

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM484374

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
PFIP, LLC		08/01/2018	Limited Liability Company: NEW HAMPSHIRE
RECEIVING PARTY DATA			
Name:	Planet Fitness Franchising LLC		
Street Address:	4 Liberty Lane West Floor 2		
City:	Hampton		
State/Country:	NEW HAMPSHIRE		
Postal Code:	03842		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 107			
Property Type	Number	Word Mark	
Registration Number:	4326666	AND WE'RE ROLLING OUT THE PURPLE CARPET!	
Registration Number:	3758325	BAGEL MORNING	
Registration Number:	5492962	BE FREE	
Registration Number:	3389028	BLACK	
Registration Number:	5399551	BLACK CARD	
Registration Number:	5221857	BLACK CARD SPA	
Registration Number:	4102005	BLAST FITNESS	
Registration Number:	4151635	BLAST FITNESS	
Registration Number:	4202543	BLAST FITNESS 30 MINUTE WORKOUT	
Registration Number:	4202535	BLAST FITNESS 30 MINUTE WORKOUT	
Registration Number:	4500175	BURN CALORIES, NOT CASH.	
Registration Number:	4031323	FREE FITNESS TRAINING, ABS. CARDIO. UPPE	
Registration Number:	4358140	GYMTIMIDATION	
Registration Number:	4015427	I LIFT THINGS UP AND PUT THEM DOWN	
Registration Number:	4488602	I PF	
Registration Number:	4031324	IT'S A GYM CLASS WITHOUT THE DODGEBALLS	
Registration Number:	4031327	IT'S GYM CLASS WITHOUT THE ANNOYING GUYW	
Registration Number:	4273237	IT'S WORKING OUT IN YOUR FAVOR.	
Registration Number:	4020552	JUDGEMENT FREE	
TRADEMARK			

CH \$2690.00 4326666

Property Type	Number	Word Mark
Registration Number:	4353472	JUDGEMENT FREE ZONE
Registration Number:	3979649	JUDGMENT FREE
Registration Number:	4202731	JUDGMENT FREE
Registration Number:	2377662	JUDGMENT FREE ZONE
Registration Number:	3584435	LEAVE EGOS HERE
Registration Number:	3546875	LEAVE EGOS HERE PLANET FITNESS
Registration Number:	4092402	LIFE IS BETTER PURPLE
Registration Number:	2693142	LUNK ALARM
Registration Number:	3840195	LUNK ALARM LUNK(LUNK) N. [SLANG] ONE WHO
Registration Number:	4315573	NADIE TE JUZGA
Registration Number:	4273264	NEW LOCATION! SAME PLANET!
Registration Number:	4104919	NO COMMITMENT! NO CATCHES! NO KIDDING!
Registration Number:	3665949	NO CRITICS
Registration Number:	2654980	NO CRITICS
Registration Number:	2370028	NO DUMBELLS ALLOWED PF GYMS
Registration Number:	4238048	NO EGOS
Registration Number:	3828818	NO EGOS
Registration Number:	4254468	NO GIMMICKS
Registration Number:	4358141	NO GYMTIMIDATION
Registration Number:	4484572	NO GYMTIMIDATION.
Registration Number:	4350275	NO HASSLES. NO BRAINER.
Registration Number:	4306822	NO HASSLES. NO LUNKS. ALWAYS 10 BUCKS.
Registration Number:	4104938	NO SALESMEN. NO CONTRACT. NO KIDDING!
Registration Number:	4279066	NO SALESMEN. NO PRESSURE.
Serial Number:	87789472	PE@PF
Registration Number:	4041448	PE@PF
Registration Number:	4044253	PE@PF PHYS. ED PLANET FITNESS
Registration Number:	4031286	PE@PF PHYS. ED. PLANET FITNESS CLASS MEE
Registration Number:	4903521	PF
Registration Number:	3614927	PF
Registration Number:	3614919	PF
Registration Number:	3566624	PF
Registration Number:	4339293	PF 1992
Registration Number:	3569191	PF BLACK CARD
Registration Number:	4697883	PF BLACK CARD CUTS
Registration Number:	4248919	PF EXPRESS
Registration Number:	3793766	PF EXPRESS
Registration Number:	3611493	PF EXPRESS 30 MINUTE WORKOUT

