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100948359

To the Honorable Commissioner of Patents and Trademarks, please record the attached original documents or copy thereof

1 Name of conveying party(ies):

Freemont Financial Corporation

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

Additional names(s) of conveying party(ies) attached? ☐ Yes ☒ No

3 Nature of conveyance:

- ☐ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☒ Other Partial Release and Reassignment

Execution Date: January 5, 1999

2. Name and address of receiving party(ies):

Name: Met-RX USA, Inc. and Met-RX Substrate Technology, Inc.

Internal Address:

Street Address: 2112 Business Center Drive

City: Irvine State: CA ZIP: 92612

- ☐ Individual(s) citizenship
☐ Association
☐ General Partnership
☐ Limited Partnership
☒ Both
☒ Corporations of the State of Nevada
☐ Other

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 registration numbers(s):

A. Trademark Application No.(s)

See attached
Schedule B

B. Trademark Registration No.(s)

See attached
Schedule A

Additional numbers attached? ☒ Yes ☐ No

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

Name: David J. Richter

Internal Address: Rudnick & Wolfe

Intellectual Property Department

Street Address P.O. Box 64807

City: Chicago State: IL ZIP: 60664-0807

18-2284

DO NOT USE THIS SPACE

01/25/1999 DCOATES 00000031 2058523

1 FC:481
2 FC:482

40.00 OF
425.00 OF

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 J. Richter

Name of Person Signing

David J. Richter
Signature

Jan 20, 1999
Date

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

8

TRADEMARK

REEL: 1843 FRAME: 0433

**MET - RX
TRADEMARK SCHEDULE A
REGISTRATIONS**

Trademarks	Registration No.
MET-RX	2,058,523
MET-RX	2,169,788
METAMYOSYN	1,962,981
For The Best Shape Of Your Life	2,053,906
STRAZZBERRY	2,192,889

**MET - RX
TRADEMARK SCHEDULE B
APPLICATIONS**

Trademark	Serial No.
ULTRAMYOSYN	75-014953
Engineered Nutrition	75-176624
HY-GEAR	75-249685
The Met-Rx Hypothesis	75-379916
The Lean Machine	75-395579
Source One	75-400624
MET-RX PLUS	75-419658
SUBSTRATE SOLUTIONS	75-431640
HARD C.O.R.P.S.	75-452588
CONCEPT NUTRITION	75-465687
ARTHRO HCP	75-475081
O-R-S	75-475083
MOBILE MIX	75-515265

PARTIAL RELEASE AND REASSIGNMENT

THIS PARTIAL RELEASE AND REASSIGNMENT is made this 5th day of January, 1999 by FREEMONT FINANCIAL CORPORATION ("FFC").

WITNESSETH:

WHEREAS, MET-RX USA, Inc., a Nevada Corporation and MET-RX Substrate Technology, Inc., a Nevada Corporation (collectively "Borrower") and Freemont Financial Corporation, a California Corporation are parties to a certain Security Agreement dated as of March 25, 1997 as it may be amended from time to time (the "Loan Agreement") pursuant to which FFC made certain loans and other financial accommodations (the "Loans") to Borrower and pursuant to which Borrower granted a security interest in and to the Trademarks as each is defined below; and

WHEREAS, the Trademark mortgage was recorded in the United States Patent and Trademark Office on January 23, 1998 at Patent Reel 1569, Frames 0274; and

WHEREAS, the liabilities have been partially satisfied and, therefore, Borrower has requested that FFC release its security interest in certain of the Trademarks and reassign the same to Borrower.

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged:

1. FFC hereby releases its security interest in Borrower's right, title and interest in and to all of its now owned or existing and filed and hereafter acquired or arising and filed:

(a) those certain trademarks, trademark registrations, tradenames and trademark applications listed on Schedule A, B, and C attached hereto and made a part hereof, and (i) renewals and extensions thereof, (ii) all income, royalties, damages and payments now and hereafter due and/or past or future infringements thereof, (iii) the right to sue for past, present and future infringements thereof, and (iv) all rights corresponding thereto throughout the world (all of the foregoing trademarks, trademark registrations, tradenames and applications, together with the items described in clauses (i)-(iv) of this subparagraph, are hereinafter referred to as the "Trademarks"); and

(b) the goodwill of Borrower's business connected with and symbolized by the Trademarks.

