

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM515620

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
3F Management, LLC		02/26/2019	Limited Liability Company: FLORIDA
RECEIVING PARTY DATA			
Name:	TSI Holdings (IP), LLC		
Street Address:	399 Executive Boulevard		
City:	Elmsford		
State/Country:	NEW YORK		
Postal Code:	10523		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	87471505	AROUND THE CLOCK FITNESS	
Serial Number:	87469968	AROUND THE CLOCK FITNESS	
CORRESPONDENCE DATA			
Fax Number:	2123091100		
<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:	2123091000		
Email:	tmdocketny@kenyon.com		
Correspondent Name:	James E. Rosini, Esq.		
Address Line 1:	200 Park Avenue		
Address Line 4:	New York, NEW YORK 10166		
ATTORNEY DOCKET NUMBER:	118208/0000004		
NAME OF SUBMITTER:	Jonathan D. Reichman, Esq.		
SIGNATURE:	/Jonathan D. Reichman/		
DATE SIGNED:	03/22/2019		
Total Attachments: 3			
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TRADEMARK ASSIGNMENT

This Assignment is made on this 26th day of FEB., 2018, by 3F Management, LLC, a Florida limited liability company, with an address of 1755 Boy Scout Dr., Fort Myers, Florida 33907 ("ASSIGNOR"), to and in favor of TSI Holdings (IP), LLC, a Delaware limited liability company, having a place of business at 399 Executive Boulevard, Elmsford, New York, New York 10523 ("ASSIGNEE").

WITNESSETH THAT:

WHEREAS, ASSIGNOR is the owner of all right, title and interest in and to the trademarks listed in attached Schedule "A" (the "Trademarks"); and

WHEREAS, ASSIGNEE wishes to acquire from ASSIGNOR all right, title and interest in and to the Trademarks,

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, ASSIGNOR hereby assigns to ASSIGNEE all of ASSIGNOR's right, title and interest in and to the Trademarks, together with the goodwill of the business appurtenant to and symbolized by the Trademarks, and including, without limitation, the registration of the Trademarks as set forth in attached Schedule "A"; all common law rights in and to the Trademarks; and the right to sue and recover for, and the right to profits or damages due or accrued arising out of or in connection with, any and all past, present or future infringements or dilution of or damage or injury to the Trademarks, all of the foregoing to be held and enjoyed by ASSIGNEE, its successors and assigns, to the same extent that such would have been held and

enjoyed by ASSIGNOR had this assignment not been made.


3F MANAGEMENT, LLC

Dated: Feb 26, 2019

Name: R. [Signature]

Title: MANAGER

SCHEDULE A

MARKS	APP. NOS.
AROUND THE CLOCK FITNESS	87/471,505
	87/469,968