

09-28-1998



RECEIVED

100839340
RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

1998 SEP 21 AM 10:08

OPR/FINANCE

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
 - Change of Name
 - Other
- Effective Date
Month Day Year
June 30, 1998

86-12-98

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name Triple Crown Nutrition, Inc.

Sept 15, 98

Formerly Trade One, Inc.

- Individual General Partnership Limited Partnership Corporation Association

Other

State of Incorporation/Organization Minnesota

Receiving Party

Mark if additional names of receiving parties attached

Name Triple Crown Nutrition, Inc.

DBA/AKA/TA

Composed of

Address (line 1) 319 Barry Avenue South

Address (line 2) Suite 303

Address (line 3) Wayzata Minnesota 55391

- Individual General Partnership Limited Partnership

- Corporation Association

Other

State of Incorporation/Organization Minnesota

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.)

FOR OFFICE USE ONLY

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09/23/98

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

TRADEMARK
REEL: 1791 FRAME: 0549

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"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="843,362"/>	<input type="text" value="852,867"/>	<input type="text" value="880,547"/>
<input type="text" value="852,863"/>	<input type="text" value="852,868"/>	<input type="text" value="901,870"/>
<input type="text" value="852,865"/>	<input type="text" value="852,869"/>	<input type="text" value="917,326"/>

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:

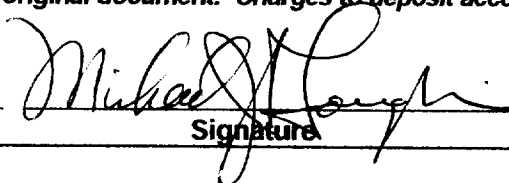
Yes

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.

Michael J. O'Loughlin
Name of Person Signing


Signature

Sept. 15, 1998
Date Signed

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other

Citizenship/State of Incorporation/Organization

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Trademark Application Number(s) or Registration Number(s)

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Mark if additional numbers attached

Trademark Application Number(s)

Registration Number(s)

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926,542	1,827,178	<input type="text"/>
967,158	1,938,446	<input type="text"/>
989,902	<input type="text"/>	<input type="text"/>
1,006,971	<input type="text"/>	<input type="text"/>
1,658,440	<input type="text"/>	<input type="text"/>
1,661,887	<input type="text"/>	<input type="text"/>
1,663,570	<input type="text"/>	<input type="text"/>

64-649

0664

**SECOND AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
TRADE ONE, INC.**

The undersigned President and Chief Executive Officer of Trade One, Inc. (the "Corporation") hereby certifies that the following Articles of Amendment were adopted by joint written action of the shareholders and directors of the Corporation, dated as of June 2, 1998, pursuant to the provisions of the Minnesota Business Corporation Act.

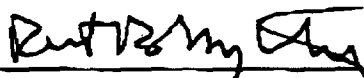
1. The name of the Corporation is Trade One, Inc.
2. (a) Article I of the Amended and Restated Articles of Incorporation is amended to read in its entirety as follows:

ARTICLE I

The name of this Corporation shall be Triple Crown Nutrition, Inc.

3. This amendment has been adopted pursuant to Chapter 302A of the Minnesota Business Corporation Act.

IN WITNESS WHEREOF the undersigned has hereunto set his hand as of this 25th day of June, 1998.



Robert B. Daugherty
President and Chief Executive Officer

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

JUN 30 1998

Jean Anderson Howe
Secretary of State

081789

TO