, LLC	

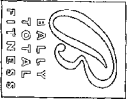
BALLY TOTAL FITNESS	<p>25</p> <p>INT. CL. 25 CLOTHING RELATED TO FITNESS, SPORTS OR ATHLETICS, NAMELY, MENS, WOMENS[ AND CHILDRENS POLO SHIRTS, ]PANTS, [VESTS,] SOCKS, SHORTS, SPORTS BRAS, TANK TOPS, SWEATPANTS, T-SHIRTS, SWEATSHIRTS, JACKETS, [HATS AND BANDANAS]</p>	78971793 11-SEP-2006	3841509 31-AUG-2010	ROCK FIT, LLC
BALLY TOTAL FITNESS	<p>28</p> <p>INT. CL. 28 EXERCISE EQUIPMENT, NAMELY, [ TORSO TIGHTENER MACHINES, ] EXERCISE WHEELS, YOGA MATS, PILATES BANDS, PILATES AND YOGA BALANCE WALKING BALLS, DOOR KNOB ROPE EXERCISERS, BODY EXERCISERS WITH DOOR ANCHORS, MASSAGE BALLS, [ TWIST BOARDS, ] JUMP ROPES, [ JUMP ROPES WITH CALORIE COUNTERS, ] MEDICINE BALLS, STRETCH BANDS, HAND GRIPS, STRETCH EXPANDERS, [ LIFTING STRAPS, ] ANKLEWRIST WEIGHTS, DUMBBELLS, SLIMMER BELTS, [ ROWING ACTION EXERCISERS, ] WORKOUT AND LIFTING GLOVES, THIGH TONERS, ABDOMINAL EXERCISERS, INFLATABLE EXERCISE BALLS AND WEIGHTED BALLS [ : WEIGHT LIFTING BELTS, NAMELY, MAGNETIC KNEE, HIP AND THIGH BELTS, MAGNETIC ANKLE, WRIST AND ELBOW BELTS, MAGNETIC WAIST BELTS ]</p>	78878029 05-MAY-2006	3428612 13-MAY-2008	ROCK FIT, LLC
B	<p>28</p> <p>INT. CL. 28 EXERCISE EQUIPMENT, NAMELY, [ TORSO TIGHTNER MACHINES, ] EXERCISE WHEELS, YOGA MATS, PILATES BANDS, PILATES AND YOGA BALANCE WALKING BALLS, [ DOOR KNOB ROPE EXERCISERS, BODY EXERCISERS WITH DOOR ANCHORS, ] MASSAGE BALLS, TWIST BOARDS, JUMP ROPES, [ JUMP ROPES WITH CALORIE COUNTERS, ] [ MEDICINE BALLS, ] STRETCH BANDS, HAND GRIPS, STRETCH EXPANDERS, [ LIFTING STRAPS, ] ANKLEWRIST WEIGHTS, [ DUMBBELLS, ] SLIMMER BELTS, [ ROWING ACTION EXERCISERS, ] [ WORKOUT AND LIFTING GLOVES, ] THIGH TONERS, [ ABDOMINAL EXERCISERS, ] INFLATABLE EXERCISE BALLS AND WEIGHTED BALLS, WEIGHT LIFTING BELTS, NAMELY, [ MAGNETIC KNEE, HIP AND THIGH BELTS, MAGNETIC ANKLE, WRIST AND ELBOW BELTS, MAGNETIC WAIST BELTS, ]</p>	78878014 05-MAY-2006	3357794 18-DEC-2007	ROCK FIT, LLC
<p>MARIKA</p> 	<p>25</p> <p>INT. CL. 25 WOMENS, MENS AND KIDS' EXERCISE WEAR, YOGA CLOTHING, ACCESSORIES, INTIMATE APPAREL, EXERCISE WEAR EMPLOYING SEAMLESS TECHNOLOGY, BIKE TIGHTS, ANKLE TIGHTS, SKIRTS, TOPS, BRA TOPS, SHORTS, TEE-SHIRTS, HATS AND HEADBANDS</p>	78231742 31-MAR-2003	3016107 15-NOV-2005	ROCK FIT, LLC

Design Only



	<p>25  <b>INT. CL. 25</b> WOMENS, MENS AND CHILDRENS CLOTHING, NAMELY, EXERCISE WEAR, NAMELY, TANK TOPS, TEE SHIRTS, BRA TOPS, CAMISOLES, [ ROMPERS, ] WARM-UP SUITS, SWEAT PANTS, SWEAT SHIRTS, PANTS, BIKE SHORTS, [ DEMI SHORTS, ] CAPRI TIGHTS, FOOTLESS TIGHTS, BIKE TIGHTS, YOGA WEAR, NAMELY, CAMISOLES, TANK TOPS, YOGA PANTS, CROP PANTS, SHORTS; [ INTIMATE APPAREL, NAMELY, TANK TOPS, BOY AND BOXER SHORTS, PANTS, T-SHIRTS, CROP PANTS AND CAMISOLES; ] ACCESSORIES, NAMELY, [ HATS, ] HEAD BANDS [ SWEAT BANDS, WRIST BANDS ]</p>	78231909	2986172	ROCK FIT, LLC
BALLY TOTAL FITNESS	<p>28  <b>INT. CL. 28</b> EXERCISE EQUIPMENT, NAMELY, [ STATIONARY UPRIGHT EXERCISE BICYCLES, STATIONARY RECLUMBENT EXERCISE BICYCLES, ] TREADMILLS [ AND ELLIPTICAL EXERCISE MACHINES ]</p>	78162591	2917971	ROCK FIT, LLC

