

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

Assignment ID: TM181411

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Release of Second Lien Security Interest (Reel 6012 / Frame 0400)		
SEQUENCE:	2		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Morgan Stanley Senior Funding, Inc.		03/08/2024	Corporation: DELAWARE
RECEIVING PARTY DATA			
Company Name:	Equinox Holdings, Inc.		
Street Address:	31 Hudson Yards		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10001		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 95			
Property Type	Number	Word Mark	
Registration Number:	4630609	BLITZ	
Registration Number:	5038008	COMMIT TO SOMETHING	
Registration Number:	4098147	DE RIGUEUR PROVISIONS	
Registration Number:	2152237		
Registration Number:	2239483		
Registration Number:	2492323		
Registration Number:	3381293	E	
Registration Number:	3557077	E	
Registration Number:	4416052	E	
Registration Number:	3372664	EFTI	
Registration Number:	3467312	EQUIFIT	
Registration Number:	3372602	EQUINEWS	
Registration Number:	1796108	EQUINOX	
Registration Number:	1900162	EQUINOX	
Registration Number:	1903842	EQUINOX	
Registration Number:	2090336	EQUINOX	
Registration Number:	3118571	EQUINOX	
Registration Number:	3542543	EQUINOX	
		TRADEMARK	

Property Type	Number	Word Mark
Registration Number:	3722700	EQUINOX
Registration Number:	4038763	EQUINOX
Registration Number:	4173317	EQUINOX
Registration Number:	4210040	EQUINOX
Registration Number:	4631892	EQUINOX
Registration Number:	4724027	EQUINOX
Registration Number:	4960468	EQUINOX
Registration Number:	4975029	EQUINOX
Registration Number:	5078176	EQUINOX
Registration Number:	5003537	EQUINOX
Registration Number:	4510967	EQUINOX
Registration Number:	5013086	EQUINOX
Registration Number:	4505526	EQUINOX
Registration Number:	2074971	EQUINOX
Registration Number:	3377795	EQUINOX
Registration Number:	3542542	EQUINOX
Registration Number:	3909648	EQUINOX
Registration Number:	4166449	EQUINOX
Registration Number:	4169576	EQUINOX
Registration Number:	4953212	EQUINOX
Registration Number:	3388156	EQUINOX ACADEMY
Registration Number:	4575978	EQUINOX MADE ME DO IT
Registration Number:	4086586	EQUISSAGE
Registration Number:	4564322	ETC
Registration Number:	4158850	FIGURE 4
Registration Number:	3675131	FITNESS LIFESTYLE BY EQUINOX
Registration Number:	4650077	FLOW PLAY
Registration Number:	5024107	FULLY LOADED
Registration Number:	5019361	FURTHERMORE
Registration Number:	4983316	I AM SOMETHING WE ARE EVERYTHING
Registration Number:	3153005	IT'S NOT FITNESS IT'S LIFE
Registration Number:	3384480	IT'S NOT FITNESS. IT'S LIFE.
Registration Number:	4129391	MAVOR DEUCE
Registration Number:	4151779	MERCER AND TAYLOR
Registration Number:	4512924	METCON3
Registration Number:	4051276	MY BODY. MY BIOGRAPHY.
Registration Number:	3558860	MYEQ
Registration Number:	4109772	O

