

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Ball Dynamics International, LLC		01/01/2010	LIMITED LIABILITY COMPANY: COLORADO
RECEIVING PARTY DATA			
Name:	FI, Inc.		
Street Address:	11990 Grant Street, Suite 550		
City:	Northglenn		
State/Country:	COLORADO		
Postal Code:	80233		
Entity Type:	CORPORATION: COLORADO		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3797098	FITPAWS	
CORRESPONDENCE DATA			
Fax Number:	(303)447-0451		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	303-447-0450		
Email:	scott@packarddierking.com		
Correspondent Name:	Scott H. Culley		
Address Line 1:	2595 Canyon Blvd., Ste. 200		
Address Line 4:	Boulder, COLORADO 80302		
ATTORNEY DOCKET NUMBER:	1719-04(A)		
NAME OF SUBMITTER:	Scott H Culley		
Signature:	/Scott H Culley/		
Date:	09/30/2010		

OP \$40.00 3797098

Total Attachments: 2

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GRANT OF SECURITY INTEREST IN TRADEMARKS
January 1, 2010

FOR GOOD AND VALUABLE CONSIDERATION, the receipt and sufficiency of which are hereby acknowledged, Ball Dynamics International, LLC, a Colorado limited liability company (the "Grantor") with principal offices at 14215 Mead Street, Longmont, Colorado 80504, hereby grants, creates, conveys and mortgages to FI, Inc., a Colorado corporation, with principal offices c/o 11990 Grant Street, Suite 550, Northglenn, Colorado 80233 (the "Grantee"), a continuing first position security interest in: (i) all of the Grantor's right, title and interest in and to trademarks, trademark registrations and trademark applications in the United States, Canada, Australia, the European Union and any other countries in which Grantor subsequently acquires trademark rights for "FitPAWS" (the "Marks") including, but not limited to, those set forth on Schedule A attached hereto, (ii) any and all licenses or other use agreements for the marks and set forth in that certain Trademark Agreement effective as of January 1, 2010 between Grantor and Grantee, which includes a security agreement that creates and provides for a continuing first position security interest ("Trademark Agreement"), (ii) the goodwill of the businesses symbolized by the Marks, and (iv) all products and proceeds of items (i), (ii) and (iii) including, without limitation, all causes of action arising prior to or after the date hereof for infringement or dilution of any of the Marks or unfair competition regarding the same.

THIS GRANT is made and entered into to secure the full and prompt performance and payment of all the obligations of the Grantor to Grantee pursuant to the Trademark Agreement (as amended from time to time).

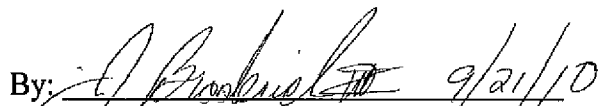
This Grant has been made and entered into in conjunction with the security interest granted to the Grantee under the Trademark Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are without prejudice to, and are in addition to those set forth in the Trademark Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Agreement are deemed to conflict with the Trademark Agreement, the provisions of the Trademark Agreement shall govern.

The undersigned have executed this Grant effective as of the date first above written.

Grantor:

Grantee:

By:


Jack Broderick, Operating Manager

By:


Dale Mayer, President

SCHEDULE A

THE MARKS

1. United States

Trademark	Goods/Services	Reg. No. / Ser. No.	Status
FitPAWS	<p>Class 010: physical rehabilitation and physical therapy equipment for animals, namely, physical rehabilitation and physical therapy balls, balance apparatus, agility training equipment, strength training equipment, and training harnesses all used for physical rehabilitation and physical therapy of animals</p> <p>Class 028: exercise and conditioning equipment for animals, namely, exercise and conditioning balls, balance apparatus, agility training equipment, strength training equipment, and training harnesses, all used for exercise and physical conditioning of animals</p>	<p>Ser. 77/689,908 Reg. 3,797,098</p>	<p>Registered 6/1/2010</p>