BALLY TOTAL FITNESS	<p>28  <b>INT. CL. 28</b> EXERCISE EQUIPMENT, NAMELY, TORSO TIGHTNER MACHINES, EXERCISE WHEELS, YOGA MATS, PILATES BANDS, PILATES AND YOGA BALANCE WALKING BALLS, DOOR KNOB ROPE EXERCISERS, BODY EXERCISERS WITH DOOR ANCHORS, MASSAGE BALLS, TWIST BOARDS, JUMP ROPES, JUMP ROPES WITH CALORIE COUNTERS, MEDICINE BALLS, STRETCH BANDS, HAND GRIPS, STRETCH EXPANDERS, LIFTING STRAPS, ADJUSTABLE ANKLEWRIST WEIGHTS WITH REMOVABLE PLATES, DUMBBELLS, COMBO SINGLE WHEEL AND SLIMMER BELTS, ROWING ACTION EXERCISERS, WORKOUT AND LIFTING GLOVES, MAGNETIC KNEE, HIP AND THIGH BELTS, MAGNETIC ANKLE, WRIST AND ELBOW BELTS, MAGNETIC WAIST BELTS, AND BARBELL NECK PROTECTORS</p>	76240897	2751802	ROCK FIT, LLC
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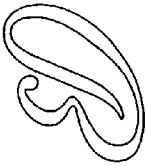


MARIKA.COM	<p>35, 41, 42  <b>INT. CL. 35</b> COMPUTERIZED ON-LINE RETAIL SERVICES IN THE FIELDS OF CLOTHING, SPORTS EQUIPMENT AND GENERAL MERCHANDISE  <b>INT. CL. 41</b> PROVIDING INFORMATION VIA WEBSITES ON GLOBAL COMPUTER NETWORKS IN THE FIELDS OF FITNESS AND EXERCISE INSTRUCTION, ENTERTAINMENT, RECREATION, AND SPORTS  <b>INT. CL. 42</b> PROVIDING INFORMATION VIA WEBSITES ON GLOBAL COMPUTER NETWORKS IN THE FIELDS OF FITNESS CONSULTATION, HEALTH, FASHION, AND CLOTHING</p>	78033562	2998838	ROCK FIT, LLC
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BALLY TOTAL FITNESS	<p>5  <b>INT. CL. 5</b> NUTRITIONAL SUPPLEMENTS AND VITAMINS; NUTRITIONAL DRINKS IN THE FORM OF LIQUID AND POWDERED DRINKS AND DRINK</p>	75660563	2416928	ROCK FIT, LLC
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	MIXES; NUTRITIONAL MEAL REPLACEMENT DRINKS AND MEAL REPLACEMENT DRINK MIXES			
WEEKEND BY MARIKA				
25	INT. CL. 25 WOMEN'S EXERCISE WEAR, DANCEWEAR AND SPORTSWEAR, NAMELY, BODYSUITS, CATSUITS, JUMPSUITS, LEOTARDS, UNITARDS, LEGGINGS, TIGHTS, HOSEYRY, LEG WARMERS, BIKE TIGHTS, ANKLE TIGHTS, DRESSES, SKIRTS, TOPS, BRA TOPS, SHORTS, TEE-SHIRTS, JACKETS, SWEAT PANTS, STIRRUP PANTS, SWEAT SHIRTS, SWEATERS, ROMPERS, CARDIGANS, BELTS, SWIMSUITS, HATS AND HEADBANDS	75979472 30-MAY-1997	2378205 15-AUG-2000	ROCK FIT, LLC
DRY-WIK				
24	INT. CL. 24 FABRIC USED IN THE MANUFACTURE OF CLOTHING	75267092 31-MAR-1997	2366639 11-JUL-2000	ROCK FIT, LLC
B				
5	INT. CL. 5 NUTRITIONAL SUPPLEMENTS AND VITAMINS	75169129 20-SEP-1996	2168352 23-JUN-1998	ROCK FIT, LLC
BALLY TOTAL FITNESS				
5	INT. CL. 5 NUTRITIONAL SUPPLEMENTS AND VITAMINS	75157797 29-AUG-1996	2783443 18-NOV-2003	ROCK FIT, LLC
AERODYNAMICS				
25	INT. CL. 25 SWIM SUITS, TRUNKS, TIGHTS, BRIEFS, SHORTS, STRETCH TOPS AND TEE-SHIRTS	73787307 17-MAR-1989	1564698 07-NOV-1989	ROCK FIT, LLC
ELASTA-TIGHT				
25	INT. CL. 25 TIGHTS	73753148 20-SEP-1988	1552033 15-AUG-1989	ROCK FIT, LLC



TRADEMARK

REEL: 006365 FRAME: 0713

RECORDED: 06/27/2018