Property Type	Number	Word Mark
Serial Number:	87697997	PF PERKS
Registration Number:	3566625	PF PLANET FITNESS
Registration Number:	3566626	PF PLANET FITNESS
Registration Number:	4198583	PF STORE
Registration Number:	4432569	PF TV
Registration Number:	3550212	PF= NO CRITICS
Registration Number:	3758327	PIZZA NIGHT
Registration Number:	4102680	PLANET
Registration Number:	5086738	PLANET FITNESS
Registration Number:	4435665	PLANET FITNESS
Registration Number:	4435666	PLANET FITNESS
Registration Number:	3546881	PLANET FITNESS
Registration Number:	3387627	PLANET FITNESS
Registration Number:	2698976	PLANET FITNESS
Registration Number:	2438677	PLANET FITNESS
Registration Number:	4996710	PLANET FITNESS STORE
Registration Number:	3698901	PLANET FITNESS THE JUDGEMENT FREE ZONE =
Registration Number:	4593362	VISIONARY PLANET FITNESS PLANET FITNES
Registration Number:	2327099	PLANET GYM
Registration Number:	4772621	PLANET OF TRIUMPHS
Registration Number:	4910171	PLANET OF TRIUMPHS
Registration Number:	4893758	PLANET OF TRIUMPHS REAL STORIES. REAL ME
Registration Number:	3816997	PLANETFITNESS.COM BIG LUNKS GYM 120LBS
Serial Number:	87205419	THE WORLD JUDGES, WE DON'T
Registration Number:	4130769	THIS AIN'T YOUR GYM.
Registration Number:	4064486	THIS IS YOUR GYM
Registration Number:	4108888	THIS IS YOUR PLANET
Registration Number:	5137733	THUMBS UP. PLANET FITNESS
Registration Number:	4110417	TRAINER
Registration Number:	4451713	VISIONARY
Registration Number:	4782348	WE'RE NOT A GYM. WE'RE ...
Registration Number:	4484575	WE'RE NOT A GYM. WE'RE PLANET FITNESS.
Registration Number:	4492327	WE'RE NOT A GYM. WE'RE PLANET FITNESS.
Registration Number:	4146803	WWW.PLANETFITNESS.COM
Registration Number:	3584434	YOU BELONG
Registration Number:	4130502	YOU BELONG THE JUDGEMENT FREE ZONE
Registration Number:	4269558	YOU WON'T FEEL THE BURN IN YOUR WALLET
Serial Number:	86907896	

Property Type	Number	Word Mark
Registration Number:	4294662	
Registration Number:	4200286	
Registration Number:	4203868	
Registration Number:	4142746	
Registration Number:	4089813	
Registration Number:	3936371	
Registration Number:	3756275	
Registration Number:	3665723	
Registration Number:	3385516	
Registration Number:	3842055	RELAXATION ZONE
Registration Number:	5341595	THE JUDGEMENT FREE GENERATION
Serial Number:	86804744	THE JUDGEMENT FREE GENERATION

CORRESPONDENCE DATA

Fax Number: 6172359493
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: 212-596-9287
Email: ustrademarkmail@ropesgray.com
Correspondent Name: Nicole Mollica, Ropes & Gray LLP
Address Line 1: 1211 Avenue of the Americas
Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER:	109799-0039
NAME OF SUBMITTER:	Nicole Mollica
SIGNATURE:	/nicole mollica/
DATE SIGNED:	08/01/2018

Total Attachments: 10
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U.S. TRADEMARK ASSIGNMENT

This U.S. TRADEMARK ASSIGNMENT (“Assignment”), effective as of the 1st day of August, 2018, is made and entered into by and between PFIP, LLC, a New Hampshire limited liability company (“Assignor”) and Planet Fitness Franchising LLC, a Delaware limited liability company (“Assignee”). Assignor and Assignee are referred to individually as a “Party” and collectively as the “Parties”.

WHEREAS, Assignor is the record owner of the United States trademark registrations identified in the attached Schedule A (the “Trademarks”);

WHEREAS, pursuant to that certain Contribution Agreement by and between the Parties dated as of the date hereof, Assignor has assigned to Assignee all rights, title, and interests in and to the Trademarks, and the Parties wish to record such assignment;


NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties agree as follows:

