

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
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<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
KIRK ROBERTS		11/15/2006	INDIVIDUAL: UNITED STATES
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	BOB ROBERTS		
<b>Street Address:</b>	4 East 80th Street		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10021		
<b>Entity Type:</b>	INDIVIDUAL: UNITED STATES		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2565156	LUCILLE ROBERTS FOR WOMEN BY WOMEN	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(212)246-8959		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	212-708-1870		
<b>Email:</b>	lbryer@ladas.com		
<b>Correspondent Name:</b>	Ladas & Parry LLP		
<b>Address Line 1:</b>	26 West 61st Street		
<b>Address Line 4:</b>	New York, NEW YORK 10023		
<b>ATTORNEY DOCKET NUMBER:</b>	NTMA 060814:753		
<b>NAME OF SUBMITTER:</b>	Lanning G. Bryer		
<b>Signature:</b>	/lgb/		
<b>Date:</b>	12/08/2006		

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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 80<sup>th</sup> 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 80<sup>th</sup> 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: 003440 FRAME: 0385**



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