

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
David Marcheschi		09/03/2010	INDIVIDUAL: UNITED STATES
RECEIVING PARTY DATA			
Name:	SoulCycle, LLC		
Street Address:	103 Warren Street		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10007		
Entity Type:	LIMITED LIABILITY COMPANY: NEW YORK		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2496683	SOUL WATER	
CORRESPONDENCE DATA			
Fax Number:	(202)637-5910		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	202-637-5600		
Email:	DCPTOTrademarkMail@hoganlovells.com		
Correspondent Name:	Shelly L. McGee		
Address Line 1:	555 13th Street, NW		
Address Line 2:	Hogan Lovells US LLP		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20004		
ATTORNEY DOCKET NUMBER:	36455-12		
NAME OF SUBMITTER:	Shelly L. McGee		
Signature:	/Shelly L. McGee/		
Date:	09/28/2010		

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Total Attachments: 2

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TRADEMARK ASSIGNMENT

WHEREAS, David Marcheschi, with a place of business at 178 Christina Circle, Wheaton, IL 60189 ("ASSIGNOR") is the owner of the trademark set forth on Schedule A attached hereto and made a part hereof and the goodwill of the business symbolized by the aforesaid trademark, and the registration therefor as set forth on Schedule A; and

WHEREAS, SoulCycle, LLC, a New York limited liability company with a place of business at 103 Warren Street, New York, NY 10007 ("ASSIGNEE"), desires to acquire all of ASSIGNOR's right, title and interest in and to the aforesaid trademark, including all common law rights, (the "Assigned Trademark"), the registration therefor listed on attached Schedule A and the goodwill of the business symbolized by the Assigned Trademark.

Grant of Assignment

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the ASSIGNOR hereby assigns to ASSIGNEE all of ASSIGNOR'S right, title, and interest in and to the Assigned Trademark and the registration therefor and the goodwill of the business symbolized by the Assigned Trademark.

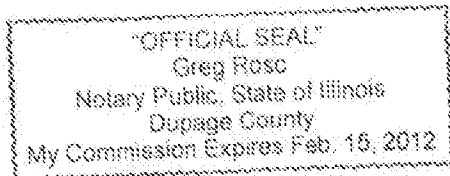
IN WITNESS WHEREOF, ASSIGNOR has executed this Trademark Assignment as of this 3 day of September 2010.

By: David Marcheschi
DAVID MARCHESCHI

STATE OF IL)
COUNTY OF DuPage) ss.

I, Greg Rose, do hereby certify that the above-mentioned person appeared before me this day, and acknowledged that this Trademark Assignment was signed and delivered as the free and voluntary act of said person for the uses and purposes therein set forth.

Given under my hand and seal this 3 day of September 2010.



Greg Rose
Notary Public

SCHEDULE A

Mark

Reg. No.

SOUL WATER

2,496,683