1. Assignor hereby sells, assigns, and transfers to Assignee, its successors and permitted assigns, and Assignee hereby accepts and receives, all of Assignor’s worldwide rights, title, and interests in and to the Trademarks, including without limitation (a) the goodwill of the business symbolized by and associated with the Trademarks; and (b) any and all legal actions and rights and remedies at law or in equity for past, present, or future infringements, misappropriations, or other violations of the Trademarks, including without limitation the right to sue for, collect, and retain all damages, profits, proceeds, and all other remedies associated therewith.
2. Assignor hereby authorizes and requests the United States Patent and Trademark Office to record Assignee as the assignee and owner of the Trademarks.
3. This Assignment will be binding upon and enforceable against Assignor and Assignor’s respective successors and assigns and will inure to the benefit of and be enforceable by Assignee and its successors and assigns.
4. This Assignment will be governed by, and construed and enforced in accordance with, the substantive laws of the State of New York, without regard to its principles of conflicts of laws. This Assignment may not be supplemented, altered, or modified in any manner except by a writing signed by both Parties.
5. This Assignment may be executed in any number of counterparts, and by the Parties in separate counterparts, each of which will be deemed an original for all purposes and all of which together will constitute one and the same instrument.


[Signature Pages Follow]

IN WITNESS WHEREOF, the Parties have caused this Assignment to be duly executed and delivered as of the date first written above.

PFIP, LLC





By: 
Name: Justin Vartanian
Title: General Counsel and Secretary





PLANET FITNESS FRANCHISING LLC




By: 
Name: Justin Vartanian
Title: General Counsel and Secretary









[Signature Page to PFIP Trademark Assignment]


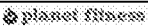
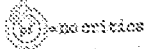





Schedule A


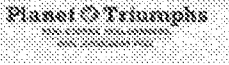

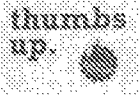
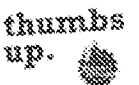
Mark	U.S. Registration or Application No.
AND WE'RE ROLLING OUT THE PURPLE CARPET!	4326666
BAGEL MORNING	3758325
BE FREE	5492962
BLACK	3389028
BLACK CARD	5399551
 BLACK CARD SPA	5221857
BLAST FITNESS	4102005
 BLAST FITNESS	4151635
 BLAST FITNESS 30 MINUTE WORKOUT	4202543
BLAST FITNESS 30 MINUTE WORKOUT	4202535
BURN CALORIES, NOT CASH.	4500175
 FREE FITNESS TRAINING, ABS. CARDIO. UPPER & LOWER BODY. WE'VE GOT YOU COVERED. PE@PF PHYS ED. PLANET FITNESS Cross References: FREE FITNESS TRAINING ABS CARDIO UPPER & LOWER BODY WE HAVE GOT YOU COVERED PE AT PF PHYS ED PLANET FITNESS	4031323
GYMTIMIDATION	4358140
I LIFT THINGS UP AND PUT THEM DOWN	App. No. 87680092
I LIFT THINGS UP AND PUT THEM DOWN	4015427


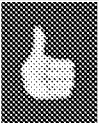




 <p>I LOVE PF</p>	4488602
 <p>IT'S A GYM CLASS WITHOUT THE DODGEBALLS HITTING YOUR FACE. PE@PF PHYS. ED. PLANET FITNESS</p> <p>Cross References: IT IS A GYM CLASS WITHOUT THE DODGEBALLS HITTING YOUR FACE. PE AT PF PHYS ED PLANET FITNESS</p>	4031324
 <p>IT'S GYM CLASS WITHOUT THE ANNOYING GUY WITH THE WHISTLE. PE@PF PHYS. ED. PLANET FITNESS</p> <p>Cross References: IT IS GYM CLASS WITHOUT THE ANNOYING GUY WITH THE WHISTLE PE AT PF PHYS ED PLANET FITNESS</p>	4031327
IT'S WORKING OUT IN YOUR FAVOR.	4273237
JUDGEMENT FREE	4020552
JUDGEMENT FREE ZONE	4353472
JUDGMENT FREE	3979649
JUDGMENT FREE	4202731
JUDGMENT FREE ZONE	2377662
LEAVE EGOS HERE	3584435
 <p>LEAVE EGOS HERE PLANET FITNESS</p>	3546875
LIFE IS BETTER PURPLE	4092402
LUNK ALARM	2693142


