

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM753769

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Woodforest National Bank		08/26/2022	National Banking Association: DELAWARE
RECEIVING PARTY DATA			
Name:	Fitness Anywhere LLC		
Street Address:	450 Newport Center Drive		
Internal Address:	Suite 590		
City:	Newport Beach		
State/Country:	UNITED STATES		
Postal Code:	92660		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 46			
Property Type	Number	Word Mark	
Registration Number:	5456211	DUO TRAINER	
Registration Number:	4674630	EFT	
Registration Number:	4674631	EXPEDITIONARY FUNCTIONAL TRAINING	
Registration Number:	4103996	FITNESS ANYWHERE	
Registration Number:	3605942	FITNESS ANYWHERE	
Registration Number:	2975844	FITNESS ANYWHERE	
Registration Number:	3476009	FORCE TRAINING KIT	
Registration Number:	3922984	GET WITH THE MOVEMENT	
Registration Number:	5309188	INVIZI-MOUNT	
Registration Number:	4023502	IRON CIRCUIT	
Registration Number:	3463278	MAKE YOUR BODY YOUR MACHINE	
Registration Number:	3328634	MAKE YOUR BODY YOUR MACHINE	
Registration Number:	4018160	MAKE YOUR BODY YOUR MACHINE	
Registration Number:	4122238	R4	
Registration Number:	4187178	RIP	
Registration Number:	3930500	RIP-COREFX	
Registration Number:	4366625	SUSPENSION TRAINING	
Registration Number:	3255160	SUSPENSION TRAINING	

CH \$1165.00 5456211

Property Type	Number	Word Mark
Registration Number:	3255161	SUSPENSION TRAINING
Registration Number:	4741049	
Registration Number:	4018159	TRX
Registration Number:	3384871	TRX
Registration Number:	3202696	TRX
Registration Number:	4731160	TRX
Registration Number:	4998892	TRX
Registration Number:	4542811	TRX
Registration Number:	4422454	TRX CORE
Registration Number:	4027129	TRX FORCE
Registration Number:	4583899	TRX MAKE YOUR BODY YOUR MACHINE
Registration Number:	4129135	TRXTEAM
Registration Number:	4345798	TRX TRAINING CENTER
Registration Number:	3925283	TRX TRAINING CENTER
Registration Number:	4459672	TRX TRAINING ZONE
Registration Number:	2953907	VECTOR RESISTANCE
Registration Number:	4011271	X
Registration Number:	3329136	X
Registration Number:	4125533	XMOUNT
Registration Number:	6011421	MOVEMENT IS A VITAL SIGN
Registration Number:	6049742	TRX ROCKER
Serial Number:	86696336	TACTICAL TRAINING BOX
Serial Number:	86696347	TACTICAL TRAINING LOCKER
Serial Number:	85232122	TRAINING (RE)DEFINED
Serial Number:	85232119	TRAINING (RE)DEFINED
Serial Number:	85176944	TRXPRESS
Serial Number:	88342288	MOVEMENT IS A VITAL SIGN
Serial Number:	88559784	TRX M BODY STRAP INTO THE MOVEMENT

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: 2128598000

Email: teas@friedfrank.com

Correspondent Name: Jason Greenberg c/o Fried Frank et al

Address Line 1: 1 New York Plaza

Address Line 2: 27th Floor

Address Line 4: New York, NEW YORK 10004

ATTORNEY DOCKET NUMBER:	007587-00001
NAME OF SUBMITTER:	Jason Greenberg
SIGNATURE:	/Jason Greenberg/
DATE SIGNED:	09/07/2022

Total Attachments: 9

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RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY

This RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY (this “Release”), dated as of August 26, 2022 (the “Effective Date”), is made by WOODFOREST NATIONAL BANK (the “Lender”), in favor of Fitness Anywhere LLC, a Delaware limited liability company (the “Grantor”).

