

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

Assignment ID: PATI16190

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST
CONVEYING PARTY DATA	
Name	Execution Date
LifeCore Fitness, LLC	02/07/2024
RECEIVING PARTY DATA	
Company Name:	ACP Post Oak Credit II LLC, as Collateral Agent
Street Address:	3009 Post Oak Blvd.
Internal Address:	Suite 1250
City:	Houston
State/Country:	TEXAS
Postal Code:	77056
PROPERTY NUMBERS Total: 8	
Property Type	Number
Application Number:	29805439
Application Number:	29805443
Application Number:	15833991
Application Number:	16906195
Application Number:	18095792
Application Number:	15653152
Application Number:	29805441
Application Number:	18369701
CORRESPONDENCE DATA	
Fax Number:	
<i>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.</i>	
Phone:	8004945225
Email:	ipteam@cogencyglobal.com
Correspondent Name:	Stewart Walsh
Address Line 1:	1025 Connecticut Ave NW, Suite 712
Address Line 2:	COGENCY GLOBAL Inc.
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20036
ATTORNEY DOCKET NUMBER:	2264864 PAT K
NAME OF SUBMITTER:	Andrew Hackett

SIGNATURE:	Andrew Hackett
DATE SIGNED:	02/13/2024
Total Attachments: 6 source=K FitLab - FOR FILING PSA (LifeCore Fitness, LLC) 4868-1252-1378 v.1 Signed#page1.tif source=K FitLab - FOR FILING PSA (LifeCore Fitness, LLC) 4868-1252-1378 v.1 Signed#page2.tif source=K FitLab - FOR FILING PSA (LifeCore Fitness, LLC) 4868-1252-1378 v.1 Signed#page3.tif source=K FitLab - FOR FILING PSA (LifeCore Fitness, LLC) 4868-1252-1378 v.1 Signed#page4.tif source=K FitLab - FOR FILING PSA (LifeCore Fitness, LLC) 4868-1252-1378 v.1 Signed#page5.tif source=K FitLab - FOR FILING PSA (LifeCore Fitness, LLC) 4868-1252-1378 v.1 Signed#page6.tif	

PATENT SECURITY AGREEMENT

This PATENT SECURITY AGREEMENT (this “Agreement”), dated as of February 7, 2024, is made by LifeCore Fitness, LLC, a Delaware limited liability company (the “Grantor”) in favor of ACP Post Oak Credit II LLC, as Collateral Agent (in such capacity, together with its successors and assigns in such capacity, the “Collateral Agent”).

Recitals

The Collateral Agent, FitLab Inc. and the Lenders from time to time party thereto have entered into a Senior Secured Term Loan Credit Agreement, dated as of February 7, 2024 (as amended, restated, supplemented or otherwise modified from time to time, the “Credit Agreement”).

Pursuant to the Credit Agreement and as a condition to the extension of credit by the Lenders under the Credit Agreement, the Grantor executed and delivered a Guarantee and Collateral Agreement, dated as of February 7, 2024 (the “Collateral Agreement”), in favor of the Collateral Agent for the ratable benefit of the Secured Parties.

The Grantor solely and exclusively owns the patents and patent applications listed on Schedule A attached hereto (the “Patents”), which Patents have been issued by or are pending applications in the United States Patent and Trademark Office or the applicable Governmental Authority.

This Agreement has been executed in conjunction with the security interest granted under the Collateral Agreement to the Collateral Agent for the ratable benefit of the Secured Parties. In the event that any provisions of this Agreement are deemed to conflict with the Collateral Agreement, the provisions of the Collateral Agreement shall govern.

Agreement

NOW, THEREFORE, in consideration of the mutual covenants and agreements set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, it is hereby agreed that:

1. Definitions. Unless otherwise indicated, all capitalized terms not defined herein shall have the respective meaning given to them in the Collateral Agreement.

2. The Security Interest. The Grantor hereby pledges, assigns and transfers to the Collateral Agent, and grants to the Collateral Agent, for the ratable benefit of the Secured Parties, a security interest in all of the following property, now owned or at any time hereafter acquired by the Grantor or in which the Grantor now has or at any time in the future may acquire any right, title or interests and whether now existing or hereafter coming into existence: (1) any and all patents and patent applications, including the Patents; (2) all inventions and improvements described and claimed therein; (3) all reissues, divisionals, continuations, renewals, extensions and continuations-in-part thereof; (4) all income, royalties, damages, claims and payments now or hereafter due or payable under and with respect thereto, including, without limitation, damages and payments for past and future infringements thereof; (5) all rights to sue for past, present and future infringements thereof; (6) all rights corresponding to any of the foregoing throughout the world; and (7) all Proceeds of the foregoing.

3. Governing Law. **THIS AGREEMENT SHALL BE GOVERNED BY, AND CONSTRUED IN ACCORDANCE WITH, THE LAWS OF THE STATE OF NEW YORK.**

IN WITNESS WHEREOF, the Grantor has executed this Agreement by its duly authorized representative as of the date first written above.