Property Type	Number	Word Mark
Registration Number:	4937664	ONE. WILD. RIDE.
Registration Number:	4149429	Q BY EQUINOX
Registration Number:	5088207	THE CUT
Registration Number:	4942247	THE PURSUIT BY EQUINOX
Registration Number:	4937644	THE PURSUIT: BURN
Registration Number:	4937643	THE PURSUIT: BUILD
Registration Number:	4933407	THE PUR S U I T BY EQUINOX
Registration Number:	4758380	STACKED!
Registration Number:	4650543	RUNCROSS
Registration Number:	4650515	RUNNERS RESET
Registration Number:	4650514	PRECISION RUNNING
Registration Number:	4564323	WHIPPED!
Registration Number:	4674228	RX SERIES
Registration Number:	4709269	TREAD AND SHRED
Serial Number:	86638518	CONNECTED CYCLING
Serial Number:	86434342	
Serial Number:	86434359	
Serial Number:	87197790	EQUIFIT
Serial Number:	86550204	EQUINOX
Serial Number:	87049478	EQUINOX
Serial Number:	85747216	EQUINOX
Serial Number:	87140530	EQUINOX 21/22
Serial Number:	86083600	EQUINOX
Serial Number:	86839416	EQUINOX COLLECTIVE
Serial Number:	86920224	EQUINOX GOLDRUSH
Serial Number:	86530909	EQUINOX IT'S NOT FITNESS. IT'S LIFE.
Serial Number:	86592793	EQX
Serial Number:	87215311	FIRESTARTER
Serial Number:	86681698	FURTHERMORE
Serial Number:	86977735	FURTHERMORE
Serial Number:	86693252	MNR
Serial Number:	87034442	O
Serial Number:	87274748	PROJECT BY EQUINOX
Serial Number:	87298875	THE PURSUIT
Serial Number:	86440697	THE PURSUIT: BUILD
Serial Number:	86440704	THE PURSUIT: BURN
Serial Number:	87229937	TIER X
Serial Number:	86126114	EQUINOX

Property Type	Number	Word Mark
Serial Number:	86232536	EQUINOX

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: 8007130755
Email: Michael.Violet@wolterskluwer.com
Correspondent Name: Michael Violet
Address Line 1: 4400 Easton Commons Way
Address Line 2: Suite 125
Address Line 4: Columbus, OHIO 43219

NAME OF SUBMITTER:	Michael Violet
SIGNATURE:	Michael Violet
DATE SIGNED:	03/08/2024

Total Attachments: 11

- source=07. Equinox - Second Lien Trademark Security Agreement Release (2017)#page1.tif
- source=07. Equinox - Second Lien Trademark Security Agreement Release (2017)#page2.tif
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RELEASE OF SECURITY INTEREST IN TRADEMARKS

This RELEASE OF SECURITY INTEREST IN TRADEMARKS (this "Release"), dated as of March 8, 2024 (the "Effective Date"), is made by Morgan Stanley Senior Funding, Inc., in its capacity as Collateral Agent (the "Agent"), in favor of the grantor party identified on the signature page hereto (the "Grantor").

WHEREAS, pursuant to that certain Second Priority Security Agreement, dated as of March 8, 2017, by and among the Agent, the Grantor and certain other parties thereto (as amended, amended and restated, or otherwise modified from time to time, the "Security Agreement"), the Grantor granted to the Agent, in its capacity as Agent, a lien on and security interest in and to all of its right, title and interest in, to and under certain collateral;

WHEREAS, pursuant to the Security Agreement, the Grantor executed and delivered a Trademark Security Agreement, dated as of March 8, 2017 (the "Trademark Security Agreement"), for recordal with the United States Patent and Trademark Office;

WHEREAS, the Trademark Security Agreement was recorded with the United States Patent and Trademark Office on March 14, 2017 at Reel/Frame 6012/0400;

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

1. Defined Terms. All capitalized terms used, but not otherwise defined herein, shall have the respective meanings ascribed in or otherwise referenced in the Security Agreement or the Trademark Security Agreement, as applicable.

2. Release. The Agent, without representation or warranty of any kind, hereby releases, discharges, terminates and cancels all of its lien on and security interest in and to all of its right, title and interest in, to and under Trademark Collateral, including the trademark registrations and applications set forth on Schedule I attached hereto, arising under the Security Agreement and the Trademark Security Agreement. If and to the extent that the Agent has acquired any right, title or interest in, to or under the Trademark Collateral under the Trademark Security Agreement, the Agent, without representation or warranty of any kind, hereby re-transfers, re-conveys and re-assigns such right, title or interest to the Grantor.

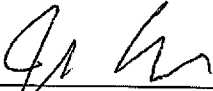
3. Termination. The Agent, without representation or warranty of any kind, terminates and cancels the Trademark Security Agreement.

4. Further Assurances. The Agent agrees to take all further actions, and provide to the Grantor and its successors, assigns or other 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 the Grantor, at the Grantor's sole cost and expense, to more fully and effectively effectuate the purposes of this Release.

5. Governing Law. This Release and the transactions contemplated hereby, and all disputes between the parties under or relating to this Release or the facts or circumstances leading to its execution, whether in contract, tort or otherwise, shall be construed in accordance with and governed by the laws (including statutes of limitation) of the State of New York, without regard to conflicts of law principles that would require the application of the laws of another jurisdiction.