WHEREAS, pursuant to that certain Credit Agreement, dated as of December 26, 2018, between the Lender and the Grantor (as amended, restated, supplemented or otherwise modified from time to time, the “Credit Agreement”), the Grantor and the Lender entered into that certain Guarantee and Security Agreement, dated as of December 26, 2018 (as amended, restated, supplemented or otherwise modified from time to time), pursuant to which the Grantor executed and delivered (i) a Patent Security Agreement, dated as of December 26, 2018 (the “2018 Patent Security Agreement”), which was recorded with the United States Patent and Trademark Office on December 28, 2018, at Reel/Frame 047869/0012, (ii) a Patent Security Agreement, dated as of August 11, 2020 (the “2020 Patent Security Agreement”), which was recorded with the United States Patent and Trademark Office on August 12, 2020, at Reel/Frame 053470/0096, (iii) a Trademark Security Agreement, dated as of December 26, 2018 (the “2018 Trademark Security Agreement”), which was recorded with the United States Patent and Trademark Office on February 21, 2019, at Reel/Frame 006568/0933, (iv) a Trademark Security Agreement, dated as of August 11, 2020 (the “2020 Trademark Security Agreement”), which was recorded with the United States Patent and Trademark Office on August 12, 2020, at Reel/Frame 007024/0697, and (v) a Copyright Security Agreement, dated as of December 26, 2018 (the “2018 Copyright Security Agreement”), which was recorded with the United States Copyright Office on January 28, 2019, at V9970D717.

WHEREAS, pursuant to the 2018 Patent Security Agreement, the 2020 Patent Security Agreement, the 2018 Trademark Security Agreement, the 2020 Trademark Security Agreement, and the 2018 Copyright Security Agreement (each, an “IP Security Agreement”), the Grantor granted to the Lender a security interest in and continuing lien on all of the Grantor’s right, title and interest in and to the Patents, Trademark Collateral and Copyrights (as each term is defined in the applicable IP Security Agreement) (collectively, the “Released Collateral”).

WHEREAS, pursuant to an Order Granting Debtors’ Motion For An Order: (1) Approving Sale Of Substantially All Of The Debtors’ Assets Free And Clear Of Certain Liens, Claims, Interests And Encumbrances; (2) Approving Assumption And Assignment Of Unexpired Leases And Executory Contracts And Determining Cure Amounts, And Approving Rejection Of Unexpired Leases And Executory Contracts Which Are Not Assumed; (3) Waiving The 14-Day Stay Periods Of Bankruptcy Rules 6004(H) And 6006(D); And (4) Granting Related Relief [Docket No. 280] (the “Sale Order”), the United States Bankruptcy Court for the Central District of California (the “Bankruptcy Court”), substantially all of the assets of TRX Holdco, LLC and its subsidiaries (including Grantor) were sold to JFXD Capital LLC (“Purchaser”) free and clear of liens and encumbrances. The Order provides that the Released Collateral is subject to the Sale Order and that Purchaser is acquiring the Released Collateral free and clear of the IP Security Agreement, and is willing to execute this Release at the request of Purchaser in order to facilitate the sale on the basis that pursuant to the Sale Order, its liens attach to the proceeds of the sale contemplated thereby.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Lender hereby agrees as follows:

1. Release. The Lender, without representation or warranty of any kind, hereby releases, discharges, terminates and cancels all of its security interest in and continuing lien on all of Grantor’s right, title and interest in and to the Released Collateral, including the patents and patent applications set forth on Schedule I attached hereto, the trademark registrations and applications set forth on Schedule II attached

hereto, and the copyright registrations and applications set forth on Schedule III attached hereto. If and to the extent that the Lender has acquired any right, title or interest in and to the Released Collateral under any of the IP Security Agreements, the Lender, without representation or warranty of any kind, hereby re-transfers, re-conveys and re-assigns such right, title or interest to the Grantor.

2. Termination. The Lender, without representation or warranty of any kind, terminates and cancels each IP Security Agreement.

3. Further Assurances. The Lender agrees to take all further reasonable actions, and provide to the Grantor and its successors, assigns and its and their legal representatives, all such cooperation and assistance (including, without limitation, the execution and delivery of any and all documents or other instruments), reasonably requested by any such person, at the Purchaser's (or successors' or assigns') sole cost and expense, to more fully and effectively effectuate the purposes of this Release.


4. Authorization. The Lender hereby authorizes and requests that the Commissioner for Patents, the Commissioner for Trademarks, the Register of Copyrights and all other governmental entities and officials record this Release.

5. Governing Law. This Release and any claim, controversy, dispute or cause of action (whether in contract or tort or otherwise) based upon, arising out of or relating to this Release and the transactions contemplated hereby shall be governed by and construed in accordance with, the law of the State of New York.

[Signature Follows on Next Page.]