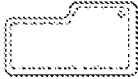




 <p>LUNK ALARM LUNK(LUNK) N. [SLANG] ONE WHO GRUNTS, DROPS WEIGHTS OR JUDGES. [RICKY IS SLAMMING HIS WEIGHTS, WEARING A BODY BUILDING TANK TOP AND DRINKING OUT OF A GALLON WATER JUG...WHAT A LUNK!]</p> <p>Cross References: LUNK ALARM LUNK(LUNK) N. [SLANG] 1 WHO GRUNTS, DROPS WEIGHTS OR JUDGES. [RICKY IS SLAMMING HIS WEIGHTS, WEARING A BODY BUILDING TANK TO AND DRINKING OUT OF A GALLON WATER JUG WHAT A LUNK!]</p>	3840195
<p>NADIE TE JUZGA Translation: NOBODY WILL JUDGE YOU, JUDEGEMENT FREE</p>	4315573
<p>NEW LOCATION! SAME PLANET!</p>	4273264
<p>NO COMMITMENT! NO CATCHES! NO KIDDING!</p>	4104919
 <p>NO CRITICS</p>	3665949
<p>NO CRITICS</p>	2654980
 <p>NO DUMBELLS ALLOWED PF GYMS</p>	2370028
<p>NO EGOS</p>	4238048
<p>NO EGOS</p>	3828818
<p>NO GIMMICKS</p>	4254468
<p>NO GYMTIMIDATION</p>	4358141
<p>NO GYMTIMIDATION.</p>	4484572
<p>NO HASSLES. NO BRAINER.</p>	4350275
<p>NO HASSLES. NO LUNKS. ALWAYS 10 BUCKS.</p>	4306822
<p>NO SALESMEN. NO CONTRACT. NO KIDDING!</p>	4104938
<p>NO SALESMEN. NO PRESSURE.</p>	4279066
<p>PE@PF</p>	App. No. 87789472
<p>PE@PF</p>	4041448

	4044253
PE@PF PHYS. ED PLANET FITNESS	
	4031286
PE@PF PHYS. ED. PLANET FITNESS CLASS MEETS HERE	
	4903521
PF	
PF	3614927
	3614919
PF	
	3566624
PF	
	4339293
PF 1992	
PF BLACK CARD	3569191
	4697883
PF BLACK CARD CUTS	
	4248919
PF EXPRESS	
PF EXPRESS	3793766
PF EXPRESS 30 MINUTE WORKOUT	3611493

PF PERKS	App. No. 87697997
 PF PLANET FITNESS	3566625
 PF PLANET FITNESS	3566626
PF STORE	4198583
PF TV	4432569
 PF= NO CRITICS	3550212
PIZZA NIGHT	3758327
PLANET	4102680
PLANET FITNESS	5086738
PLANET FITNESS	4435665
 PLANET FITNESS	4435666
 PLANET FITNESS	3546881
 PLANET FITNESS	3387627
PLANET FITNESS	2698976
PLANET FITNESS	2438677
 PLANET FITNESS STORE	4996710
 PLANET FITNESS THE JUDGEMENT FREE ZONE = NO CRITICS	3698901

	4593362
PLANET FITNESS VISIONARY	
PLANET GYM	2327099
PLANET OF TRIUMPHS	4772621
PLANET OF TRIUMPHS	4910171
 PLANET OF TRIUMPHS REAL STORIES. REAL MEMBERS. 100% JUDGEMENT FREE	4893758
 PLANETFITNESS.COM BIG LUNKS GYM 120LBS	3816997
PLNT	App. No. 86633416
RELAXATION ZONE	3842055
THE JUDGEMENT FREE GENERATION	5341595
THE JUDGEMENT FREE GENERATION	App. No. 86804744
THE WORLD JUDGES, WE DON'T	App. No. 87205419
THIS AIN'T YOUR GYM.	4130769
THIS IS YOUR GYM	4064486
THIS IS YOUR PLANET	4108888
 THUMBS UP. PLANET FITNESS Cross References: THUMBS UP PLANET FITNESS	5137733
 THUMBS UP. PLANET FITNESS Cross References: THUMBS UP PLANET FITNESS	App. No. 87034702
TRAINER	4110417
VISIONARY	4451713

WE'RE NOT A GYM. WE'RE ...	4782348
WE'RE NOT A GYM. WE'RE PLANET FITNESS.	4484575
WE'RE NOT A GYM. WE'RE PLANET FITNESS.	4492327
WWW.PLANETFITNESS.COM	4146803
YOU BELONG	3584434
 YOU BELONG THE JUDGEMENT FREE ZONE	4130502
YOU WON'T FEEL THE BURN IN YOUR WALLET	4269558
ZERO JUDGEMENTS	App. No. 87304392
ZONA LIBRE DE CRITICAS Translation: JUDGEMENT FREE ZONE	App. No. 87789786
 Design Only	App. No. 87206566
 Design Only	App. No. 86907896
 Design Only	4294662
 Design Only	4200286
 Design Only	4203868

	4142746
Design Only	
	4089813
Design Only	
	3936371
Design Only	
	3756275
Design Only	
	3665723
Design Only	
	3385516
Design Only	