

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM493575

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Whole Fitness, LLC		07/29/2016	Limited Liability Company: ARIZONA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Altis, LLC		
<b>Street Address:</b>	6011 E Redfield Rd		
<b>City:</b>	Scottsdale		
<b>State/Country:</b>	ARIZONA		
<b>Postal Code:</b>	85254		
<b>Entity Type:</b>	Limited Liability Company: ARIZONA		
<b>PROPERTY NUMBERS Total: 5</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	88127548	PERFORMANCE THERAPY	
<b>Serial Number:</b>	86679200	ALTIS	
<b>Serial Number:</b>	86679225		
<b>Serial Number:</b>	86983188	ALTIS	
<b>Serial Number:</b>	88127616	PERFORMANCE THERAPY	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	4809472663		
<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>			
<b>Phone:</b>	4809948888		
<b>Email:</b>	fweiss@weissiplaw.com		
<b>Correspondent Name:</b>	Farley Weiss		
<b>Address Line 1:</b>	4204 N. Brown Avenue		
<b>Address Line 4:</b>	Scottsdale, ARIZONA 85251		
<b>NAME OF SUBMITTER:</b>	Farley I. Weiss		
<b>SIGNATURE:</b>	/Farley I. Weiss/		
<b>DATE SIGNED:</b>	10/11/2018		
<b>Total Attachments: 4</b>			
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JUL 29 2016

FILE NO. L12807637  
CORPORATIONS DIVISION

DO NOT WRITE ABOVE THIS LINE; RESERVED FOR ACC USE ONLY.

ARTICLES OF AMENDMENT

Read the Instructions L015i

1. ENTITY NAME - give the exact name of the LLC as currently shown in A.C.C. records:

WHOLE FITNESS, LLC

2. A.C.C. FILE NUMBER: L12807637

Find the A.C.C. file number on the upper corner of filed documents OR on our website at: <http://www.azcc.gov/Divisions/Corporations>

CHECK THE BOX NEXT TO EACH CHANGE BEING MADE AND COMPLETE THE REQUESTED INFORMATION FOR THAT CHANGE.

3.  ENTITY NAME CHANGE - type or print the exact NEW name of the LLC in the space below:

ALTIS LLC

4.  MEMBERS CHANGE (CHANGE IN MEMBERS) - see Instructions L015i - Use one block per person - FOR MEMBERS CURRENTLY SHOWN IN A.C.C. RECORDS - list the name of each member being changed, and below that provide any new information for that member (new name and/or address), then check all boxes that apply to indicate the change being made for that member. FOR NEW MEMBERS - in a separate block, list the name in the NEW Name blank and give the address, and check the appropriate box. If more space is needed, complete and attach the Amendment Attachment for Members form L044.

Name currently shown in ACC records			Name currently shown in ACC records		
NEW Name			NEW Name		
Address 1			Address 1		
Address 2 (optional)			Address 2 (optional)		
City	State or Province	Zip	City	State or Province	Zip
UNITED STATES					
Country			Country		
<input type="checkbox"/> Address change	<input type="checkbox"/> Add as 20% or more member	<input type="checkbox"/> Name change	<input type="checkbox"/> Address change	<input type="checkbox"/> Add as 20% or more member	<input type="checkbox"/> Name change
<input type="checkbox"/> Add as less than 20% member	<input type="checkbox"/> Remove member	<input type="checkbox"/> Add as less than 20% member	<input type="checkbox"/> Add as less than 20% member	<input type="checkbox"/> Remove member	<input type="checkbox"/> Remove member
Name currently shown in ACC records			Name currently shown in ACC records		
NEW Name			NEW Name		
Address 1			Address 1		
Address 2 (optional)			Address 2 (optional)		
City	State or Province	Zip	City	State or Province	Zip
Country			Country		
<input type="checkbox"/> Address change	<input type="checkbox"/> Add as 20% or more member	<input type="checkbox"/> Name change	<input type="checkbox"/> Address change	<input type="checkbox"/> Add as 20% or more member	<input type="checkbox"/> Name change
<input type="checkbox"/> Add as less than 20% member	<input type="checkbox"/> Remove member	<input type="checkbox"/> Add as less than 20% member	<input type="checkbox"/> Add as less than 20% member	<input type="checkbox"/> Remove member	<input type="checkbox"/> Remove member