IN WITNESS WHEREOF, the Lender has caused this Release to be executed by its duly authorized representative as of the Effective Date:

WOODFOREST NATIONAL BANK

By: 

Name: David A A Macdonald

Title: Executive Vice President
Commercial Banking -- Middle Market

Schedule I
Patents

2018 Patent Security Agreement: Reel/Frame 047869/0012

Property Type	Number
Application Number:	15359176
Patent Number:	8628059
Patent Number:	7806814
Patent Number:	7722508
Patent Number:	7785244
Application Number:	12826539
Application Number:	29587143
Patent Number:	D831764
Application Number:	29575116
Patent Number:	D710956
Patent Number:	9199119
Patent Number:	7090622
Patent Number:	8083653
Patent Number:	8043197
Patent Number:	8469864
Patent Number:	7044896
Patent Number:	D808251
Patent Number:	D669945
Patent Number:	7762932
Application Number:	60973126
Patent Number:	7651448
Application Number:	15359301
Patent Number:	D818809
Patent Number:	9433258
Patent Number:	8840532
Patent Number:	9155931
Patent Number:	D820063

2020 Patent Security Agreement: Reel/Frame 053470/0096

Property Type	Number
Patent Number:	D872200
Application Number:	29735218
Application Number:	29708165
Application Number:	29735224
Application Number:	29735226
Application Number:	16204044
Application Number:	62860477
Application Number:	16592337

Schedule II
Trademark Collateral

2018 Trademark Security Agreement: Reel/Frame 006568/0933

Property Type	Number	Word Mark
Registration Number:	5466211	DUJO TRAINER
Registration Number:	4874630	EFT
Registration Number:	4674631	EXPEDITIONARY FUNCTIONAL TRAINING
Registration Number:	4103996	FITNESS ANYWHERE
Registration Number:	3605042	FITNESS ANYWHERE
Registration Number:	2975844	FITNESS ANYWHERE
Registration Number:	3476009	FORCE TRAINING KIT
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Registration Number:	4018160	MAKE YOUR BODY YOUR MACHINE
Registration Number:	4122236	R4
Registration Number:	4187178	RIP
Registration Number:	3930500	RIP-COREFX
Registration Number:	4366625	SUSPENSION TRAINING
Registration Number:	3255160	SUSPENSION TRAINING
Registration Number:	3255161	SUSPENSION TRAINING
Serial Number:	88696336	TACTICAL TRAINING BOX
Serial Number:	86696347	TACTICAL TRAINING LOCKER
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Registration Number:	4422454	TRX CORE
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Registration Number:	4583889	TRX MAKE YOUR BODY YOUR MACHINE
Registration Number:	4129135	TRXTEAM
Registration Number:	4345798	TRX TRAINING CENTER
Registration Number:	3925283	TRX TRAINING CENTER
Registration Number:	4459672	TRX TRAINING ZONE
Serial Number:	85176944	TRXPRESS
Registration Number:	2953907	VECTOR RESISTANCE
Registration Number:	4011271	X
Registration Number:	3329136	X
Registration Number:	4125533	XMOUNT

2020 Trademark Security Agreement: Reel/Frame 007024/0697

Property Type	Number	Word Mark
Registration Number:	6011421	MOVEMENT IS A VITAL SIGN
Registration Number:	6049742	TRX ROCKER
Serial Number:	88342288	MOVEMENT IS A VITAL SIGN
Serial Number:	88559784	TRX M BODY STRAP INTO THE MOVEMENT

