

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM637427

SUBMISSION TYPE:	CORRECTIVE ASSIGNMENT
NATURE OF CONVEYANCE:	Corrective Assignment to correct the details in Schedule 1 of the NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS previously recorded on Reel 007206 Frame 0276. Assignor(s) hereby confirms the Security Interest.
RESUBMIT DOCUMENT ID:	900601842

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
In-Shape Solutions, LLC		02/28/2021	Corporation: DELAWARE

RECEIVING PARTY DATA

Name:	Aquiline Agent Services LLC
Street Address:	535 Madison Ave Floor 24/25
City:	New York
State/Country:	NEW YORK
Postal Code:	10022
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Registration Number:	5575819	360FIT
Registration Number:	5653203	360FIT
Registration Number:	4778649	YOGASHAPE
Registration Number:	4032957	FITSTART
Registration Number:	2105607	IN SHAPE
Registration Number:	1814118	IN SHAPE CITY
Registration Number:	5726808	29-MINUTE CIRCUIT
Registration Number:	5702401	IS IN-SHAPE
Registration Number:	6236646	MOVE7

CORRESPONDENCE DATA

Fax Number: 6172359493
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: 617-951-7169
Email: catherine.murray@ropesgray.com
Correspondent Name: Catherine Murray
Address Line 1: PRUDENTIAL TOWER, 800 BOYLSTON STREET

TRADEMARK

Address Line 2: Ropes & Gray LLP
Address Line 4: BOSTON, MASSACHUSETTS 02199-3600

ATTORNEY DOCKET NUMBER: 114335-0037-005

NAME OF SUBMITTER: Catherine Murray

SIGNATURE: /catherine murray/

DATE SIGNED: 04/07/2021

Total Attachments: 5

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NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

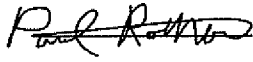
Please be advised that pursuant to the Security and Pledge Agreement dated as of February 28, 2021 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Aquiline Agent Services LLC, as Administrative Agent and Collateral Agent (in such capacities, the "Agent") for the holders of the Obligations referenced therein, the undersigned Obligor has granted a continuing security interest in and a right to set off against the trademarks and trademark applications set forth on Schedule 1 to the Agent for the ratable benefit of the holders of the Obligations.

The undersigned Obligor and the Agent, on behalf of the holders of the Obligations, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

[SIGNATURE PAGES FOLLOW]

Very truly yours,

IN-SHAPE SOLUTIONS, LLC, a Delaware limited
liability company

By: 
Name: Paul Rothbard
Title: President

Acknowledged and Accepted:

Aquiline Agent Services LLC, as Agent

By: *G Kalish*
Name: Geoffrey O. Kalish
Title: Director

Schedule 1

U.S. Trademarks

Trademark Registrations

Trademark	Registration #	Serial #	Reg. Date
360FIT and Design (vertical design)	5575819	87817148	10/02/18
360FIT and Design (horizontal design)	5653203	87817139	01/15/19
YOGASHAPE	4778649	86295494	07/21/15
FITSTART	4032957	75258979	10/04/11
IN SHAPE	2105607	75258984	10/14/97
IN SHAPE CITY (Stylized)	1814118	74299413	12/28/93
29-MINUTE CIRCUIT	5726808	88094591	04/16/19
IS IN-SHAPE and Design	5702401	88063588	03/19/19
MOVE 7	6236646	88723027	01/05/21

Trademark Applications

None.