

08-17-1998

COVER SHEET
ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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To the Honorable Commiss

100795755

Send the attached original documents or copy thereof.

MRD 8-4-98

1. Name of conveying party(ies):

Harlan Hugh

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

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

3. Nature of conveyance:

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

Execution Date: July 7, 1998

2. Name and address of receiving party(ies)

Name: Natrifical LLC

Internal Address:

Street Address: 1601 Colorado Avenue

City: Santa Monica State: CA ZIP: 90404

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

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

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s)

74/634,933

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Name: Mary E. Cohen
Senior Legal Assistant
Internal Address: Irell & Manella LLP

Street Address: 1800 Avenue of the Stars

City: Los Angeles State: CA ZIP: 90067

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

09-0946

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

DO NOT USE THIS SPACE

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.

Mary E. Cohen
Name of Person Signing

Mary E. Cohen
Signature

8/4/98
Date

Total number of pages including cover sheet, attachments, and document: 2

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231 TRADEMARK

REEL: 1768 FRAME: 0189

08/17/98 TTR/11 0000064 009946 40.0000

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TRADEMARK ASSIGNMENT

This TRADEMARK ASSIGNMENT (this "Assignment") is entered into by Harlan Hugh, a Canadian citizen, with a place of business located at 1601 Colorado Avenue, Santa Monica, California 90404 ("Assignor"), as assignor, in favor of Natrifical LLC, a California limited liability company with offices located at 1601 Colorado Avenue, Santa Monica, California 90401 ("Assignee"), as assignee, with reference to the following facts and circumstances:

Assignor is the proprietor of the following Trademark application in the United States (the "Trademark"):

<u>Trademark:</u>	<u>Application No.:</u>	<u>Filing Date:</u>
THE BRAIN	74/634,933	February 16, 1995

WHEREAS, Assignee desires to acquire all right, title and interest in and to the Trademark and related rights.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign and transfer unto Assignee all right, title and interest of Assignor in and to the Trademark, including without limitation the Trademark application identified above, together with the goodwill of the business symbolized by the mark, as well as its entire right, title and interest in and to all State registrations of the mark heretofore granted or applied for, any and all common law rights to the Trademark in the United States and any state thereof, and any and all claims and demands it may have either at law or in equity arising out of any past infringements.

Assignor does hereby expressly agree that procedures be taken with the United States Patent and Trademark Office singly by Assignee to record the transfer of the Trademarks to Assignee.

Dated this 7th day of JULY, 1998.

By:



Harlan Hugh