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

**MORGAN STANLEY SENIOR FUNDING,
INC., acting in its capacity as Collateral Agent
for the Lenders**

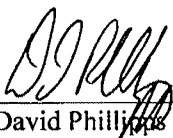
By: 
Name: Jake Cohan
Title: Authorized Signatory

**GRANTORS:
EQUINOX HOLDINGS, INC.**

**MORGAN STANLEY SENIOR FUNDING,
INC., acting in its capacity as Collateral Agent
for the Lenders**

By: _____
Name:
Title:

**GRANTORS:
EQUINOX HOLDINGS, INC.**

By:  _____
Name: David Phillips
Title: Executive Vice President and
Chief Financial Officer

Trademark Registrations and Trademark Applications

Trademark Registrations:

OWNER	REGISTRATION NUMBER	TRADEMARK
Equinox Holdings, Inc.	4630609	BLITZ
Equinox Holdings, Inc.	5038008	COMMIT TO SOMETHING
Equinox Holdings, Inc.	4098147	DE RIGUEUR PROVISIONS
Equinox Holdings, Inc.	2152237	DESIGN ONLY
Equinox Holdings, Inc.	2239483	DESIGN ONLY
Equinox Holdings, Inc.	2492323	DESIGN ONLY
Equinox Holdings, Inc.	3381293	E (STYLIZED)
Equinox Holdings, Inc.	3557077	E (STYLIZED)
Equinox Holdings, Inc.	4416052	E STYLIZED
Equinox Holdings, Inc.	3372664	EFTI
Equinox Holdings, Inc.	3467312	EQUIFIT
Equinox Holdings, Inc.	3372602	EQUINEWS
Equinox Holdings, Inc.	1796108	EQUINOX
Equinox Holdings, Inc.	1900162	EQUINOX
Equinox Holdings, Inc.	1903842	EQUINOX

OWNER	REGISTRATION NUMBER	TRADEMARK
Equinox Holdings, Inc.	2090336	EQUINOX
Equinox Holdings, Inc.	3118571	EQUINOX
Equinox Holdings, Inc.	3542543	EQUINOX
Equinox Holdings, Inc.	3722700	EQUINOX
Equinox Holdings, Inc.	4038763	EQUINOX
Equinox Holdings, Inc.	4173317	EQUINOX
Equinox Holdings, Inc.	4210040	EQUINOX
Equinox Holdings, Inc.	4631892	EQUINOX
Equinox Holdings, Inc.	4724027	EQUINOX
Equinox Holdings, Inc.	4960468	EQUINOX
Equinox Holdings, Inc.	4975029	EQUINOX
Equinox Holdings, Inc.	5078176	EQUINOX
Equinox Holdings, Inc.	5003537	EQUINOX
Equinox Holdings, Inc.	4510967	EQUINOX
Equinox Holdings, Inc.	5013086	EQUINOX (LOGO)
Equinox Holdings, Inc.	4505526	EQUINOX (LOGO)
Equinox Holdings, Inc.	2074971	EQUINOX (LOGO)
Equinox Holdings, Inc.	3377795	EQUINOX (LOGO)
Equinox Holdings, Inc.	3542542	EQUINOX (LOGO)

OWNER	REGISTRATION NUMBER	TRADEMARK
Equinox Holdings, Inc.	3909648	EQUINOX (LOGO)
Equinox Holdings, Inc.	4166449	EQUINOX (LOGO)
Equinox Holdings, Inc.	4169576	EQUINOX (LOGO)
Equinox Holdings, Inc.	4953212	EQUINOX (LOGO)
Equinox Holdings, Inc.	3388156	EQUINOX ACADEMY
Equinox Holdings, Inc.	4575978	EQUINOX Made me do it
Equinox Holdings, Inc.	4086586	EQUISSAGE
Equinox Holdings, Inc.	4564322	ETC
Equinox Holdings, Inc.	4158850	FIGURE 4
Equinox Holdings, Inc.	3675131	FITNESS LIFESTYLE BY EQUINOX
Equinox Holdings, Inc.	4650077	FLOW PLAY
Equinox Holdings, Inc.	5024107	FULLY LOADED
Equinox Holdings, Inc.	5019361	FURTHERMORE
Equinox Holdings, Inc.	4983316	I AM SOMETHING WE ARE EVERYTHING
Equinox Holdings, Inc.	3153005	IT'S NOT FITNESS IT'S LIFE
Equinox Holdings, Inc.	3384480	IT'S NOT FITNESS. IT'S LIFE.
Equinox Holdings, Inc.	4129391	MAVOR DEUCE
Equinox Holdings, Inc.	4151779	MERCER AND TAYLOR
Equinox Holdings, Inc.	4512924	METCON3

