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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)

101747431

Tab settings

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

1. Name of conveying party(ies):

Naturalife Corporation

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

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

3. Nature of conveyance:

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

Execution Date: December 21, 2000

2. Name and address of receiving party(ies)

Name: Nature's Way Products, Inc.

Internal

Address: _____

Street Address: 1375 No. Mountain Springs Pkwy

City: Springville State: Utah Zip: 84663

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Utah - 5
- 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)

- see list attached

Additional number(s) attached Yes No

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

Name: Gordon M. Walker

Internal Address: _____

Street Address: 1375 No. Mountain Springs Pkwy

City: Springville State: Utah Zip: 84663

6. Total number of applications and registrations involved: _____

10

7. Total fee (37 CFR 3.41).....\$265.00

- 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.

Gordon M. Walker

Name of Person Signing

Signature

June 4, 2001

Date

Total number of pages including cover sheet, attachments, and document: _____

4

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

06/12/2001 6TON11 00000212 2409490

01 FC:481
02 FC:482

40.00 OP
225.00 OP

TRADEMARK
REEL: 002313 FRAME: 0148

Item 4

Registration No(s)

2,409,490

1,740,764

1,076,788

1,987,473

1,986,088

2,107,274

1,960,450

1,959,028

1,975,799

2,098,243

TRADEMARK ASSIGNMENT

WHEREAS, NaturaLife Corporation with offices located at 1375 North Mountain Springs Parkway, Springville, Utah 84663, is the owner of the following trademarks now registered in the United States Patent and Trademark Office:

<u>Trademark</u>	<u>Registration No.</u>	<u>Date of Registration</u>
Flex-Aid	2,409,490	11-28-00
Naturalife	1,740,764	12-22-92
Naturalife	1,076,788	11-08-77
NaturaLife and Design	1,987,473	07-16-96
Natural Pharmacy and Design	1,986,088	07-09-96
The Nature of Healthy Living	2,107,274	10-21-97
Quiet Day	1,960,450	03-05-96
Quiet Night	1,959,028	02-27-96
SinusCare	1,975,799	05-28-96
UltraActive	2,098,243	09-16-97

WHEREAS, Nature's Way Products, Inc. having its principal offices at 1375 North Mountain Springs Parkway, Springville, Utah 84663, is desirous of acquiring said registered trademarks.

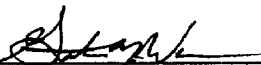
NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, NaturaLife Corporation hereby assigns, transfers and conveys to Nature's Way Products, Inc. all right, title and interest in the trademarks in the United States together with the goodwill of the business symbolized by the said trademarks.

NaturaLife Corporation warrants that it is the beneficial owner of the trademarks, that it has all requisite power and authority to enter into this Assignment, that this Assignment has been duly executed and delivered by NaturaLife Corporation and constitutes a valid and binding obligation and that the trademarks are owned free and clear of any liens, claims or encumbrances.

This Assignment is made at Springville, Utah, this 21st day of December, 2000.

NATURE'S WAY PRODUCTS, INC.

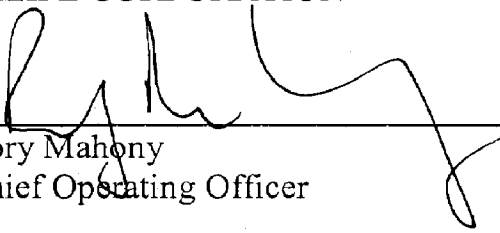
By:



Gordon M. Walker
Secretary to the Corporation

NATURALIFE CORPORATION

By:



Rory Mahony
Chief Operating Officer

TM/Assignment/NaturaLife Trademarks