Schedule III
Copyrights

2018 Copyright Security Agreement: V9970D717

- 001 All Body Xpress, volume 1 / Reg. PA1648104.
- 002 All Body Xpress, volume 1 & 30 other titles / Reg. V3601D492.
- 003 All Body Xpress Workout Guide / Reg. VA1692428.
- 004 Military fitness guide: TRX suspension training / Reg. TX6446728.
- 005 TRX all body workout / Reg. VA1326158.
- 006 TRX Basic Training / Reg. PA1727874.
- 007 TRX Basic Training / Reg. VA1755968.
- 008 TRX Basic Training Quick Start & Workout Guide / Reg. TX7252143.
- 009 TRX Boot Camp: Ropes & Straps / Reg. PA1628051.
- 010 TRX Boot Camp: Ropes & Straps Workout Guide / Reg. VA1747882.
- 011 TRX core strength: vol. 1 / Reg. PA1381425.
- 012 TRX core strength: vol. 1 / Reg. VA1403391.
- 013 TRX essentials: cardio circuit / Reg. PA1626892.
- 014 TRX essentials: cardio circuit workout guide / Reg. VA1747884.
- 015 TRX Flexibility / Reg. VA1664325.
- 016 TRX Force Field Guide / Reg. VA1743941.
- 017 TRX Force Trainer Course / Reg. TX7275006.
- 018 TRX Force Trainer Course User's Guide / Reg. TX7268893.
- 019 TRX Performance: Team Sports / Reg. PA1622895.
- 020 TRX Performance: train like the pros / Reg. PA1623374.
- 021 TRX Pilates series / Reg. VA1326157.
- 022 TRX Strength / Reg. VA1664327.
- 023 TRX Strength Advanced / Reg. VA1664323.
- 024 TRX Suspension Training Course / Reg. TX7267550.
- 025 TRX Suspension Training Group Course / Reg. PA1753512.
- 026 TRX System Professional / Reg. VA1423942.
- 027 TRX Team Coach Playbook / Reg. TX7257144.
- 028 All Body Xpress, volume 1 & 65 other titles / Reg. V9913D752.
- 029 RIP TRAINING Leaner Faster Stronger / Reg. TX7886434.
- 030 TRX All Body Workout Function Strength Control / Reg. VA1787364.
- 031 TRX Boot Camp Ropes & Straps Round 2 / Reg. VA1817406.
- 032 TRX Boot Camp Ropes & Straps Round 2 / Reg. VA1780730.
- 033 TRX Boot Camp Ropes & Straps Round 2 / Reg. TX7393092.
- 034 TRX Education Trainer Basics / Reg. VA1779639.
- 035 TRX essentials flexibility / Reg. TX7402378.
- 036 TRX essentials flexibility / Reg. VA1817574.
- 037 TRX essentials flexibility / Reg. VA1783409.
- 038 TRX essentials strength / Reg. VA1817599.
- 039 TRX essentials strength / Reg. TX7395670.
- 040 TRX essentials strength / Reg. VA1779525.
- 041 TRX Female Silhouette_actual work et al / Reg. VA1858853.
- 042 TRX Flexibility / Reg. VA1796892.
- 043 TRX Force / Reg. VA1819177.
- 044 TRX Force / Reg. VA1780717.
- 045 TRX Force Field Guide / Reg. TX7394610.
- 046 TRX Get Started Set Up Activate Workout / Reg. TX7695173.

- 047 TRX Golf Workout / Reg. VA1787389.
- 048 TRX Golf Workout / Reg. PA1764162.
- 049 TRX Home Gym Product Package Image (1015) / Reg. VA1995042.
- 050 TRX Home Male Silhouette / Reg. VA1858946.
- 051 TRX Home Package Design / Reg. VA1858938.
- 052 TRX Kettlebell Iron Circuit Conditioning / Reg. VA1819176.
- 053 TRX Kettlebell Iron Circuit Conditioning / Reg. TX7393088.
- 054 TRX Kettlebell Iron Circuit Conditioning / Reg. VA1781673.
- 055 TRX Performance: Tennis / Reg. VA1817392.
- 056 TRX Performance: Tennis / Reg. TX7387297.
- 057 TRX Performance: Tennis / Reg. VA1779637.
- 058 TRX Pilates Series Function Strength Control / Reg. VA1787204.
- 059 TRX Pro Package Design / Reg. VA1858949.
- 060 TRX Rip Trainer: Basic Training / Reg. PA1789490.
- 061 TRX RIP Trainer: Basic Training / Reg. VA1781491.
- 062 TRX Rip Trainer: Basic Training / Reg. TX7390962.
- 063 TRX Setup & Use / Reg. PA1891599.
- 064 TRX setup & use and 1 other title / Reg. V9914D889.
- 065 TRX Strength / Reg. VA1793260.
- 066 TRX Strength Advanced / Reg. VA1787624.
- 067 TRX Suspension Training Sports Medicine: User's Guide / Reg. TX7376286.
- 068 TRX Team Coach Workbook / Reg. TX7393116.
- 069 TRX Team Rollout Manual / Reg. TX7396873.
- 070 TRX TEAM Training Camp Play Cards / Reg. TX7546105.