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FORM PTO-1595
1-31-92

RECORDED



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Docket No. **230/180**

100936651

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): Puritan Quartz Pharmaceuticals

Individual Association
 General Partnership Limited Partnership
 Corporation State: CA
 Other

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

2. Name and address of receiving party:
Name: Shopko Stores, Inc.
Internal Address: _____
City: _____ State: _____ Zip: _____
Street Address: 700 Pilgrim Way
City: Green Bay State: WI Zip: 54304-9060

Individual(s) Citizenship _____
 Association _____
 General Partnership
 Limited Partnership
 Corporation State Wisconsin
 Other

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____
Execution Date: December 24, 1998

4. Application number(s) or Trademark number(s):
If this document is being filed together with a new application, the execution date of the application is: _____

A. Trademark Application No(s): 75/385,618 B. Trademark No(s): _____

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: David Ben-Meir
Internal Address: LYON & LYON LLP
633 West Fifth Street, Suite 4700
Los Angeles, CA 90071-2066
Phone: 489-1600

6. Total number of applications and trademarks involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00 *E*
 Enclosed
 Charge this Deposit Account if any additional fee is required

8. Deposit Account Number: 12-2475

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.

David Ben-Meir

David Ben-Meir Date: Dec. 29, 1998

Total number of pages including cover sheet: 4

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks

Box Assignments

Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project, (0651-0011), Washington, D.C. 20503

TRADEMARK
REEL: 1836 FRAME: 0918

DEC 29 1999 J.WATKINS 00000805 4400 UP

ASSIGNMENT

WHEREAS, **PURITAN QUARTZ PHARMACEUTICALS**, a California corporation, with its principal place of business at 27655-B North Avenue Hopkins, Valencia, California 91355-3493 (“Assignor”) has adopted, owns all rights, title and interest in and to and has a *bona fide* intent to use the Mark **ULTIMA** (“the Mark”) in connection with the following goods: vitamins and nutritional supplements; and

WHEREAS, Assignor has applied to register the Mark on the Principal Register of the United States Patent and Trademark Office based on Assignor’s *bona fide* intent to use the mark in commerce in connection with the above-described goods, Application Serial No. 75/385,618 filed on November 6, 1997; and


WHEREAS, **SHOPKO STORES INC.**, a Wisconsin corporation, having its principal place of business at 700 Pilgrim Way, Green Bay, Wisconsin 54304-9060 (“Assignee”) desires to acquire the exclusive right, title and interest in and to the Mark, the business of Assignor in connection with which Assignor has a *bona fide* intent to use the Mark, the pending Application, and the Mark’s goodwill in the United States of America and its territories and possessions, and all countries foreign thereto;

NOW, THEREFOR, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby sell, assign, transfer and set over unto Assignee, its successors and assigns, the full and exclusive right, title and interest in and to the Mark and the pending Application therefor, together with the goodwill associated with the Mark and that portion of the Assignor's business in connection with which it has a *bona fide* intent to use the Mark, not only for, to and in the United States of America, its territories and possessions, but for, to and in all other countries including all priority rights under the International Convention and further including the right to sue for and collect any and all past

infringements thereof, *nunc pro tunc*, effective as of October 15, 1998.

WITNESS my hand at Valencia, California, the _____ day of _____, 1998.

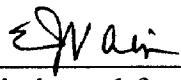
PURITAN QUARTZ PHARMACEUTICALS



Name: Solomon Levy
Title: Chief Executive Officer

STATE OF CALIFORNIA)
) ss:
COUNTY OF LOS ANGELES)

On this 24 day of December, 1998, before me a Notary Public, personally appeared SOLOMON LEVY, proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to this instrument, and acknowledged that he executed it.



Notary Public in and for
said County and State

