



To the Honorable Commissioner of Patents

101774417

Send original documents or copy thereof.

1. Name of conveying party(ies):

H. J. Heinz Company

2. Name and address of receiving party(ies)

Name: ProMark International, Inc.

Internal Address: Suite 604

Street Address: 877 West Main Street

City: Boise State: ID ZIP: 83702

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

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Idaho
- 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
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: February 28, 2001

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

See Schedule A attached

Handwritten: LMD 6/27/01

Additional numbers attached? Yes No

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

Name: Dean A. Bierkan, Esq.

Internal Address: H. J. Heinz Company

Street Address: 1062 Progress Street

City: Pittsburgh State: PA ZIP: 15212

6. Total number of applications and registrations involved: 5

7. Total fee (37 CFR 3.41).....\$ 140.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

08-1631

(Attach duplicate copy of this page if paying by deposit account)

07/11/2001 LMIJELER 00000215 001631 1911590

01 FC:481 40.00 CH
02 FC:482 100.00 CH

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.

Dean A. Bierkan

Name of Person Signing

Signature

06/25/2001

Date

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

H.J. HEINZ COMPANY - WEIGHT WATCHERS

Trademark Report by Mark
Country: US

SCHEDULE A

Printed: 02/27/2001

Page 1

COUNTRY	REFERENCE#	FILED	APPL#	REGDT	REG#	STATUS	CLASSES	
SMART ONES								
UNITED STATES	9400018w	05/20/1994	74/528,148	08/15/1995	1,911,590	REGISTERED	29,30	
UNITED STATES	9200009w	12/10/1991	74/229,521	01/03/1995	1,871,763	REGISTERED	29,30	
UNITED STATES	T00206US2	01/08/1998	75/415,119	11/17/1998	2,204,080	REGISTERED	30	
SMART OPTIONS								
UNITED STATES	9300001w	04/09/1993	74/378,546	05/09/1995	1,893,490	REGISTERED	29,30	
UNITED STATES	9500032w	06/02/1995	74/683,887	12/31/1996	2,026,467	REGISTERED	29,30,1	
END OF REPORT					TOTAL ITEMS SELECTED =			5

ASSIGNMENT

WHEREAS, H. J. Heinz Company, a Pennsylvania corporation, with offices located at 1062 Progress Street, Pittsburgh, PA 15212, is the owner of certain trademark registrations, a list of which is attached hereto as Schedule A, as well as other unregistered common law trademarks, trade dress and label designs; and

WHEREAS, ProMark International Inc., an Idaho corporation located 877 W. Main Street, Suite 604, Boise, Idaho, 83702, is desirous of acquiring all right, title and interest in and to the registered trademarks, unregistered common law trademarks, trade dress and label designs including the goodwill of the trademarks connected with the use thereof and symbolized thereby;

NOW THEREFORE, for good and valuable consideration receipt of which is hereby acknowledged, H. J. Heinz Company does hereby assign unto ProMark International Inc. all right, title and interest in and to the registered trademarks set forth in Schedule A and to the unregistered common law trademarks, trade dress and label designs utilized with the registered trademarks together with any goodwill of the trademarks symbolized thereby.

H. J. Heinz Company agrees to execute any and all additional documents that may be necessary from time to time to perfect and record title to the trademarks in ProMark International Inc. and to carry out the intent of this Assignment.

H. J. Heinz Company

By: *Meredith Bolly*

Subscribed and sworn to before me this 28th day of February, 2001.

Ann C. Lovell

