

6-15-00

07-17-2000

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office



To the Honorable Commissioner of Patent

101405502

attached original documents or copy thereof.

1. Name of conveying party(ies):

Natrol Acquisition Corp.

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

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

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

Natrol, Inc.
21411 Prairie Street
Chatsworth, California 91311



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

06-15-2000
U.S. Patent & TMO/TM Mail Rcpt Dt. #70

Domestic representative is attached: Yes No
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

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

Execution Date:

4. (A.) Trademark Application No.(s)

4. (B.) Trademark Registration No.(s)

See Attachment A

Additional numbers attached? Yes No

5. Correspondence should be mailed to:

JEFFREY A. SCHWAB
ABELMAN, FRAYNE & SCHWAB
150 East 42nd Street
New York, New York 10017-5612

6. Total number of applications and registrations involved:.....

13

"Express Mail" No: EK051385398
Date of Deposit: June 15, 2000

I hereby certify that this paper or fee is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 C.F.R. §1.10 on the date indicated above and is addressed to the Assistant Commissioner of Trademarks, Arlington, VA 22202-3513

JEFFREY A. SCHWAB
(Name of person mailing paper or fee)

(Signature of person mailing paper or fee)

7. Total fee (37 CFR 3.41): \$ 340.00

- Enclosed
(The said Deposit Account should be charged for any official fee not fully covered by the enclosed check)
- Authorized to be charged to deposit account
Deposit account number: 01-0035
(Attach duplicate copy of this page if paying by deposit account)

07/14/2000 HSC011 00000188 2023351

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01 FC:481 40.00 OP
02 FB:482 300.00 OP

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.

JEFFREY A. SCHWAB
Name of Person Signing

6/15/00
Date

Total number of pages comprising cover sheet:

ATTACHMENT A

TRADEMARK	REGISTRATION DATE	REGISTRATION NO.
COTTONWOOD CREEK	December 17, 1996	2,023,551
DIET NOW	May 26, 1992	1,688,708
FRIENDLY FLORA	June 9, 1998	2,164,751
GINKGO 1000	February 23, 1993	1,753,569
HEAVENLY NIGHTS	January 11, 2000	2,308,027
LACI LE BEAU (Stylized)	February 19, 1985	1,321,110
POWER TIME	May 1, 1990	1,593,789
SERENA CALM	January 27, 1998	2,132,551
SLIMMER-NOW	August 6, 1985	1,353,135
SUPER CHARGE	August 1, 1989	1,549,776
SUPER DIETER'S	September 24, 1996	2,002,826
SUPER DIETER'S TEA	March 23, 1993	1,759,414
THROAT CARE	January 11, 2000	2,308,056

ASSIGNMENT

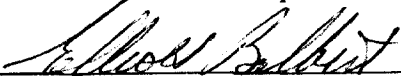
WHEREAS, Natrol Acquisition Corp., a company organized and existing under the laws of Delaware with an office at 21411 Prairie Street, Chatsworth, CA 91311, (hereinafter called the ASSIGNOR) has adopted and used the trademarks registered in the United States Patent and Trademark Office as shown on Schedule A.

AND WHEREAS, Natrol, Inc., a company organized and existing under the laws of Delaware, with an office at 21411 Prairie Street, Chatsworth, CA 91311, (hereinafter called the ASSIGNEE) is desirous of acquiring the right, title and interest in and to the said trademarks and registrations thereof:

NOW, THEREFORE, in consideration of U.S. \$1.00 and other good and valuable consideration, the receipt of which is hereby acknowledged, the said ASSIGNOR by these presents does sell, assign and transfer unto the said ASSIGNEE, its successors and assigns, its right, title and interest in and to the said trademarks, trademark applications, trademark registrations, together with that part of the goodwill of the ASSIGNOR's business connected with the use of and symbolized by the said trademarks.

IN WITNESS WHEREOF, the said ASSIGNOR has hereunto executed this instrument this 7th day of April, 2000.

ASSIGNOR - Natrol Acquisition Corp.

By 
ELLIOTT BALBERT

Title PRESIDENT

SCHEDULE A

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