GRANTOR

LifeCore Fitness, LLC

By: Michael Melby
Name: Michael Melby
Title: Co-Chief Executive Officer

[Signature Page to Patent Security Agreement – LifeCore Fitness, LLC]

PATENT
REEL: 066447 FRAME: 0123

Acknowledged and Agreed:

ACP POST OAK CREDIT II LLC
as Collateral Agent



By:

Name: Matthew E. Laterza
Title: Chief Operating Officer

[Signature Page to Patent Security Agreement]

Schedule A

Patents

Title	Country	Status	Application #	Patent #
EXERCISE APPARATUS	Australia	Issued	202211146	202211146
EXERCISE APPARATUS	Australia	Issued	202211147	202211147
EXERCISE APPARATUS	Australia	Issued	202211148	202211148
EXERCISE APPARATUS	Brazil	Issued	BR30202200103 7-5	BR30202200103 7-5
EXERCISE APPARATUS	Brazil	Issued	BR30202200103 8-3	BR30202200103 8-3
EXERCISE APPARATUS	Brazil	Issued	BR30202200103 9-1	BR30202200103 9-1
EXERCISE APPARATUS	Canada	Issued	210701	210701
EXERCISE APPARATUS	Canada	Pending	210708	N/A
EXERCISE APPARATUS	Canada	Issued	210711	210711
EXERCISE APPARATUS	China	Allowed	2022300909397	N/A
EXERCISE APPARATUS	China	Allowed	2022300909537	N/A
EXERCISE APPARATUS	China	Allowed	2022300912807	N/A
EXERCISE APPARATUS	European Union	Issued	008871503-0001	008871503-0001
EXERCISE APPARATUS	European Union	Issued	008871503-0002	008871503-0002
EXERCISE APPARATUS	European Union	Issued	008871503-0003	008871503-0003
EXERCISE APPARATUS	Japan	Pending	2022-003693	N/A
EXERCISE APPARATUS	Japan	Pending	2022-003694	N/A
EXERCISE APPARATUS	Japan	Issued	2022-003695	1744998
EXERCISE APPARATUS	Mexico	Issued	MX/f/2022/0005 77	66822
EXERCISE APPARATUS	Mexico	Issued	MX/f/2022/0005 79	66823
EXERCISE APPARATUS	Mexico	Issued	MX/f/2022/0005 81	66824
EXERCISE APPARATUS	Republic of Korea	Issued	30-2022- 0007980	30-1221639
EXERCISE APPARATUS	Republic of Korea	Closed	30-2022- 0007981	N/A
EXERCISE APPARATUS	Republic of Korea	Closed	30-2022- 0007982	N/A

Title	Country	Status	Application #	Patent #
EXERCISE APPARATUS	South Africa	Issued	A2022/00191	A2022/00191
EXERCISE APPARATUS	South Africa	Issued	A2022/00192	A2022/00192
EXERCISE APPARATUS	South Africa	Issued	A2022/00193	A2022/00193
EXERCISE APPARATUS	United Kingdom	Issued	6194049	6194049
EXERCISE APPARATUS	United Kingdom	Issued	6194050	6194050
EXERCISE APPARATUS	United Kingdom	Issued	6194051	6194051
EXERCISE APPARATUS	United States of America	Issued	29/805,439	D1010038
EXERCISE APPARATUS	United States of America	Issued	29/805,441	D1010039
EXERCISE APPARATUS	United States of America	Allowed	29/805,443	N/A
EXERCISE TREADMILL	Australia	Issued	2018378042	2018378042
EXERCISE TREADMILL	Australia	Pending	2023203925	N/A
EXERCISE TREADMILL	Brazil	Pending	BR112020010776-0	N/A
EXERCISE TREADMILL	Canada	Pending	3,082,996	N/A
EXERCISE TREADMILL	China	Issued	201880075264.X	201880075264X
EXERCISE TREADMILL	China	Published	202310306495X	N/A
EXERCISE TREADMILL	European Patent Office	Published	18887185.9	N/A
EXERCISE TREADMILL	Japan	Issued	2020-524580	7296376
EXERCISE TREADMILL	Japan	Pending	2023-095961	N/A
EXERCISE TREADMILL	Mexico	Pending	MX/a/2020/005581	N/A
EXERCISE TREADMILL	PCT	Completed	PCT/US2018/056395	N/A
EXERCISE TREADMILL	Republic of Korea	Issued	10-2020-7015446	10-2618077
EXERCISE TREADMILL	South Africa	Issued	2020/02148	2020/02148
EXERCISE TREADMILL	United States of America	Issued	15/833,991	10695606
EXERCISE TREADMILL	United States of America	Issued	16/906,195	11554290

Title	Country	Status	Application #	Patent #
EXERCISE TREADMILL	United States of America	Issued	18/095,792	11759673
EXERCISE TREADMILL	United States of America	Publish ed	18/369,701	N/A
MULTI- FUNCTIONAL EXERCISE ROWER	United States of America	Issued	15/653,152	10376735