



08-09-1999

U.S. Patent & TMOfr/TM Mail Rcpt Dt. #30

RECORDATION FORM COVER SHEET

TRADEMARKS ONLY

08-16-1999



To the Honorable Commissioner of Patents and Trademarks: Please record the attached original

101117207

8-9-99

1. Name of conveying party(ies):

4Health, Inc.

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

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

3. Nature of conveyance:

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

Execution Date: July 29, 1999

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

Name: Irwin Naturals/4Health, Inc.

Internal Address:

Street Address: 10549 W. Jefferson Boulevard

City: Culver City

State: California Zip: 90232

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Utah
- 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 number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,970,032

Additional numbers attached? No

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

Name: Thomas W. Cook

Internal Address:

Street Address: P.O. Box 1989

3030 Bridgeway, Suite 425

City: Sausalito

State: California Zip: 94965

6. Total number of applications and registrations involved: 1

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

(Attache 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.

Thomas W. Cook

Name of Person Signing

Thomas W. Cook
Signature

August 5, 1999
Date

Total number of pages comprising cover sheet: 2

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Mail document recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
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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.

U.S. TRADEMARK ASSIGNMENT

WHEREAS 4Health, Inc., a corporation organized under the laws of the State of California, whose business address is 5485 Conestoga Court, Boulder, Colorado 80301, has, in connection with its business, registered its mark:

DESIGN ONLY

(the "Mark") with the United States Patent and Trademark Office, and has continuously used the mark in commerce on or in connection with the goods identified in registration number 1,970,032.

WHEREAS Irwin Naturals/4Health, Inc., a corporation organized under the laws of the State of Utah, whose business address is 10549 W. Jefferson Boulevard, Culver City, California 90232, is desirous of acquiring all of the business of 4Health, Inc. symbolized by the Mark as its successor in such business, and is desirous of acquiring the Mark and the federal registration thereof in conjunction with the acquisition of such business, and use the Mark in commerce on or in connection with the goods identified in registration number 1,970,032.

NOW, therefore, for good and valuable consideration, receipt of which is hereby acknowledged, 4Health, Inc. does, in connection with the sale of its entire ongoing and existing business to which the Mark pertains, hereby assign unto said Irwin Naturals/4Health, Inc. all right, title and interest in and to the Mark, together with the good will of the business symbolized by the Mark, and the above-identified registration thereof.

I, Louis Mancini, President of said 4Health, Inc., do hereby execute this assignment document on the date set forth below.

4Health, Inc.

Date: July 29, 1999

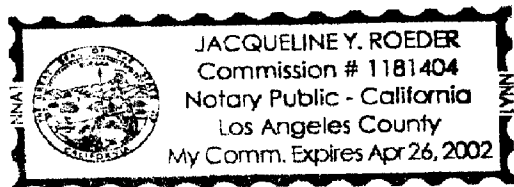
By: *Louis Mancini*
Louis Mancini
President

NOTARIAL ACKNOWLEDGMENT

United States of America)
State of California) SS.
County of Los Angeles)

On this 29 th day of July, 1999, before me the undersigned, a Notary Public for the State of California, personally appeared Louis Mancini, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

(seal)



Jacqueline Y. Roeder
Notary Public

Mark: **DESIGN ONLY**
Reg. No.: 1,970,032

CERTIFICATE OF MAILING UNDER 37 C.F.R. § 1.8(a)

I hereby certify that the attached RECORDATION FORM COVER SHEET is being deposited with the United States Postal Service with sufficient postage as first class mail in an envelope addressed to:

Assistant Commissioner for Trademarks
Box Assignments
2900 Crystal Drive
Arlington, Virginia 22202-3513

on August 4, 1999.



Victor Tom