

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM522015

SUBMISSION TYPE:	CORRECTIVE ASSIGNMENT		
NATURE OF CONVEYANCE:	Corrective Assignment to correct the receiving party previously recorded on Reel 006394 Frame 0975. Assignor(s) hereby confirms the entire interest.		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Tone It Up, Inc.		01/05/2018	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	TIU IP Holdings Co., LLC		
Street Address:	1110 Manhattan Avenue		
City:	Manhattan Beach		
State/Country:	CALIFORNIA		
Postal Code:	90266		
Entity Type:	Limited Liability Company: CALIFORNIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	4700005	TONE IT UP	
CORRESPONDENCE DATA			
Fax Number:			
<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:	212-827-8188		
Email:	TSoinger@sbg-ny.com		
Correspondent Name:	Tracy Soinger		
Address Line 1:	600 Fifth Avenue		
Address Line 2:	c/o Tengram Capital Partners, 27th Floor		
Address Line 4:	New York, NEW YORK 10020		
NAME OF SUBMITTER:	Tracy Soinger		
SIGNATURE:	/tsoinger/		
DATE SIGNED:	05/03/2019		
Total Attachments: 5			
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TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM476771

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Tone It Up, Inc.		01/05/2018	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	TIU IP Holdings, Co., LLC		
Street Address:	1110 Manhattan Avenue		
City:	Manhattan Beach		
State/Country:	CALIFORNIA		
Postal Code:	90266		
Entity Type:	Limited Liability Company: CALIFORNIA		
PROPERTY NUMBERS Total: 27			
Property Type	Number	Word Mark	
Serial Number:	85546589	7 DAY SLIM DOWN	
Serial Number:	85523262	BEACH BABE	
Serial Number:	85918706	BIKINI SERIES	
Serial Number:	85431127	BOOTY CALL	
Serial Number:	85545378	FINE TONING METHOD	
Serial Number:	86145326		
Serial Number:	86114801		
Serial Number:	86114275		
Serial Number:	85633945	ORGANICALLY PERFECT FOR YOU	
Serial Number:	85921791	PERFECT FIT	
Serial Number:	85474749	PERFECT FIT	
Serial Number:	87550782	STUDIO TONE IT UP	
Serial Number:	87171008	TIU	
Serial Number:	87169589	TIU	
Serial Number:	86931694	TIU	
Serial Number:	87573040	TIU	
Serial Number:	87976291	TONE IT UP	
Serial Number:	87132501	TONE IT UP	
Serial Number:	86912741	TONE IT UP	

OP \$690.00 85546589

Property Type	Number	Word Mark
Serial Number:	86077241	TONE IT UP
Serial Number:	85977089	TONE IT UP
Serial Number:	85068198	TONE IT UP
Serial Number:	85068196	TONE IT UP
Serial Number:	85013267	TONE IT UP
Serial Number:	87552541	TONE IT UP
Serial Number:	87552545	TONE IT UP
Serial Number:	87353064	TONE IT UP ROSÉ 5K

CORRESPONDENCE DATA

Fax Number:

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: 212-827-8188

Email: tracysoinger@gmail.com

Correspondent Name: Tracy Soinger

Address Line 1: c/o Tengram Capital Partners, 27th Floor

Address Line 2: 600 Fifth Avenue

Address Line 4: New York, NEW YORK 10020

NAME OF SUBMITTER: Tracy Soinger

SIGNATURE: /tsoinger/

DATE SIGNED: 06/05/2018

Total Attachments: 3

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TRADEMARK ASSIGNMENT

This Trademark Assignment (the "Assignment") is made and entered into on January 5 2018 by and between Tone It Up, Inc., a Delaware corporation having offices at 1110 Manhattan Avenue, Manhattan Beach, California 90266 ("Assignor"), and TIU IP Holdings Co., LLC, a California limited liability company having offices at 1110 Manhattan Avenue, Manhattan Beach, California 90266 ("Assignee").

WHEREAS, Assignor owns all right, title and interest in and to the U.S. Trademark Applications and Registrations listed in Exhibit A, and common law trademark rights in and to said marks (the "Marks"), together with the goodwill of the business connected with and symbolized by the Marks;

WHEREAS, Assignor and Assignee are related entities; and

WHEREAS, Assignor desires to assign, and Assignee desires to accept, all of Assignor's right, title and interest in and to the Marks.

