



Y

To the Honorable Comr
Please record the attach

06-10-1999



05-28-1999

U.S. Patent & TMO/c/TM Mail Rcpt Dt. #58

5.28.99



101059429

iving an interest:

1. Name of Party(ies) conveying an interest:

GENERAL NUTRITION INVESTMENT
COMPANY

Name: Nature's Fresh Northwest, Inc.

Internal Address: _____

Street Address: 3008 S.E. Division

City: Portland

State: Oregon Zip: 97202

Entity:

- Individual(s)
- General Partnership
- Corporation-State Arizona
- Other _____
- Association
- Limited Partnership

- Entity: _____
- Individual(s)
- General Partnership
- Corporation-State Delaware
- Other _____
- Citizenship _____

3. Interest Conveyed:

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

If not domiciled in the United States, a domestic representative designation is attached:

- Yes
- No

(The attached document must not be an assignment)

4. Application number(s) or registration number(s). Additional sheet attached? Yes No

A. Trademark Application No.(s)

75/617,232

75/396/093

B. Trademark Registration No.(s)

2,224,071

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

Name: David J. Sullivan

Internal Address: General Nutrition

Investment Company

Street Address: 300 Sixth Avenue

City: Pittsburgh

State: Pennsylvania Zip: 15222

6. Number of applications and registrations involved:

Three (3)

7. Amount of fee enclosed or authorized to be charged:

\$90.00

8. Deposit account number (attach duplicate copy of this form if paying by deposit account):

N/A

DO NOT USE THIS SPACE

9. Date of execution of attached document 05/27/99

10. I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on:

05/27/99

06/10/1999 DNGUYEN 00000019 75617232

Date

Signature

David J. Sullivan

Name of Person Signing

01 FC:481
02 FC:482

TRADEMARK AND SERVICE MARK ASSIGNMENT

WHEREAS, General Nutrition Investment Company, an Arizona corporation, having its principal office at 300 Sixth Avenue, Pittsburgh, Pennsylvania 15222, is owner of the following trademarks and service marks now applied for or registered in the United States Patent and Trademark Office:

<u>Trademark</u>	<u>Serial No.</u>	<u>Date of Application</u>
1. AWOL	75/617232	01/08/99

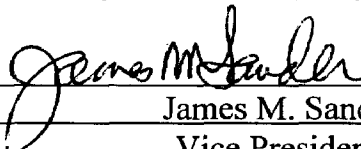
<u>Service Mark</u>	<u>Serial No./ Registration No.</u>	<u>Date of Application/ Registration</u>
1. Natures Fresh Northwest	75/396,093	01/25/97
2. Nature's Inside Out	2,224,071	02/16/99

WHEREAS, Nature's Fresh Northwest, Inc., a Delaware corporation, having its principal office at 3008 S.E. Division, Portland, Oregon 97202, desires to acquire all of the rights to the trademarks and service marks;

NOW, THEREFORE, for good and valuable consideration, General Nutrition Investment Company hereby assigns to Nature's Fresh Northwest, Inc. all of its right, title and interest in and to all of the rights to the trademarks and service marks for such trademarks and service marks, together with the goodwill of the business associated with the trademarks and service marks and the above-identified application thereof.

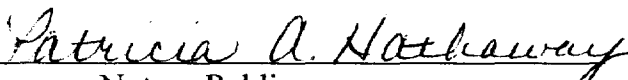
EFFECTIVE the 27th day of May, 1999.

GENERAL NUTRITION INVESTMENT COMPANY

By: 
Name: James M. Sander
Its: Vice President

STATE OF PENNSYLVANIA :
COUNTY OF ALLEGHENY :

The foregoing instrument was acknowledged before me this 27th day of May, 1999 by James M. Sander, General Nutrition Investment Company, on behalf of the corporation.


Notary Public

