

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM629492

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ENTITY CONVERSION		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
SoulCycle Inc.		02/26/2021	Corporation: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	SoulCycle LLC		
<b>Street Address:</b>	609 Greenwich Street		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10014		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 63</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	88828763	YELLOW BY SOULCYCLE	
<b>Serial Number:</b>	88507901	SOULBEAT	
<b>Serial Number:</b>	87900796	SOULCYCLE	
<b>Serial Number:</b>	87900799		
<b>Serial Number:</b>	88758032	SOULCYCLE	
<b>Serial Number:</b>	88154829	SOUND BY SOULCYCLE	
<b>Serial Number:</b>	88154828	SOULCYCLE MEDIA	
<b>Serial Number:</b>	90036985	MIND ALTERING FITNESS	
<b>Serial Number:</b>	88200698	SOULCYCLE	
<b>Registration Number:</b>	3264026	SOULCYCLE	
<b>Registration Number:</b>	4889672	SOULCYCLE	
<b>Registration Number:</b>	4973219	SOULCHALLENGE	
<b>Registration Number:</b>	4973220	SOUL101	
<b>Registration Number:</b>	5034652	ATHLETE LEGEND WARRIOR RENEGADE ROCKSTAR	
<b>Registration Number:</b>	4886041	SOULSCHOLARSHIP	
<b>Registration Number:</b>	4886042	SOULSCHOLARSHIP	
<b>Registration Number:</b>	4613890	TAP IT BACK	
<b>Registration Number:</b>	4684667		
<b>Registration Number:</b>	5314491		

CH \$1590.00 88828763

Property Type	Number	Word Mark
Registration Number:	5039517	FIND YOUR SOUL
Registration Number:	4620811	FIND YOUR SOUL
Registration Number:	3824906	SOULCYCLE
Registration Number:	3844345	SOULCYCLE
Registration Number:	5174778	
Registration Number:	4434026	SOULCYCLE
Registration Number:	4881966	
Registration Number:	5961838	
Registration Number:	5067822	
Registration Number:	3824897	
Registration Number:	3844347	
Registration Number:	4838481	SOULCYCLE
Registration Number:	4411325	
Registration Number:	4584697	
Registration Number:	3650759	
Registration Number:	4434025	
Registration Number:	5179550	
Registration Number:	4926546	X
Registration Number:	5138980	SOUL
Registration Number:	6095032	
Registration Number:	5174931	SOULCYCLE
Registration Number:	5034651	ATHLETE LEGEND WARRIOR RENEGADE ROCKSTAR
Registration Number:	5168429	SOUL
Registration Number:	5202660	TAP IT BACK
Registration Number:	5077032	SOUL
Registration Number:	4353332	SOULSURVIVOR
Registration Number:	5052120	SOUL
Registration Number:	4988808	SOUL
Registration Number:	4829056	SOUL
Registration Number:	4973280	SOUL
Registration Number:	4688307	SOUL
Registration Number:	5770035	
Registration Number:	5956001	SEE YOU ON A BIKE
Registration Number:	5851412	SOUL PEOPLE ARE THE BEST PEOPLE
Registration Number:	4609667	SOULCYCLE
Registration Number:	5908457	SOULCYCLE
Registration Number:	4874832	SOULCYCLE
Registration Number:	4829066	SOUL

Property Type	Number	Word Mark
Registration Number:	5386668	SOUL WARRIOR
Serial Number:	88764145	SOUL
Serial Number:	87490465	BELOW THE BARN
Serial Number:	87619208	SOULANNEX
Serial Number:	87561118	FIND YOUR SOUL
Registration Number:	2496683	SOUL WATER

**CORRESPONDENCE DATA**

Fax Number: 3122367516

*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: 312.368.4000

Email: elizabeth.nolan@dlapiper.com

Correspondent Name: DLA Piper LLP (US)

Address Line 1: PO Box 64807

Address Line 4: Chicago, ILLINOIS 60664-0807

NAME OF SUBMITTER:	Hilary H. Remijas
SIGNATURE:	/Hilary H. Remijas/
DATE SIGNED:	03/03/2021

**Total Attachments: 2**

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# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "SOULCYCLE INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "SOULCYCLE INC." TO "SOULCYCLE LLC", FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF FEBRUARY, A.D. 2021, AT 5:30 O`CLOCK P.M.



  
Jeffrey W. Bullock, Secretary of State

4930426 8100V  
SR# 20210693936

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 202630307  
Date: 03-02-21

**TRADEMARK**  
**REEL: 007209 FRAME: 0070**

**CERTIFICATE OF CONVERSION  
TO  
LIMITED LIABILITY COMPANY  
OF  
SOULCYCLE INC.  
TO  
SOULCYCLE LLC**

February 26, 2021

This Certificate of Conversion to Limited Liability Company, dated as of February [•], 2021, has been duly executed and is being filed by SoulCycle Inc., a Delaware corporation (the "**Corporation**"), to convert the Corporation to SoulCycle LLC under the Delaware Limited Liability Company Act (6 Del. C. § 18-101, et seq.) and the General Corporation Law of the State of Delaware (8 Del. C. § 101, et seq.) (the "**DGCL**").

1. The Corporation was formed under the name SoulCycle Holdings, LLC as a Delaware limited liability company by filing its original certificate of formation with the Secretary of State of the State of Delaware on March 25, 2011. On May 15, 2015, the Corporation was converted pursuant to Section 265 of the DGCL to a Delaware corporation by the filing of the certificate of conversion and the certificate of incorporation with the Secretary of State of the State of Delaware and was incorporated in the State of Delaware immediately prior to the filing of this certificate of conversion to limited liability company.

2. The Corporation's name immediately prior to the filing of this certificate of conversion to limited liability company was SoulCycle Inc.

3. The name of limited liability company into which the Corporation shall be converted as set forth in its certificate of formation is SoulCycle LLC.

4. The conversion of the Corporation to SoulCycle LLC shall be effective upon the filing of this Certificate of conversion to limited liability company and a certificate of formation of SoulCycle LLC with the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, the undersigned has executed this certificate of conversion to limited liability company as of the date first-above written.

SOULCYCLE INC.

By: /s/ Evelyn Webster  
Name: Evelyn Webster  
Title: Chief Executive Officer and Authorized  
Person