

06-14-2001



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FORM PTO-1595

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U.S. DEPARTMENT OF COMMERCE

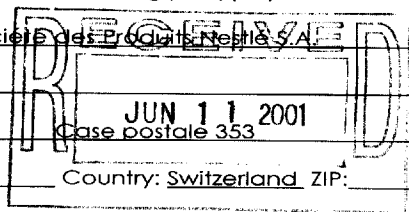
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): 6110
 Nestlé Holdings, Inc.
 383 Main Avenue, Norwalk, CT 06851

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

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

2. Name and address of receiving party(ies):
 Name: Société des Produits Nestlé S.A.
 Internal Address: _____
 Street Address: Case postale 353
 City: Vevey Country: Switzerland ZIP: _____



3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: May 18, 2001

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

If assignee is not domiciled in the United States, a domestic representative designation is attached:
 Yes No

Additional name(s) & Address(es) attached?
 Yes No

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
75/597,282 75/609,712 75/634,949
75/597,283 75/615,270

B. Trademark No.(s)
1,447,798 2,089,431 2,129,260 2,324,968
1,447,799 2,103,868 2,247,881 2,336,752
2,060,720 2,116,159 2,251,934 2,426,171
2,089,430 2,126,109 2,263,510 2,426,172

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Robert H. Sanders
 Internal Address: c/o Nestle USA, Inc.
 Street Address: 800 North Brand Blvd. - 20th Floor
 City: Glendale State: CA ZIP: 91203

6. Total number of applications and registrations involved: 21

7. Total fee (37 CFR 3.41)\$ 540.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
03-0775

(Attach additional copy of form if paying by deposit account.)

06/14/2001 LMUELLER 00000061 030775 75597282 **DO NOT USE THIS SPACE**

01 FC:481 40.00 CH
 02 FC:542 Statement of Origin
 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.

Robert H. Sanders [Signature] June 5, 2001
 Name of Person Signing Signature Date

Total number of pages including cover sheet: 24

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion:

Mail documents to be recorded with required cover sheet information to:

**Commissioner of Patents and Trademarks
 Box Assignments
 Washington, D.C. 20231**

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.

DESIGNATION OF DOMESTIC REPRESENTATIVE

MARK: BE READY

REGISTRATION NO. 2,129,260 DATED: January 13, 1998

REGISTRANT: Société des Produits Nestlé S.A.

Nestle USA, Inc. whose postal address is:

NESTLE USA, INC.
LEGAL DEPT. - TRADEMARKS
800 NORTH BRAND BOULEVARD
GLENDALE, CALIFORNIA 91203

is hereby designated applicant's representative upon whom notice or process in proceedings affecting the mark may be served.

SOCIETE DES PRODUITS NESTLE S.A.
A Switzerland corporation

By: 

Jean-Pierre Maeder
Head of Trademark Department

Dated: 28 May, 2001

DEED OF ASSIGNMENT

WHEREAS Nestlé Holdings, Inc., a Delaware corporation having its principal place of business at Merritt View, 383 Main Avenue, 5th Floor, Norwalk, CT 06851 (hereinafter referred to as "Seller") is the owner of the following U.S. trademarks:

| <u>Trademark</u> | <u>Number</u> | <u>Date</u> |
|------------------------------|---------------|-------------------------|
| BE READY | 2,129,260 | January 13, 1998 |
| BE READY | 2,103,868 | October 7, 1997 |
| CYBER BIKE CHALLENGE | 2,116,159 | November 25, 1997 |
| D.I.R.T. | 2,263,510 | July 20, 1999 |
| ENERGY BAR FOR MIND AND BODY | 2,426,172 | February 6, 2001 |
| ENERGY BAR FOR MIND AND BODY | 2,426,171 | February 6, 2001 |
| ENERGY PATROL | 2,089,430 | August 19, 1997 |
| FUEL FOR OPTIMUM PERFORMANCE | 1,447,799 | July 14, 1987 |
| FUELED BY POWERBAR | 2,089,431 | August 19, 1997 |
| POWER GEL | 2,126,109 | December 30, 1997 |
| POWERBAR | 1,447,798 | July 14, 1987 |
| POWERBAR HARVEST | 2,251,934 | June 8, 1999 |
| POWERBAR PERFORM | 2,336,752 | March 28, 2000 |
| POWERBAR PERFORM PLUS | 2,324,968 | February 29, 2000 |
| POWERSPORTS | 2,247,881 | May 25, 1999 |
| REAL ENERGY | 2,060,720 | May 13, 1997 |
| POWERBAR PROTEINPLUS | 75/615,270 | Filed January 4, 1999 |
| POWERBAR ESSENTIALS | 75/597,283 | Filed November 30, 1998 |
| POWERBAR ESSENTIALS | 75/597,282 | Filed November 30, 1998 |
| POWERBAR PROTEINPLUS | 75/609,712 | Filed December 21, 1998 |
| TRISOURCE PROTEIN BLEND | 75/634,949 | Filed February 3, 1999 |

WHEREAS SOCIETE DES PRODUITS NESTLE S.A., a corporation organized and existing under the laws of Switzerland, having its principal place of business at Case Postale 353, Vevey, Switzerland (hereinafter referred to as "Buyer") is desirous to acquire all right, title and interest in and to said trademarks;

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, Seller hereby assigns unto Buyer all right, title and interest in and to said trademarks together with the goodwill of the business symbolized thereby in the United States of America.

Executed at Glendale, California, this 18th day of May, 2001.

NESTLE HOLDINGS, INC.

By: 
Name: Yun Choi Au
Title: Assistant Secretary