2 FFC hereby reassigns, grants and conveys to Borrower, without any representation, recourse or undertaking by FFC, all of FFC's rights, title and interest, in and to the above Trademarks.

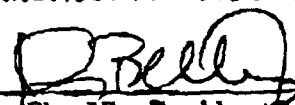
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Jan-05-99 04:00pm From-RUTAN & TUCKER LLP.
JAN-04-99 01:06PM FROM RUTAN & TUCKER LLP.

T-946 P 03/06 F-582
T-343 P 03/06 F-52

IN WITNESS WHEREOF, FFC has caused this Partial Release and Reassignment
to be duly executed by its duly authorized officer as of the day and year first above written.

FREEMONT FINANCIAL CORPORATION

By:  AVF
Its First Vice President/Counsel

VENOU3:196081

Received Jan-05-99 02:35pm From-

To-RUTAN & TUCKER LLP. Page 02

TRADEMARK
REEL: 1843 FRAME: 0437

**SCHEDULE A
TRADEMARK
REGISTRATIONS**

Trademarks	Int'l Class & Goods	Registration No.	Jurisdiction
MET-RX	5, Nutritional Supplements 30, Food	2,058,523	U.S.
MET-RX	25, Clothing	2,169,788	U.S.
METAMYOSYN	5, Protein Mixture 30, Protein Mixture	1,962,981	U.S.
For the Best Shape Of Your Life	5, Nutritional Supplements 25, Clothing 30, Food	2,053,906	U.S.
STRAZZBERRY	5, Nutritional Supplements	2,192,889	U.S.
MET-RX	5, Food	100,851	California
MET-RX	25, Clothing	101,071	California

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**SCHEDULE B
TRADEMARK
APPLICATIONS**

Trademark	Int'l Class & Goods	Serial No.	Jurisdiction
ULTRAMYOSYN	5, Nutritional Supplements	75-014953	U.S.
Engineered Nutrition	5, Nutritional Supplements 30, Food	75-176624	U.S.
HY-GEAR	5, Nutritional Supplements	75-249685	U.S.
The Met-RX Hypothesis	5, Nutritional Supplements	75-379916	U.S.
The Lean Machine	9, Venting Machine	75-393579	U.S.
Source One	5, Nutritional Supplements 30, Food Products	75-400624	U.S.
MET-RX PLUS	5, Nutritional Supplements	75-419658	U.S.
SUBSTRATE SOLUTIONS	5, Nutritional Supplements	75-431640	U.S.
HARD C.O.R.P.S.	42, Membership Services	75-452588	U.S.
CONCEPT NUTRITION	5, Nutritional Supplements	75-465687	U.S.
ARTHRO HCP	5, Nutritional Supplements	75-465687	U.S.
O-R-S	32, Beverages	75-475083	U.S.
MOBILE MIX	32, Blenders	75-515265	U.S.

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**SCHEDULE C
TRADEMARK
NO CURRENT APPLICATION**

Trademark	Int'l Class & Goods	Reg./Serial No.	Jurisdiction
MET-RX BASE	5, Food and Nutritional Supplements	74-431165	U.S.
MET-RX PLUS	5, Nutritional Supplements	74-431212	U.S.
ENGINEERED FOODS	5, Nutritional Supplements 30, Food	74-608784	U.S.
Food Has Evolved	5, Nutritional Supplements 25, Clothing 28, Athletic Equipment 30, Food	74-674350	U.S.
MET-RX Juice Cafe & Design	42, Restaurants and Retail Stores	2,055,415	U.S.
Changing The Way America Eats	5, Nutritional Supplements 25, Clothing 28, Athletic Equipment 30, Food	75-122138	U.S.
PLUS MKP	5, Nutritional Supplements	75-175721	U.S.
SOMA		None	U.S.
MET-RX Takes The Guess Work Out of Nutrition	5, Nutritional Supplements	None	U.S.

VERIFIED 190404

Received Jan-05-99 02:36pm

From:

To: RUTAN & TUCKER LLP. Page 05

RECORDED: 01/21/1999

TRADEMARK
REEL: 1843 FRAME: 0440