

12-06-1999

D



101214764

TRADEMARKS ONLY

To the HONORABLE Commi



is and Trademarks:

Please record the attac

11-19-1999

or copy thereof.

1. Name of Party(ies) conveying an interest
Health Center for Better Living, Inc.
1414 Rosemary Lane
Naples, Florida 34103

U.S. Patent & TMOfr/TM Mail Rcpt Dt. #31

of Party(ies) receiving an interest:

11.19.99

Internal Address: Amrion, Inc.
Street Address: 6565 Odell Place
City: Boulder
State/Zip: CO, 80301

Entity:
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Florida
 Other _____

Entity:
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Colorado
 Other _____

Additional name(s) of conveying party(ies) attached:
 yes no

Citizenship _____

3. Description of the interest conveyed:
 Assignment Change of Name Other
 Security Agreement Merger
Date of execution of attached document November 2, 1999

If not domiciled in the United States, a domestic representative designation is attached:
 yes no

(The attached document must not be an assignment)
Additional name(s) and addresses attached: yes no

4. Application number(s) or registration number(s) Additional sheet attached? yes no

A. Trademark Application No.(s)
75/332,039

B. Trademark Registration No.(s)

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Dan Cleveland, Jr.
Address: Duft, Graziano & Forest, P.C.
1790 30th Street
Suite 140
City: Boulder
State/Zip: CO, 80301-1018

6. Number of applications and registrations involved: 1

7. The \$40 filing fee is enclosed.

8. Please charge the \$ _____ filing fee to Deposit Account No. _____ (duplicate copy of this page attached)

9. Please charge any deficiencies in fees or credit any overpayment to Deposit Account No. 04-1697

DO NOT USE THIS SPACE

10. 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.

Dan Cleveland, Jr., Reg. No.: 36,106
Name of person signing

Signature

November 16, 1999
Date

Total number of pages comprising coversheet: 1

rev. 10/1993

12/03/1999 VBROWN 00000073 75332039

01 FC:481

40.00 DP

TRADEMARK
REEL: 001997 FRAME: 0623

Trademark Assignment

WHEREAS, Health Center for Better Living, Inc., a Florida Corporation, with its principal place of business at 1414 Rosemary Lane, Naples Florida 34103, (Assignor), has adopted, owns and is using the Mark HEALTHY JOINTS (the Mark) in connection with the following goods and/or services: herbal dietary supplements, in International Class 005; and

WHEREAS, Assignor has applied to register the Mark on the Principal Register of the United States Patent and Trademark Office in connection with the above-described goods and/or services, Application Serial No. 75-332039 filed July 28, 1997; and

WHEREAS, Amrion, Inc., a Colorado Corporation, with its principal place of business at 6565 Odell Place, Boulder, CO 80301 (Assignee), desires to acquire the Mark, the pending application for registration, the registration and the goodwill of the business associated with the Mark;

NOW, THEREFORE, for a sales price of \$5800 together with other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee all right, title, and interest in and to the Mark, the pending application for registration and the registration, together with the goodwill of the business symbolized by the Mark.

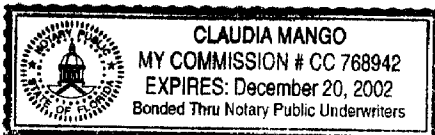
NOW, THEREFORE, by signing below Assignor hereby agrees to the terms and conditions of this Assignment. Assignor has a twelve month time period, effective beginning the date of this executed Assignment, in which to sell off current existing inventory. At the end of this twelve month time period Assignor agrees to relinquish to Assignee all unsold product inventory, including but not limited to, labels, promotional materials and other goodwill associated with the Mark.

Signature: Todd Eric Wearden
Printed Name: Todd Eric Wearden
Title: President

Dated effective as of: this 2 day of December, 1999.

SUBSCRIBED and SWORN to before me this 2 of Nov, 1999.

Claudia Mango
Notary Public
My Commission Expires: _____



[DGF Attorney Reference No.: 5052/034T]