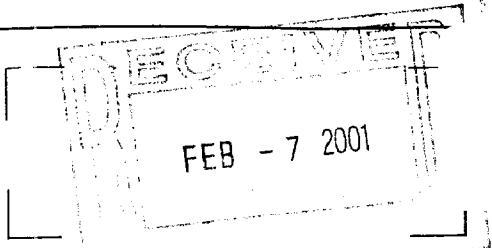


low
AKO
2.7.01



02-15-2001



101615215

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

New

Resubmission (Non-Recordation)
Document ID #

Correction of PTO Error
Reel # Frame #

Corrective Document
Reel # Frame #

Conveyance Type

Assignment **License**

Security Agreement **Nunc Pro Tunc Assignment**

Merger Effective Date
Month Day Year

Change of Name

Other

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

Formerly

Individual **General Partnership** **Limited Partnership** **Corporation** **Association**

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3) Zip Code

Individual **General Partnership** **Limited Partnership** **Corporation** **Association**

Corporation **Association**

Other

Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

FOR OFFICE USE ONLY

02/15/2001 GTON11 00000057 2081622
01 FC:481 40.00 00

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practices. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2) FEB - 7 2001

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

(602) 207-2189

Name Kim Diulus

Address (line 1) Legal Assistant

Address (line 2) Farnam Companies, Inc.

Address (line 3) 301 West Osborn Road

Address (line 4) Phoenix, Arizona 85013

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

2

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>	2,081,622	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

1

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 40.00

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Kim Diulus

Name of Person Signing

Signature

02/07/01

Date Signed

ASSIGNMENT OF FEDERAL REGISTERED TRADEMARKS

This Assignment of Federal Registered Trademarks ("ASSIGNMENT"), effective as of November 30, 2000 (the "EFFECTIVE DATE"), is made by and between Richard Alexander, an unmarried person and owner of an unincorporated business known as "Sure Nutrition", domiciled in the State of Pennsylvania and currently residing at 901 East Pennsylvania Boulevard, Feasterville, Pennsylvania 19053 (hereinafter "ASSIGNOR") and Farnam Companies, Inc., an Arizona corporation having its principal place of business at 301 West Osborn Road, Phoenix, Arizona 85013 (hereinafter "ASSIGNEE").

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR does hereby sell, assign, transfer and set over unto ASSIGNEE, its successors and assigns, as of the EFFECTIVE DATE, all rights, title and interests in and to the registered trademarks and application for federal trademark registrations delineated on **Exhibit A** attached hereto (individually and collectively, the "TRADEMARKS"), together with the goodwill of the business associated with and symbolized by said TRADEMARKS; and together with all rights to damages, profits and/or any remedy whatsoever due or accrued arising out of any past infringement by any entity of said TRADEMARKS or any injury to the goodwill of the business associated with, and symbolized by, said TRADEMARKS.

IN WITNESS WHEREOF, ASSIGNOR has caused this ASSIGNMENT to be executed by his duly authorized representative as of the EFFECTIVE DATE.

ASSIGNOR

Richard Alexander, an unmarried person
in his personal capacity and as Owner
of an unincorporated business known as "Sure
Nutrition"

By:

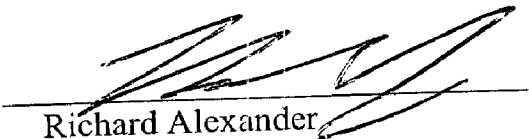

Richard Alexander

EXHIBIT A

<u>Mark</u>	<u>Registration No/ Serial No.</u>	<u>Date Filed or Registration Date</u>
Sure Nutrition™	76/076260	June 23, 2000
Next Level®	2,324,451	February 29, 2000
Cough Free®	2,099,220	September 23, 1997
OTC™	76/076211	June 23, 2000
Jug Over The Counter™	75/913303	February 8, 2000
Max All In One™	75/488923	May 21, 1998
Sureflex®	2,081,622	July 22, 1997