

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM747850

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	SECURITY INTEREST
RESUBMIT DOCUMENT ID:	900703832

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
VITALIZE, LLC		06/29/2022	Limited Liability Company: DELAWARE
LIFT LIFE FOUNDATION INC.		06/29/2022	Corporation: IDAHO

RECEIVING PARTY DATA

Name:	LEMS I LLC
Street Address:	1111 Expedia Group Way W.
City:	Seattle
State/Country:	WASHINGTON
Postal Code:	98119
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 35

Property Type	Number	Word Mark
Registration Number:	5868580	
Registration Number:	5158865	B BODYBUILDING.COM
Registration Number:	6180907	BBCOM
Serial Number:	90241025	BBCOM
Serial Number:	90241043	BB.COM
Registration Number:	4902060	BODYBUILDING.COM
Registration Number:	4864746	BODYBUILDING.COM
Registration Number:	4903179	BODY BUILDING.COM
Registration Number:	4916388	BODY BUILDING.COM
Registration Number:	5372908	BODYSPACE
Registration Number:	3376877	BODYSPACE
Registration Number:	6569550	BUILD YOUR BODY
Registration Number:	6555519	BUILD YOUR BODY
Registration Number:	3849100	CHEAP SUPPLEMENTS
Serial Number:	87782753	HONEST MUSCLE
Registration Number:	3700166	INFORMATION MOTIVATION SUPPLEMENTATION
Registration Number:	5567986	LIFT LIFE FOUNDATION

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	4695799	MULTICORE
Serial Number:	97357089	MUSCLE BODY
Registration Number:	5449195	NOURISH + BLOOM
Registration Number:	5449196	NOURISH + BLOOM
Registration Number:	5976239	REAL FITNESS
Registration Number:	6213119	REMIX NUTRITION
Serial Number:	88737927	REMIX NUTRITION
Registration Number:	5868581	REVEL
Registration Number:	5237399	REVEL
Registration Number:	5927474	REVEL
Serial Number:	90843999	S
Serial Number:	90843986	S
Serial Number:	90843969	S
Serial Number:	90843955	SPLASH CANDY
Serial Number:	90843914	SPLASH CANDY
Serial Number:	90843881	SPLASH CANDY
Registration Number:	5868582	STRENGTH CELEBRATED
Registration Number:	3452293	TEENBODY BUILDING.COM

CORRESPONDENCE DATA

Fax Number: 2124684888

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: 212-468-4800

Email: jkatz@dglaw.com

Correspondent Name: Jeffrey C. Katz

Address Line 1: 1675 BROADWAY

Address Line 2: 31st Floor

Address Line 4: New York, NEW YORK 10019

ATTORNEY DOCKET NUMBER:	029948.1.0
NAME OF SUBMITTER:	Jeffrey C. Katz
SIGNATURE:	/Jeffrey C. Katz/
DATE SIGNED:	08/11/2022

Total Attachments: 6

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GRANT OF SECURITY INTEREST (TRADEMARKS)

The undersigned, [REDACTED]

[REDACTED] VITALIZE, LLC, a Delaware limited liability company, [REDACTED]

[REDACTED] LIFT LIFE FOUNDATION, INC., an Idaho corporation, [REDACTED]

[REDACTED] (collectively, the “Grantors”), and LEMS I LLC, a Delaware limited liability company (the “Lender”), are parties to a Security Agreement, dated as of June 27, 2022 (as amended, supplemented or otherwise modified from time to time, the “Security Agreement”). All capitalized terms used but not otherwise defined herein have the meanings given to them in the Security Agreement.

Pursuant to the Security Agreement, as security for the payment and performance, as applicable, in full of the Secured Obligations, each Grantor pledged and granted to the Lender and created a continuing lien and security interest in favor of the Lender in and to all of its right, title and interest in and to the Collateral, including, without limitation, certain of their United States intellectual property.

For good and valuable consideration, the receipt of which is hereby acknowledged, and for the purpose of recording the grant of the security interest as aforesaid, each Grantor, as security for the payment or performance, as applicable, in full of the Secured Obligations, pledges and grants to the Lender and creates a continuing lien and security interest in favor of the Lender in and to all of its right, title and interest in and to the following property of each Grantor, now owned or hereafter acquired by each Grantor (collectively, the “Trademark Collateral”):

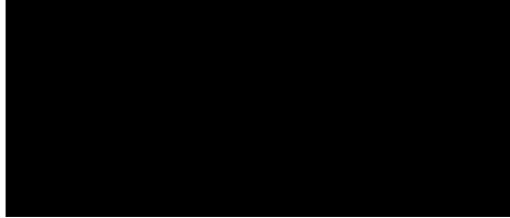
- (a) trademarks and U.S. Patent and Trademark Office registrations and/or applications for registration thereof, as set forth on Schedule 1 attached hereto (collectively, the “Trademarks”);
- (b) the goodwill of the business symbolized by the Trademarks; and
- (c) all proceeds thereof, including, without limitation, from any and all causes of action which may exist by reason of infringement thereof.

The Grantors do hereby further acknowledge and affirm that the rights and remedies of the Lender with respect to the security interest in the Trademark Collateral made and granted hereby are set forth in the Security Agreement, the terms and provisions of which are hereby incorporated by reference as if fully set forth herein.

The Lender’s address is: 1111 Expedia Group Way W., Seattle, WA 98119

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IN WITNESS WHEREOF, the Grantors have caused this Grant of Security Interest (Trademarks) to be signed by their duly authorized representatives as of this 29 day of June 2022.