5.  **MANAGERS CHANGE (CHANGE IN MANAGERS)** - Use one block per person - FOR MANAGERS CURRENTLY SHOWN IN A.C.C. RECORDS - list the name of each manager being changed, and below that provide any new information for that manager (new name and/or address), then check all boxes that apply to indicate the change being made for that manager. FOR NEW MANAGERS - in a separate block, list the name in the NEW Name blank and give the address, and check the appropriate box. If more space is needed, complete and attach the Amendment Attachment for Managers form L043.

Name currently shown in ACC records		Name currently shown in ACC records	
NEW Name		NEW Name	
Address 1		Address 1	
Address 2 (optional)		Address 2 (optional)	
City	State or Province	Zip	
Country	<input type="checkbox"/> Address change <input type="checkbox"/> Add as manager <input type="checkbox"/> Name change <input type="checkbox"/> Remove manager		

6.  **MANAGEMENT STRUCTURE CHANGE** - see Instructions L015I - check only one box below and follow instructions:

- CHANGING TO MANAGER-MANAGED LLC - complete and attach the Manager Structure Attachment form L040. *The filing will be rejected if it is submitted without the attachment.*
- CHANGING TO MEMBER-MANAGED LLC - complete and attach the Member Structure Attachment form L041. *The filing will be rejected if it is submitted without the attachment.*

7.  **STATUTORY AGENT CHANGE - NEW AGENT APPOINTED** - see Instructions L015I:

<b>7.1 REQUIRED</b> - give the name (can be an individual or an entity) and <b>physical or street address</b> (not a P.O. Box) in Arizona of the NEW statutory agent:		<b>7.2 OPTIONAL</b> - mailing address in Arizona of NEW Statutory Agent (can be a P.O. Box):	
Statutory Agent Name (required)		Attention (optional)	
Address 1		Address 1	
Address 2 (optional)		Address 2 (optional)	
City	State	Zip	
<b>7.3 REQUIRED</b> - the <u>Statutory Agent Acceptance</u> form M002 must be submitted along with these Articles of Amendment.			

8.  **STATUTORY AGENT ADDRESS CHANGE - ADDRESS OF CURRENT STATUTORY AGENT** - complete 8.1 and/or 8.2:

<b>8.1 NEW physical or street address</b> (not a P. O. Box) in Arizona of the existing statutory agent:		<b>8.2 NEW mailing address</b> in Arizona of the existing statutory agent (can be a P.O. Box):	
Attention (optional)		Attention (optional)	
Address 1		Address 1	
Address 2 (optional)		Address 2 (optional)	
City	State	Zip	

9.  **ARIZONA KNOWN PLACE OF BUSINESS ADDRESS CHANGE:**

9.1 Is the NEW Arizona known place of business address the same as the street address of the statutory agent?

- Yes -- go to number 10 and continue
- No -- go to number 9.2 and continue

9.2 If you answered "No" to number 9.1, give the NEW physical or street address (not a P.O. Box) of the known place of business of the LLC in Arizona:

Attention (optional)			
Address 1			
Address 2 (optional)			
City	State or Province	Zip	
Country			

10.  **DURATION CHANGE** -- check one to indicate the NEW duration or life period of the LLC:

- Perpetual
- The LLC's life period will end on this **date**: \_\_\_\_\_ (enter a date - mm/dd/yy)
- The LLC's life period will end upon the occurrence of this **event**: \_\_\_\_\_ (describe an event)

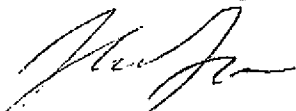
11.  **ENTITY TYPE CHANGE** -- If changing entity type, check one and follow instructions:

- Changing to a PROFESSIONAL LLC -- number 12 must also be completed.
- Changing to a NON-PROFESSIONAL LLC (professional LLC becoming a regular LLC).

