

08-14-2001

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027



101810198

U.S. PATENT & TRADEMARK OFFICE

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK
JUL 23 A 9 08
RECEIVED
TRADEMARK OFFICE
PATENT & TRADEMARK
FEE PROCESS.

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 07/29/01
- 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 Whole Foods Market Group, Inc.

Execution Date
Month Day Year
07-12-01

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____

Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Mark if additional names of receiving parties attached

Name Gaiam.com, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 360 Interlocken Boulevard

Address (line 2) Suite 300

Address (line 3) Broomfield

Colorado

80021

- Individual General Partnership Limited Partnership
- Corporation Association
- Other _____

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.)

Citizenship/State of Incorporation/Organization Colorado

08/13/2001 AMWED1 00000133 75820665

FOR OFFICE USE ONLY

01 FC: A01
02 FC: A02

40.00 OP
75.00 OP

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 Practice. 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

TRADEMARK
REEL: 002346 FRAME: 0174

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

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

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)

Number of Properties

Enter the total number of properties involved. #

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$

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.

Name of Person Signing

Signature

Date Signed

ASSIGNMENT OF TRADEMARKS

WHEREAS, Whole Foods Market Group, Inc., a Delaware corporation, having a business address of 601 N. Lamar, Suite 300, Austin, Texas 78703, owns, and has adopted and is using, or has a bona fide intent to use, the following marks (the "Marks") for which the following United States trademark applications for registration have been filed:

MARK	SERIAL NO.	FILED
WHOLE JOURNEYS	75/820,665	Oct. 12, 1999
WHOLEJOURNEYS.COM	75/821,038	Oct. 12, 1999
WHOLE HEARTS	75/819,462	Oct. 12, 1999
WHOLEHEARTS.COM	75/821,044	Oct. 12, 1999

WHEREAS, Gaiam.com, Inc., a Colorado corporation having an address of 360 Interlocken Blvd., Suite 300, Broomfield, Colorado 80021, desires to acquire any and all rights and goodwill associated with the Marks and the above-referenced applications, and that portion of the business to which the Marks pertain;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Whole Foods Market Group, Inc., does hereby assign to Gaiam.com, Inc., all right, title and interest in and to the Marks and the pending applications for registration thereof, together with that portion of the business to which the Marks pertain and the goodwill of the business symbolized by the Marks.

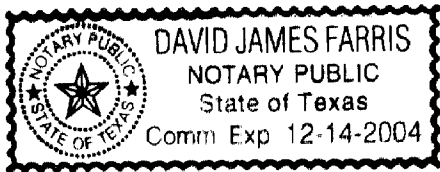
The Undersigned being warned that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the applications or any resulting registrations, declares that she is properly authorized to execute this assignment on behalf of Whole Foods Market Group, Inc. and that all statements made herein of her own knowledge are true and that all statements made on information and belief are believed to be true.

WHOLE FOODS MARKET GROUP, INC.

By: Roberta Lang
Name: Roberta Lang
Title: Assistant Secretary
Date: 7-12-01

STATE OF TEXAS §
 §
COUNTY OF TRAVIS §

Before me, the undersigned authority, on this 12th day of July, 2001, personally appeared Roberta Lang known to me to be the person whose name is subscribed to the foregoing instruments and acknowledged to me that (he/she) is authorized to execute the same on behalf of the identified corporation and that (he/she) executed the same on behalf of the corporation for the purposes and consideration therein expressed.



David James Farris
Notary Public, State of Texas

Name Printed: David Farris

My Commission Expires: 12-14-2004