

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
LUCILLE ROBERTS HEALTH CLUBS, INC.		11/14/2006	CORPORATION: NEW YORK
RECEIVING PARTY DATA			
Name:	KIRK ROBERTS TRUST		
Street Address:	4 East 80th Street		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10021		
Entity Type:	TRUST: FLORIDA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2015408	MORE GYM. LESS MONEY.	
CORRESPONDENCE DATA			
Fax Number:	(212)246-8959		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	212-708-1870		
Email:	lbryer@ladas.com		
Correspondent Name:	Ladas & Parry LLP		
Address Line 1:	26 West 61st Street		
Address Line 4:	New York, NEW YORK 10023		
ATTORNEY DOCKET NUMBER:	NTMA 060813:753		
NAME OF SUBMITTER:	Lanning G. Bryer		
Signature:	/lgb/		
Date:	11/15/2006		

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Total Attachments: 3

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UNITED STATES OF AMERICA

A S S I G N M E N T

WHEREAS, **LUCILLE ROBERTS HEALTH CLUBS, INC.**, a corporation organized under the laws of the State of New York, United States of America, located at 8 East 80th Street, New York, New York 10021, United States of America, [hereinafter called the ASSIGNOR] has adopted and used the trademark registered in the United States Patent and Trademark Office:

MORE GYM.LESS MONEY.

No. 2015408

Dated: November 12, 1996

AND WHEREAS, **KIRK ROBERTS TRUST**, a Trust organized and existing under the laws of the State of *Florida*, United States of America, located at 4 East 80th Street, New York, New York 10021, United States of America, [hereinafter called the ASSIGNEE] is desirous of acquiring the right, title and interest in and to the said trademark and the registration thereof;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the said ASSIGNOR by these presents does sell, assign and transfer unto the said ASSIGNEE, its successors and assigns, all right, title and interest in and to the said trademark and registration thereof, together with that part of the goodwill of the ASSIGNOR'S business connected with the use of and symbolized by the said trademark.

IN WITNESS WHEREOF, the said ASSIGNOR has hereunto executed this instrument this *14* day of *November*, 200*0*

LUCILLE ROBERTS HEALTH CLUBS, INC.

[Corporate Seal]

By _____ [Title]

[See over for Notarial Acknowledgment]

TRADEMARK

REEL: 003428 FRAME: 0577

UNITED STATES OF AMERICA

POWER OF ATTORNEY

The undersigned hereby appoints, jointly and severally with full power of substitution:

ALLAN S. PILSON

ROBERT ALPERT

DANIEL F. ZENDEL

LANNING G. BRYER

JOSEPH J. VILLAPOL

DENNIS S. PRAHL

MARY A. MOY

NADIA K. DROUMBANIS

members of the Bar of the State of New York, c/o Ladas & Parry LLP, 26 West 61st Street, New York, New York 10023, United States of America, to record assignments, mergers, consolidations, changes of name and changes of address and to take all action with respect to the following Trademark Registration or Application for Trademark Registration:

MORE GYM.LESS MONEY.

No. 2015408

Dated: November 12, 1996

KIRK ROBERTS TRUST

By

[Title]

[Date]

TRADEMARK