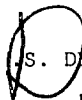




08-16-1999

08-09-1999

RE:



U.S. DEPARTMENT OF COMMERCE

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

Patent and Trademark Office

101117225

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original document or copy thereof.

8-9-99

1. Name of conveying party(ies):

Surgical Technologies, Inc.

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

2,021,063

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: _____

(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.

Thomas W. Cook
Name of Person Signing

Signature

August 3, 1999

Date

2

Total number of pages comprising cover sheet:

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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 Surgical Technologies, Inc., a corporation organized under the laws of the State of Utah, whose business address is 2801 South Decker Lake Lane, Salt Lake City, Utah 84119, has, in connection with its business, registered its mark:

TRANSFLATOR

(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 2,021,063.

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 Surgical Technologies, 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 2,021,063.

NOW, therefore, for good and valuable consideration, receipt of which is hereby acknowledged, Surgical Technologies, 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 Surgical Technologies, Inc., do hereby execute this assignment document on the date set forth below.

Surgical Technologies, Inc.

Date: 7/29, 1999

By: Louis Mancini

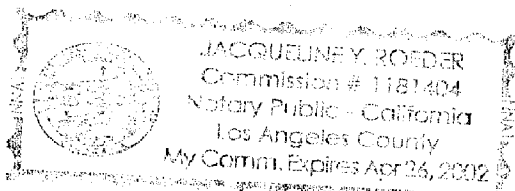
President

NOTARIAL ACKNOWLEDGMENT

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

On this 29 th day of July, 1999, before me the undersigned, a Notary Public for the State of Utah, 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)



[Signature]
Notary Public

TRADEMARK
REEL: 001942 FRAME: 0989