

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Trademark Security

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
U.S. Bank National Association, as Collateral Agent		02/01/2013	Association: UNITED STATES

RECEIVING PARTY DATA

Name:	Equinox Holdings, Inc.
Street Address:	895 Broadway, 3rd Floor
City:	New York
State/Country:	NEW YORK
Postal Code:	10003
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 57

Property Type	Number	Word Mark
Serial Number:	77905809	MY BODY. MY BIOGRAPHY.
Serial Number:	77189918	IT'S NOT FITNESS. IT'S LIFE.
Serial Number:	77189279	EQUINOX
Serial Number:	77189338	IT'S NOT FITNESS. IT'S LIFE.
Serial Number:	75223374	EQUINOX
Serial Number:	77350610	MANY PRACTICES. ONE INTENTION.
Serial Number:	77187417	EQUINOX
Serial Number:	77189373	IT'S NOT FITNESS. IT'S LIFE.
Serial Number:	77186733	EQUINOX
Serial Number:	77186752	EQUINOX
Serial Number:	77189304	EQUINOX
Serial Number:	77189139	EQUINOX
Serial Number:	77186607	EQUINOX
Serial Number:	77189312	EQUINOX

TRADEMARK

Serial Number:	77187659	PURE EQUINOX
Serial Number:	77189903	EQUINOX
Serial Number:	77189292	EQUINOX
Serial Number:	77189230	EQUINOX
Serial Number:	77189251	EQUINOX
Serial Number:	77192715	EQUINOX
Serial Number:	77207987	EQUINOX
Serial Number:	77185635	EQUINOX
Serial Number:	77187345	EQUINOX
Serial Number:	77187555	EQUINOX
Serial Number:	77189884	EQUINOX
Serial Number:	77207988	EQUINOX
Registration Number:	3722700	EQUINOX
Registration Number:	2900890	BUFFPEDICURE
Registration Number:	2911363	BUFFSPA
Registration Number:	2917627	BUFFBROW
Registration Number:	3046071	TUFFBUFF
Registration Number:	2563671	BUFFFLEXOLOGY
Registration Number:	2592467	BUFFSPA
Registration Number:	3118571	EQUINOX
Registration Number:	3152418	EQUINOX ENERGY WEAR E
Registration Number:	3153005	IT'S NOT FITNESS IT'S LIFE
Registration Number:	1796108	EQUINOX
Registration Number:	3334227	CHAOS TRAINING
Registration Number:	3372664	EFTI
Registration Number:	3372602	EQUINEWS
Registration Number:	3377795	EQUINOX
Registration Number:	3381293	E
Registration Number:	3384480	IT'S NOT FITNESS. IT'S LIFE.
Registration Number:	3388156	EQUINOX ACADEMY
Registration Number:	3467312	EQUIFIT
Registration Number:	1246474	EQUINOX
Registration Number:	3542543	EQUINOX
Registration Number:	3542542	EQUINOX
Registration Number:	3557077	E

	3558860	MYEQ
Registration Number:	1900162	EQUINOX
Registration Number:	1903842	EQUINOX
Registration Number:	3675131	FITNESS LIFESTYLE BY EQUINOX
Registration Number:	3581938	FITNESS LIFESTYLE
Registration Number:	2074971	EQUINOX
Registration Number:	2090336	EQUINOX
Registration Number:	3152417	EQUINOX LOGO

CORRESPONDENCE DATA

Fax Number:

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Email: daniel.cote@thomsonreuters.com

Correspondent Name: Robin Riley, Legal Assistant

Address Line 1: 75 East 55th Street

Address Line 2: Paul Hastings LLP

Address Line 4: New York, NEW YORK 10022

NAME OF SUBMITTER:	Robin Riley, Legal Assistant
Signature:	/daniel cote thomsonreuters/
Date:	05/07/2013

Total Attachments: 6

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RELEASE OF TRADEMARK SECURITY INTEREST

Equinox Holdings, Inc., a Delaware corporation (“Assignor”), entered into that certain Trademark Security Agreement, dated as of January 28, 2010, between Assignor and U.S. Bank National Association, as collateral agent (“Assignee”), recorded in the U.S. Patent and Trademark Office (the “PTO”) on February 18, 2010, at Reel 004151, Frame 0460 (the “Security Agreement”). Pursuant to the terms of the Security Agreement, Assignee was granted a security interest in the trademarks and trademark applications described on Schedule A attached hereto (the “Marks”).

The Assignee, without representation or warranty, hereby, effective as of the date referenced below, terminates, cancels, releases and discharges its security interest in the Marks. If and to the extent the Assignee has acquired any right, title or interest to any of the Marks, it hereby re-assigns and re-transfers such rights, title or interest to the Assignor.

The Assignee will take reasonable further action as may be necessary to effectuate this release, at the direction and expense of the Assignor.

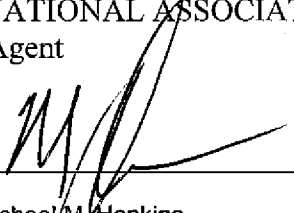
IN WITNESS WHEREOF, Assignee has caused this document to be executed in favor of the Assignor as of February 1, 2013.

