

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM512304

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: 2			
Property Type	Number	Word Mark	
Registration Number:	5570913	PLNT	
Registration Number:	5676530	ZONA LIBRE DE CRÍTICAS	
CORRESPONDENCE DATA			
Fax Number:	6172359493		
<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:	212-596-9287		
Email:	nicole.mollica@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:	03/01/2019		
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]


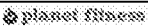
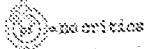





Schedule A


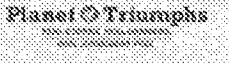

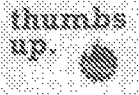
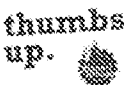
Mark	U.S. Registration or Application No.
AND WE'RE ROLLING OUT THE PURPLE CARPET!	4326666
BAGEL MORNING	3758325
BE FREE	5492962
BLACK	3389028
BLACK CARD	5399551
 BLACK CARD SPA	5221857
BLAST FITNESS	4102005
 BLAST FITNESS	4151635
 BLAST FITNESS 30 MINUTE WORKOUT	4202543
BLAST FITNESS 30 MINUTE WORKOUT	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

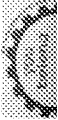





 I LOVE PF	4488602
 IT'S A GYM CLASS WITHOUT THE DODGEBALLS HITTING YOUR FACE. PE@PF PHYS. ED. PLANET FITNESS Cross References: IT IS A GYM CLASS WITHOUT THE DODGEBALLS HITTING YOUR FACE. PE AT PF PHYS ED PLANET FITNESS	4031324
 IT'S GYM CLASS WITHOUT THE ANNOYING GUY WITH THE WHISTLE. PE@PF PHYS. ED. PLANET FITNESS Cross References: IT IS GYM CLASS WITHOUT THE ANNOYING GUY WITH THE WHISTLE PE AT PF PHYS ED PLANET FITNESS	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
 LEAVE EGOS HERE PLANET FITNESS	3546875
LIFE IS BETTER PURPLE	4092402
LUNK ALARM	2693142


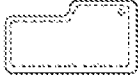




 <p>LUNK ALARM LUNK(LUNK) N. [SLANG] ONE WHO GRUNTS, DROPS WEIGHTS OR JUDGES. [RICKY IS SLAMMING HIS WEIGHTS, WEARING A BODY BUILDING TANK TOP AND DRINKING OUT OF A GALLON WATER JUG...WHAT A LUNK!]</p> <p>Cross References: LUNK ALARM LUNK(LUNK) N. [SLANG] 1 WHO GRUNTS, DROPS WEIGHTS OR JUDGES. [RICKY 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

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