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are acknowledged, the parties hereby agree as set forth below.

Assignor hereby assigns, transfers and conveys to Assignee as its successor its entire right, title, interest in and to the Marks together with the accompanying goodwill and that portion of the business represented and symbolized by the Marks including, without limitation, any registrations issuing from the U.S. Trademark Applications listed in Exhibit A, the right to apply to renew the associated registrations, the right to apply for trademark registrations based in whole or in part upon the Marks, and any priority right that may arise from the Marks, which business is ongoing and existing, and the right to sue for, and recover for, any past and future infringements thereof, the same to be held and enjoyed by Assignee as fully and entirely as said interest could have been held and enjoyed by Assignor had this sale, assignment, transfer and conveyance not been made.

Assignor authorizes the Commissioner of Trademarks of the United States and other empowered officials of the United States Patent and Trademark Office and in any applicable jurisdictions outside the United States to record the transfer of the registration(s) and/or application(s) for registration for the Marks to Assignee as assignee of Assignor's entire right, title and interest therein. Assignor agrees to further execute any documents reasonably necessary to effect this assignment or to confirm Assignee's ownership of the Marks.

IN WITNESS WHEREOF, the parties hereto have executed this Assignment as of the date first above written.

ASSIGNOR:

Tone It Up, Inc.

Signature: [Handwritten Signature]

Printed Name: Shane McCoshy

Title: COO

ASSIGNEE:


TIU IP Holdings Co., LLC

Signature: [Handwritten Signature]

Printed Name: Shane McCoshy

Title: COO

EXHIBIT A

MARK	FILED APPLICATION #	REGISTERED REGISTRATION #	CLASSES
7 DAY SLIM DOWN	17 Feb 2012 85546589	20 Aug 2013 4389731	09
BEACH BABE	23 Jan 2012 85523262	13 Jan 2015 4672099	09
BIKINI SERIES	30 Apr 2013 85918706	31 Jan 2017 5130978	41, 44
BOOTY CALL	23 Sep 2011 85431127	27 Nov 2012 4248626	41
FINE TONING METHOD	16 Feb 2012 85545378	11 Feb 2014 4482714	41
			
Miscellaneous Design	16 Dec 2013 86145326	18 Nov 2014 4639839	41, 42
Miscellaneous Design	10 Nov 2013 86114801	18 Jul 2017 5246651	25
Miscellaneous Design	08 Nov 2013 86114275	06 Jan 2015 4668561	14
ORGANICALLY PERFECT FOR YOU	24 May 2012 85633945	22 Oct 2013 4420581	05
PERFECT FIT	02 May 2013 85921791	17 Mar 2015 4704435	30
PERFECT FIT	16 Nov 2011 85474749	10 Sep 2013 4400770	
STUDIO TONE IT UP	01 Aug 2017 87550782		09
TIU	14 Sep 2016 87171008		28
TIU	13 Sep 2016 87169589		25

MARK

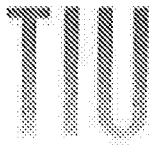
FILED
APPLICATION #

REGISTERED
REGISTRATION # CLASSES

TIU

07 Mar 2016
86931694

09, 41



TIU (stylized)

17 Aug 2017
87573040

09, 25

TONE IT UP

09 Aug 2016
87976291

09 Jan 2018
5377041

05, 29, 30

TONE IT UP

09 Aug 2016
87132501

30, 32

TONE IT UP

18 Feb 2016
86912741

27 Sep 2016
5049397

29

TONE IT UP

27 Sep 2013
86077241

13 Jan 2015
4672714

09

TONE IT UP

22 Jun 2010
85977089

02 Oct 2012
4219597

25

TONE IT UP

22 Jun 2010
85068198

10 Mar 2015
4700005

28

TONE IT UP

22 Jun 2010
85068196

26 Aug 2014
4593121

25

TONE IT UP

13 Apr 2010
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28 Feb 2012
4106173

09, 41

Tone It Up

TONE IT UP (stylized)

02 Aug 2017
87552541

29, 30, 32

TONE IT UP (stylized)

02 Aug 2017
87552545

05, 09, 25, 28
41

TONE IT UP ROSÉ 5K

28 Feb 2017
87353064

25, 41