

MPO
5.19.99

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

174-00C(5)b

TO: Box ASSIGNMENT FEE
Commissioner of Patents and Trademarks
Washington DC, 20231

Honorable Commissioner of Patents and Trademarks:

Kindly record the attached original documents or copy thereof.

05-28-1999



101049688

1. Name of conveying part(ies):

Name: Prostar, Inc.
Internal Address: _____
Street Address: 7 Corporate Avenue
City: Farmington State: CT ZIP: 06034-0643

- Individual(s)
- General Partnership
- Corporation-State, **Connecticut**
- Association
- Limited Partnership
- _____ Other

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

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

Name: Ultimate Nutrition, Inc.
Internal Address: _____
Street Address: 7 Corporate Avenue
City: Farmington State: CT ZIP: 06034-0643

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State, **Connecticut**
- Other _____

If assignee is not domesticated in the United States, a domestic representative designation
is attached: Yes No (Designations must be a separate document from Assignment)

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

3. Nature of conveyance:

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

Execution Date: April 28, 1999

05/27/1999 DMSUYEN 00000307 2117610

01 FC:461

40.00 DP

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) **2,117,810**

Additional numbers attached? Yes No

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

Name: Frank J. Thompson, Esq.

Internal Address: _____

Street Address: 111 Prospect Street

City: Stamford State: CT ZIP: 06901

6. Total number of applications and registrations involved: 1

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

Enclosed

Authorized to be changed to deposit account

8. Deposit account number: _____

(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.

Frank J. Thompson
Name of Person Signing


Signature


5/17/99
Date

Total number of pages comprising cover sheet 2

CERTIFICATE OF MAILING

This is to certify that this cover sheet, a check in the amount of \$40.00 in payment of the recording fee, an assignment and a return receipt postcard are this day being placed in the mail with the U.S. Postal Service, first class, postage prepaid and addressed to Box ASSIGNMENT FEE, Commissioner of Patents and Trademarks, Washington, D.C. 20231

May 17, 1999
Date


Frank J. Thompson

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SCHEDULE A

TRADEMARK

INTERNATIONAL CLASS

U.S. REG. NO.

PREMIUM MCT GOLD

5

2,117,810

TRADEMARK ASSIGNMENT

WHEREAS Prostar, Inc., a Connecticut corporation having a place of business at 7 Corporate Avenue, Farmington, Connecticut 06062, has adopted and used in its business in the United States of America, its territories, possessions and protectorates the trademark listed in Schedule A appended hereto: and,


WHEREAS Ultimate Nutrition, Inc. a Connecticut corporation having a place of business at 7 Corporate Avenue, Farmington, Connecticut 06062, is desirous of acquiring said mark:

NOW, THEREFORE, be it known that for and in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt of which is acknowledged, said Prostar, Inc. does, assign, sell and transfer and set over unto said Ultimate Nutrition, Inc., effective November 30, 1998, the right, title and interest in and to and under its trademark and the registration thereof listed in Schedule A appended hereto including its common law rights, and its registration rights together with the good will of the business associated therewith.

Ultimate Nutrition, Inc., a Connecticut corporation having a place of business at 7 Corporate Avenue, Farmington, Connecticut 06062, hereby accepts the transfer to it of the aforementioned trademark rights.


PROSTAR, INC.
a Connecticut Corporation

Date: April 28, 1999

By: 
Victor Rubino, President

ULTIMATE NUTRITION, INC.
a Connecticut Corporation

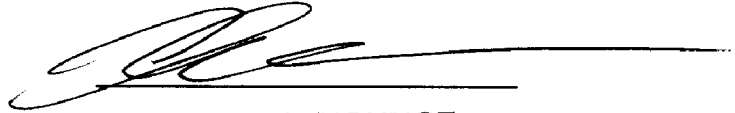
Date: April 28, 1999

By: 
Victor Rubino, President

STATE OF Connecticut
COUNTY OF Hartford ss. Farmington

On the 28th day of APRIL 1999 before me, the undersigned notary public, personally came Victor Rubino, to me known, or who established his identity to my satisfaction, who, being by me duly sworn, did depose and say that he is President of Prostar, Inc., a Connecticut corporation, the corporation described in and which executed the foregoing instrument entitled Trademark Assignment; and that he is authorized to sign the foregoing instrument on behalf of the corporation.

NOTARY
SEAL

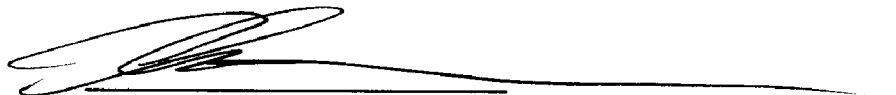


CHARLES J. MOUNCE
NOTARY PUBLIC
COMMISSION EXPIRES 12-31-2003

STATE OF Connecticut
COUNTY OF Hartford ss. Farmington

On the 28th day of APRIL 1999 before me, the undersigned notary public, personally came Victor Rubino, to me known, or who established his identity to my satisfaction, who, being by me duly sworn, did depose and say that he is President of Ultimate Nutrition, Inc., a Connecticut corporation, the corporation described in and which executed the foregoing instrument entitled Trademark Assignment; and that he is authorized to sign the foregoing instrument on behalf of the corporation.

NOTARY
SEAL



Notary Public
CHARLES J. MOUNCE
NOTARY PUBLIC
COMMISSION EXPIRES 12-31-2003