

06-19-2001

Form PTO-1594
(Rev. 03/01)
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):
Food for Health Co., Inc. (dba Food for
3655 West Washington St. Health, Inc.)
Phoenix, Arizona 85009

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State Arizona
- Other b-12-01

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

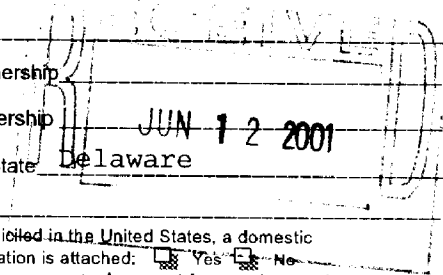
2. Name and address of receiving party(ies)
Name: Tree of Life, Inc.

Internal Address: _____
Address: _____

Street Address: PO Box 410
St. _____
City: Augustine State: FL Zip: 32085

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



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

Execution Date: _____

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2,365,667

Additional number(s) attached Yes No

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

Name: John W. Burke III

Internal Address: McGuireWoods LLP

One James Center

901 East Cary Street

Street Address: _____

City: Richmond State: VA Zip: 23219

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

- 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.

John W. Burke III

Name of Person Signing

Signature

6/12/01

Date

Total number of pages including cover sheet, attachments, and document: 3

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

2001 5TON11 00000030 2365667

40.00 DP

TRADEMARK
REEL: 002315 FRAME: 0516

**ASSIGNMENT OF TRADEMARK
FROM FOOD FOR HEALTH, INC. TO TREE OF LIFE, INC.**

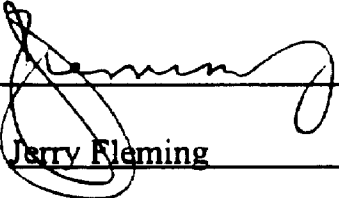
This assignment is from FOOD FOR HEALTH, CO., INC., an Arizona corporation dba FOOD FOR HEALTH, INC. with its principal offices at 3655 West Washington Street, Phoenix, Arizona 85009 ("Assignor") to TREE OF LIFE, INC. a Delaware corporation with its principal offices at 1750 Tree Boulevard, P.O. Box 410, St. Augustine, Florida 32085 ("Assignee").

For good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns and grants to Assignee the Assignor's entire right, title and interest in the mark FOOD FOR HEALTH, Registration Number 2,365,667, and the portion of Assignor's business associated with the mark; and all goodwill associated therewith, along with the registration. Assignor further assigns all rights as a licensor and all rights to sue for any acts of infringement occurring prior to the effective date of this Assignment.

Dated to be effective this 23 day of March, 2001

ASSIGNOR:

Food For Health, Co., Inc.,
an Arizona corporation
dba Food For Health, Inc.




By: Jerry Fleming

Its: President

Dated: March 23, 2001

ASSIGNEE:

Tree of Life, Inc.,
a Delaware corporation



By: Dennis Oistacher

Its: Senior Vice President - Finance and
Chief Financial Officer

Dated: March 23 2001