VITALIZE, LLC

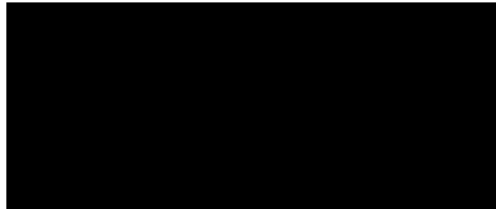
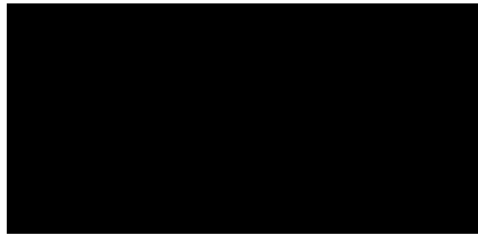
DocuSigned by:

A handwritten signature in black ink, appearing to be 'Karl Walsh', written over a horizontal line.

By:

Name: Karl Walsh

Title: Chief Executive Officer



LIFT LIFE

FOUNDATION, INC.

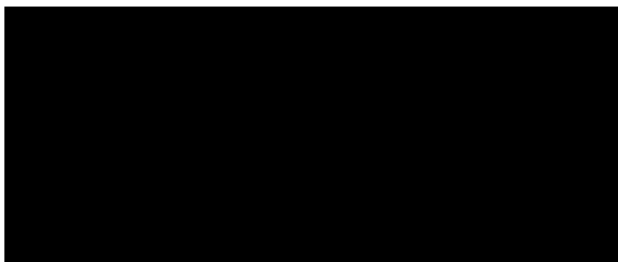
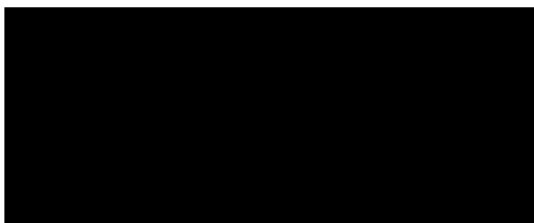
DocuSigned by:

A handwritten signature in black ink, appearing to be 'Karl Walsh', written over a horizontal line.




By:

Name: Karl Walsh


Title: Authorized Representative



Schedule 1
to
Grant of Security Interest (Trademarks)
Dated as of June 29, 2022

<u>Trademark</u>	<u>Owner</u>	<u>U.S. Serial Number / U.S. Registration Number</u>	<u>Application Date / Registration Date</u>
	Vitalize, LLC	U.S. Registration No. 5868580	September 24, 2019
	Vitalize, LLC	U.S. Registration No. 5158865	March 14, 2017
BBCOM	Vitalize, LLC	U.S. Registration No. 6180907	October 20, 2020
BBCOM	Vitalize, LLC	U.S. Serial No. 90241025	October 7, 2020
BB.COM	Vitalize, LLC	U.S. Serial No. 90241043	October 7, 2020
BODYBUILDING.COM	Vitalize, LLC	U.S. Registration No. 4902060	February 16, 2016
BODYBUILDING.COM	Vitalize, LLC	U.S. Registration No. 4864746	December 1, 2015
BODY BUILDING.COM	Vitalize, LLC	U.S. Registration No. 4903179	February 16, 2016
BODY BUILDING.COM	Vitalize, LLC	U.S. Registration No. 4916388	March 15, 2016
BODYSPACE	Vitalize, LLC	U.S. Registration No. 5372908	January 9, 2018
	Vitalize, LLC	U.S. Registration No. 3376877	February 5, 2008
BUILD YOUR BODY	Vitalize, LLC	U.S. Registration No. 6569550	November 23, 2021
BUILD YOUR BODY	Vitalize, LLC	U.S. Registration No. 6555519	November 9, 2021
CHEAP SUPPLEMENTS	Vitalize, LLC	U.S. Registration No. 3849100	September 14, 2010
HONEST MUSCLE	Vitalize, LLC	U.S. Serial No. 87782753	February 2, 2018

INFORMATION MOTIVATION SUPPLEMENTATION	Vitalize, LLC	U.S. Registration No. 3700166	October 20, 2009
	Lift Life Foundation Inc.	U.S. Registration No. 5567986	September 25, 2018
MULTICORE	Vitalize, LLC	U.S. Registration No. 4695799	March 3, 2015
MUSCLE BODY	Vitalize, LLC	U.S. Serial No. 97357089	April 11, 2022
NOURISH + BLOOM	Vitalize, LLC	U.S. Registration No. 5449195	April 17, 2018
 NOURISH + BLOOM	Vitalize, LLC	U.S. Registration No. 5449196	April 17, 2018
REAL FITNESS	Vitalize, LLC	U.S. Registration No. 5976239	February 4, 2020
REMIX NUTRITION	Vitalize, LLC	U.S. Registration No. 6213119	December 1, 2020
REMIX NUTRITION	Vitalize, LLC	U.S. Serial No. 88737927	December 23, 2019
	Vitalize, LLC	U.S. Registration No. 5868581	September 24, 2019
REVEL	Vitalize, LLC	U.S. Registration No. 5237399	July 4, 2017
REVEL	Vitalize, LLC	U.S. Registration No. 5927474	December 3, 2019
	Vitalize, LLC	U.S. Serial No. 90843999	July 22, 2021
	Vitalize, LLC	U.S. Serial No. 90843986	July 22, 2021
	Vitalize, LLC	U.S. Serial No. 90843969	July 22, 2021

SPLASH CANDY	Vitalize, LLC	U.S. Serial No. 90843955	July 22, 2021
SPLASH CANDY	Vitalize, LLC	U.S. Serial No. 90843914	July 22, 2021
SPLASH CANDY	Vitalize, LLC	U.S. Serial No. 90843881	July 22, 2021
STRENGTH CELEBRATED	Vitalize, LLC	U.S. Registration No. 5868582	September 24, 2019
	Vitalize, LLC	U.S. Registration No. 3452293	June 24, 2008