12.  **PROFESSIONAL SERVICES CHANGE** -- describe the NEW type of professional services the professional LLC will render:

13.  **OTHER AMENDMENT** -- if an amendment was made that was not addressed by the check boxes on this form, then you must attach to these Articles of Amendment a complete copy of the LLC's written amendment.

**SIGNATURE:** By checking the box marked "I accept" below, I acknowledge *under penalty of perjury* that this document together with any attachments is submitted in compliance with Arizona law.



I ACCEPT

John Godina

07/29/16

Signature

Printed Name

Date (mm/dd/yy)

**REQUIRED** -- check only one and fill in the corresponding blank if signing for an entity:

<input type="checkbox"/> This is a <b>manager-managed LLC</b> and I am signing individually as a <b>manager</b> or I am signing for an <b>entity manager named:</b> <div style="border: 1px solid black; height: 20px; width: 100%; margin-top: 5px;"> </div>	<input checked="" type="checkbox"/> This is a <b>member-managed LLC</b> and I am signing individually as a <b>member</b> or I am signing for an <b>entity member named:</b> <div style="border: 1px solid black; height: 20px; width: 100%; margin-top: 5px;"> </div>
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Filing Fee: \$25.00 (regular processing)  
 Expedited processing -- add \$35.00 to filing fee.  
 All fees are nonrefundable - see Instructions.

Mail: Arizona Corporation Commission - Corporate Filings Section  
 1300 W. Washington St., Phoenix, Arizona 85007  
 Fax: 602-542-4100

Please be advised that A.C.C. forms reflect only the minimum provisions required by statute. You should seek private legal counsel for those matters that may pertain to the individual needs of your business.

All documents filed with the Arizona Corporation Commission are public record and are open for public inspection. If you have questions after reading the Instructions, please call 602-542-3026 or (within Arizona only) 800-345-5819.



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### MANAGER STRUCTURE ATTACHMENT

- 1. ENTITY NAME** – give the exact name of the LLC (foreign LLCs – give name in domicile state or country):  
WHOLE FITNESS, LLC
- 2. A.C.C. FILE NUMBER** (if known): L12807637  
Find the A.C.C. file number on the upper corner of filed documents OR on our website at: <http://www.azcc.gov/Divisions/Corporations>
- 3. Check one box only to indicate what document the Attachment goes with:**  
 Articles of Organization       Articles of Amendment  
 Application for Registration       Articles of Amendment to Application for Registration
- 4. MANAGERS / MEMBERS** – give the name and address of each and every **manager** and list all **members who own 20% or more** of the profits or capital of the LLC. Members who own less than 20% may also be listed, but it is not required. Check the appropriate box or boxes below each person listed – *do not check both member boxes*. If more space is needed, use another Manager Structure Attachment form.

John Godina					
Name			Name		
9640 E. Golden Street			Address 1		
Address 1			Address 2 (optional)		
Mesa		AZ	85207		
City		State or Province	Zip		
UNITED STATES					
Country			Country		
<input checked="" type="checkbox"/> Manager <input checked="" type="checkbox"/> 20% or more member <input type="checkbox"/> Less than 20% member			<input type="checkbox"/> Manager <input type="checkbox"/> 20% or more member <input type="checkbox"/> Less than 20% member		
Name			Name		
Address 1			Address 1		
Address 2 (optional)			Address 2 (optional)		
City		State or Province	Zip		
Country			Country		
<input type="checkbox"/> Manager <input type="checkbox"/> 20% or more member <input type="checkbox"/> Less than 20% member			<input type="checkbox"/> Manager <input type="checkbox"/> 20% or more member <input type="checkbox"/> Less than 20% member		
Name			Name		
Address 1			Address 1		
Address 2 (optional)			Address 2 (optional)		
City		State or Province	Zip		
Country			Country		
<input type="checkbox"/> Manager <input type="checkbox"/> 20% or more member <input type="checkbox"/> Less than 20% member			<input type="checkbox"/> Manager <input type="checkbox"/> 20% or more member <input type="checkbox"/> Less than 20% member		