OWNER	REGISTRATION NUMBER	TRADEMARK
Equinox Holdings, Inc.	4051276	MY BODY. MY BIOGRAPHY
Equinox Holdings, Inc.	3558860	MYEQ
Equinox Holdings, Inc.	4109772	O (ORANGE STYLIZED)
Equinox Holdings, Inc.	4937664	ONE. WILD. RIDE.
Equinox Holdings, Inc.	4149429	Q BY EQUINOX
Equinox Holdings, Inc.	5088207	THE CUT
Equinox Holdings, Inc.	4942247	THE PURSUIT BY EQUINOX
Equinox Holdings, Inc.	4937644	THE PURSUIT: BURN
Equinox Holdings, Inc.	4937643	THE PURSUIT: BUILD
Equinox Holdings, Inc.	4933407	THE PUR S UIT BY EQUINOX
Equinox Holdings, Inc.	4758380	STACKED!
Equinox Holdings, Inc.	4650543	RUNCROSS
Equinox Holdings, Inc.	4650515	RUNNERS RESET
Equinox Holdings, Inc.	4650514	PRECISION RUNNING
Equinox Holdings, Inc.	4564323	WHIPPED!
Equinox Holdings, Inc.	4674228	RX SERIES
Equinox Holdings, Inc.	4709269	TREAD AND SHRED

Trademark Applications:

OWNER	APPLICATION NUMBER	TRADEMARK
Equinox Holdings, Inc.	86638518 (ITU)	CONNECTED CYCLING
Equinox Holdings, Inc.	86434342 (ITU)	DESIGN ONLY
Equinox Holdings, Inc.	86434359 (ITU)	DESIGN ONLY
Equinox Holdings, Inc.	87197790 (ITU)	EQUIFIT
Equinox Holdings, Inc.	86550204 (ITU)	EQUINOX
Equinox Holdings, Inc.	87049478 (ITU)	EQUINOX
Equinox Holdings, Inc.	85747216 (ITU)	EQUINOX (LOGO)
Equinox Holdings, Inc.	87140530 (ITU)	EQUINOX 21/22
Equinox Holdings, Inc.	86083600 (ITU)	EQUINOX (LOGO)
Equinox Holdings, Inc.	86839416 (ITU)	EQUINOX COLLECTIVE
Equinox Holdings, Inc.	86920224	EQUINOX GOLD RUSH
Equinox Holdings, Inc.	86530909 (ITU)	EQUINOX IT'S NOT FITNESS. IT'S LIFE.
Equinox Holdings, Inc.	86592793 (ITU)	EQX
Equinox Holdings, Inc.	87215311 (ITU)	FIRESTARTER
Equinox Holdings, Inc.	86681698 (ITU)	FURTHERMORE
Equinox Holdings, Inc.	86977735	FURTHERMORE

OWNER	APPLICATION NUMBER	TRADEMARK
	(ITU)	
Equinox Holdings, Inc.	86693252 (ITU)	MNR
Equinox Holdings, Inc.	87034442 (ITU)	O STYLIZED
Equinox Holdings, Inc.	87274748 (ITU)	PROJECT BY EQUINOX
Equinox Holdings, Inc.	87298875 (ITU)	THE PURSUIT
Equinox Holdings, Inc.	86440697 (ITU)	THE PURSUIT: BUILD (Design)
Equinox Holdings, Inc.	86440704 (ITU)	THE PURSUIT: BURN (Design)
Equinox Holdings, Inc.	87229937	TIER X
Equinox Holdings, Inc.	86126114 (ITU)	EQUINOX
Equinox Holdings, Inc.	86232536 (ITU)	EQUINOX