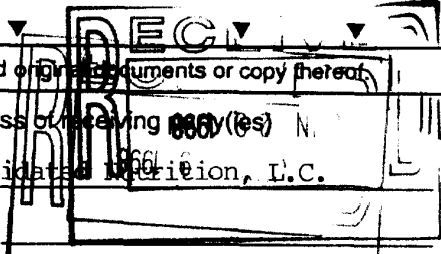




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To the Honorable Commissioner of 100755673

attached original documents or copy thereof



MED 6-29-98

1. Name of conveying party(ies):

TDI, Inc.

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State, Other

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment, Merger, Security Agreement, Change of Name, Other

Execution Date: June 18, 1998

2. Name and address of receiving party(ies)

Name: Consolidated Fabrication, L.C.

Internal Address:

Street Address: 12700 West Dodge Road

City: Omaha State: NE ZIP: 68154

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State, Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

- 1,861,105, 1,176,425, 1,683,138, 1,133,807

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Kent A. Herink

Internal Address: The Davis Brown Law Firm

The Financial Center

Street Address: 666 Walnut Street, Suite 2500

City: Des Moines State: Iowa ZIP: 50309

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41) \$ 115.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number: 12-2250

(Attach duplicate copy of this page if paying by deposit account)

07/07/1998 DNGUYEN 00000299 1861105

DO NOT USE THIS SPACE

01 FC-101 40.00 OP, 03 FC-102 75.00 OP

9. 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.

Kent A. Herink Name of Person Signing

Signature

June 24, 1998 Date

Total number of pages including cover sheet, attachments, and documents 5

ASSIGNMENT OF TRADEMARKS

WHEREAS, TDI, Inc., an Ohio corporation, formerly Tizwhiz Distributors, Inc., having its principal office at 774 Peachblow Road, Lewis Center, OH, 43031, is the owner of the following trademarks now registered in the United States Patent and Trademark Office:

<u>Trademark</u>	<u>Registration Number</u>	<u>Date Registered</u>
TDI and design	1,861,105	November 1, 1994
COMPETITION	1,176,425	November 3, 1981
Horse Design	1,683,138	April 14, 1982
TizBits	1,133,807	April 22, 1980

WHEREAS, Consolidated Nutrition, L.C., an Iowa limited liability company having its principal office at 12700 West Dodge Road, Omaha, Nebraska, 68154, is acquiring the business of Assignor relating to said registered trademarks pursuant to a separate Purchase Agreement and is acquiring said registered trademarks as a part of such Purchase Agreement,

NOW, THEREFORE, for consideration as set out in the Purchase Agreement and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, TDI, Inc., hereby assigns to Consolidated Nutrition, L.C., all right, title and interest in and to said trademarks, together with the goodwill of the business symbolized by said trademarks and the registration thereof.

Signed this 18th day of June, 1998.

TDI, Inc.

By E. Robert Cain
 Name: E. ROBERT CAIN
 Title: President

STATE OF OHIO)
) ss.
 COUNTY OF FRANKLIN)

Before me personally appeared E. ROBERT CAIN, to me known to be the person described in the foregoing affidavit, who signed the said affidavit in my presence and made oath before me to the allegations set forth therein on this 18th day of June, 1998.

[Signature]
 Notary Public In and for the State of Ohio
 County of FRANKLIN

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