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FORM PTO-1618A  
Expires 06/30/99

03-22-1999

U.S. Department of Commerce  
Patent and Trademark Office  
TRADEMARK



100989480

03-11-1999

U.S. Patent & TMO/TM Mail Rcpt Dt. #11

### RECORDATION FORM COVER SHEET TRADEMARKS ONLY

MRD 03-11-99

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  
Effective Date  
Month Day Year
- Merger
- Change of Name
- Other

#### 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

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  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.)
- Corporation  Association
- Other
- Citizenship/State of Incorporation/Organization

03/19/1999 JSHBAZZ 00000061 615148

FOR OFFICE USE ONLY

01 FC:401  
02 FC:402

40.00 DP  
75.00 DP

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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: 1874 FRAME: 0733

**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" value="615"/>	<input type="text" value="148"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1"/>	<input type="text" value="220"/>	<input type="text" value="527"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1"/>	<input type="text" value="224"/>	<input type="text" value="805"/>
			<input type="text" value="1"/>	<input type="text" value="700"/>	<input type="text" value="161"/>

**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.

Charles J. Raubicheck

Cliff Paulich

3-5-99

Name of Person Signing

Signature

Date Signed

**ASSIGNMENT OF REGISTRATION OF TRADEMARKS**

Whereas, Optibal Co., Inc., a New Jersey corporation, of 1000 B Lincoln Drive E, Suite B, Marlton, New Jersey, 08053 ("Optibal"), has adopted, used and is using the trademarks listed and shown on Attachment "A" attached hereto which are registered in the United States Patent and Trademark Office under the registration numbers set forth on Attachment "A"; and

Whereas, American Health and Diet Centers, Inc., a Delaware corporation, with a registered office located at 1013 Centre Road, Wilmington, DE 19805 ("American"), is desirous of acquiring said marks, together with the goodwill of the business symbolized by said trademarks and the Registrations thereof.

NOW, THEREFORE, in consideration of the sum of one dollar (\$1.00) paid to Optibal by American, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, said Optibal does hereby assign unto the said American, its successors and assigns, effective as of the date below, its entire right, title and interest for, to and within the United States and all foreign countries, in and to the said trademarks set forth on Attachment "A", together with the goodwill of the business symbolized by said trademarks, the Registrations thereof, along with the right to take proceedings to recover damages and claim all other relief in respect to any acts of infringement of said trademarks, whether such acts shall have been committed before or after the date of this assignment.

And for said consideration, it is hereby covenanted and agreed that at the request and expense of American, its successors and assigns, Optibal, its successors and assigns will execute any further papers and do such other acts and things as may be necessary and proper, to vest the full title to the trademarks set forth on Attachment "A", and the goodwill of the business symbolized by the trademarks, and the Registrations of the trademarks in American, its successors and assigns.

Date: November 4, 1998

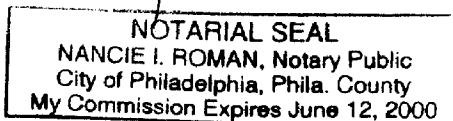
Attest: [Signature]  
By: [Signature] VP

Optibal Co., Inc.  
By: [Signature]  
David Fox, President  
(SEAL)

COMMONWEALTH OF PENNSYLVANIA :  
COUNTY OF PHILADELPHIA : ss

On this 4th day of November, 1998, personally appeared David Fox to me known and known to me to be the President of Optibal Co., Inc., the above-identified assignor and acknowledged that he executed the foregoing Assignment on behalf of said assignor and pursuant to authority duly received. Sworn to and subscribed before me, the date aforesaid.

[Signature]  
NOTARY PUBLIC



ATTACHMENT A

Registration Number

Mark

1,224,805

Optibal

1,220,527

Otiplex + 75

615,148

Kidz

1,700,161

Maxi Energy