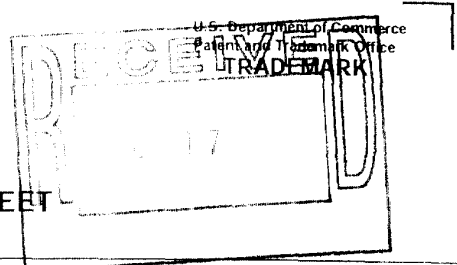


06-19-1998



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY



MAJ 6-17-98

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger
Effective Date
Month Day Year

- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Name Vita Flex Nutrition Company, Inc.

Execution Date
Month Day Year
11 28 97

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization New York

Receiving Party

Mark if additional names of receiving parties attached

Name Farnam Companies, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 301 West Osborn Road

Address (line 2) _____

Address (line 3) Phoenix

Arizona/US

85013

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership
- Corporation Association
- Other _____

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization Arizona

FOR OFFICE USE ONLY

06/19/1998 DCOATES 00000022 1930039

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Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231
RECEIVED TRADEMARK RECEIVED

Domestic Representative Name and Address Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s) Mark if additional numbers attached
Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,930,039"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)
Deposit Account Number: #

Authorization to charge additional fees: Yes No

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Barry G. Harrison, J.D.

Name of Person Signing Signature Date Signed

ASSIGNMENT OF TRADEMARK

WHEREAS Vita Flex Nutrition Company, Inc., a New York Corporation with a principal place of business at 3030 Veterans Road West Staten Island, New York 10309 believes it is the owner of the registered trademarks VITA FLEX Reg. No. 1,601,828, registered June 19, 1990; LACTANASE Reg. No. 1,767,136, registered April 27, 1993; HT 20 Reg. No. 1,930,044, registered October 24, 1995, ACCEL Reg. No. 1,930,039, registered October 24, 1995; and FLEX FREE Reg. No. 1,938,385, registered November 28, 1995;

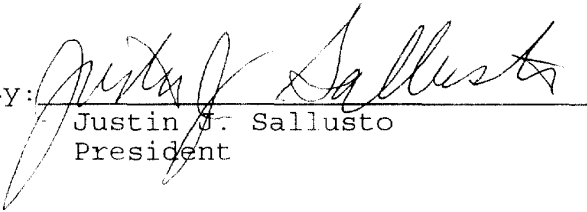
WHEREAS Farnam Companies, Inc., an Arizona corporation with a principal place of business at 301 West Osborn Road, Phoenix, Arizona 85013 is desirous of acquiring all rights, title and trademark registrations and any state registration that may exist therefor;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Vita Flex Nutrition Company, Inc. does hereby sell, assign and transfer unto Farnam Companies, Inc. all rights, title, and interest in and to said trademarks it may have, together with the goodwill of the business symbolized by said trademarks and any state or federal registrations thereof that may exist.

VITA FLEX NUTRITIONAL COMPANY, INC.

As of November 28, 1997

By:

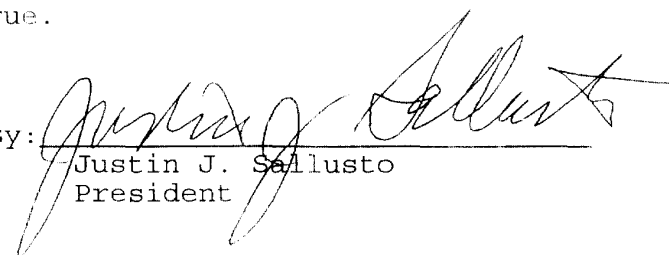

Justin J. Sallusto
President

DECLARATION

Justine J. Sallusto, being hereby warned that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code, and that willful false statements may jeopardize the validity of this Assignment, declares that he is authorized to execute this Assignment and that he believes that the facts set forth in this Assignment are true.

As of November 28, 1997

By:


Justin J. Sallusto
President