U.S. BANK NATIONAL ASSOCIATION,
as Collateral Agent

By: _____

Name:

Title:


Michael M. Hopkins
Vice President

Schedule A

Trademark Registrations/Applications

<u>Trademark</u>	<u>Filing Date</u>	<u>Serial Number</u>	<u>Country</u>
(1) Equinox Holdings, Inc.			
<i>MY BODY. MY BIOGRAPHY.</i>	2009-01-06	77905809	USA
<i>It's Not Fitness. It's Life. (tagline)</i>	2007-05-24	77189918	USA
<i>Equinox (logo)</i>	2007-05-24	77189279	USA
<i>It's Not Fitness. It's Life. (tagline)</i>	2007-05-24	77189338	USA
<i>Equinox</i>	1997-01-09	75223374	USA
MANY PRACTICES. ONE INTENTION.	12/12/2007	77350610	USA
<i>Equinox</i>	2007-05-22	77187417	USA
<i>It's Not Fitness. It's Life. (tagline)</i>	2007-05-24	77189373	USA
<i>Equinox</i>	2007-05-22	77186733	USA
<i>Equinox</i>	2007-05-22	77186752	USA
<i>Equinox (logo)</i>	2007-05-24	77189304	USA
<i>Equinox</i>	2007-05-24	77189139	USA
<i>Equinox</i>	2007-05-21	77186607	USA
<i>Equinox (logo)</i>	2007-05-24	77189312	USA
<i>Pure Equinox</i>	2007-05-22	77187659	USA
<i>Equinox (logo)</i>	2007-05-24	77189903	USA

<u>Trademark</u>	<u>Filing Date</u>	<u>Serial Number</u>	<u>Country</u>
<i>Equinox (logo)</i>	2007-05-24	77189292	USA
<i>Equinox (logo)</i>	2007-05-24	77189230	USA
<i>Equinox (logo)</i>	2007-05-24	77189251	USA
<i>Equinox (logo)</i>	2007-05-30	77192715	USA
<i>Equinox (logo)</i>	2007-06-16	77207987	USA
<i>Equinox</i>	2007-05-21	77185635	USA
<i>Equinox</i>	2007-05-22	77187345	USA
<i>Equinox</i>	2007-05-22	77187555	USA
<i>Equinox</i>	2007-05-24	77189884	USA
<i>Equinox</i>	2007-06-16	77207988	USA

<u>Trademark</u>	<u>Registration Date</u>	<u>Registration Number</u>	<u>Country</u>
(1) Equinox Holdings, Inc.			
Equinox (sN 77645112) for acrobat	1992-09-30	3722700	USA
<i>Buffpedicure</i>	2004-11-02	2900890	USA
<i>Buffspa</i>	2004-12-14	2911363	USA
<i>Buffbrow</i>	2005-01-11	2917627	USA
<i>TuffBuff</i>	2006-01-17	3046071	USA
<i>Buffflexology</i>	2002-04-23	2563671	USA

<u>Trademark</u>	<u>Registration Date</u>	<u>Registration Number</u>	<u>Country</u>
<i>Buffspa</i>	2002-07-09	2592467	USA
<i>Equinox</i>	2006-07-25	3118571	USA
<i>Equinox Energy Wear E</i> (design plus words, letters, and/or numbers)	2006-10-10	3152418	USA
<i>It's Not Fitness It's Life</i>	2006-10-10	3153005	USA
<i>Equinox</i>	1993-09-28	1796108	USA
<i>Chaos Training</i>	2007-11-13	3,334,227	USA
<i>EFTI</i>	2008-01-22	3372664	USA
<i>Equinews</i>	2008-01-22	3372602	USA
<i>Equinox (logo)</i>	2008-02-05	3377795	USA
<i>E (stylized)</i>	2008-02-12	3381293	USA
<i>It's Not Fitness. It's Life. (tagline)</i>	2008-02-19	3384480	USA
<i>Equinox Academy</i>	2008-02-26	3388156	USA
<i>EQUIFIT</i>	2008-07-15	3467312	USA
<i>Equinox</i>	1983-07-26	1246474	USA

<u>Trademark</u>	<u>Registration Date</u>	<u>Registration Number</u>	<u>Country</u>
<i>Equinox</i>	2008-12-09	3542543	USA
<i>Equinox (logo)</i>	2008-12-09	3542542	USA
E stylized	2009-1-6	3557077	USA
MYEQ	2009-1-6	3558860	USA
<i>Equinox</i>	1995-06-13	1900162	USA
<i>Equinox</i>	1995-07-04	1903842	USA
FITNESS LIFESTYLE BY EQUINOX	2009-9-1	3675131	USA
FITNESS LIFESTYLE	2009-2-24	3581938	USA
<i>Equinox</i> (design plus words, letters, and/or numbers)	1997-07-01	2074971	USA
<i>Equinox</i>	1997-08-26	2090336	USA
<i>Equinox Logo</i>	2006-10-10	3152417	USA