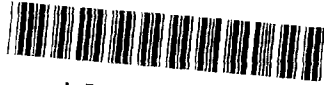


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10-29-2001

2 SHEET



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U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office

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

<p>1. Name of conveying party(ies):</p> <p>Science Foods, Inc. <span style="float: right;">10/04/01</span></p> <p>Individual(s) <span style="margin-left: 150px;">Association</span>          General Partnership <span style="margin-left: 150px;">Limited Partnership</span>  <input checked="" type="checkbox"/> Corporation-State of Nevada          Other</p> <p>Additional name(s) of conveying party(ies) attached? Yes <input checked="" type="checkbox"/> No</p> <p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <span style="margin-left: 150px;">Merger</span>          Security Agreement <span style="margin-left: 150px;">Change of Name</span>          Other</p> <p>Execution Date: <u>January 31, 1997</u></p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: <u>Weider Nutrition Group, Inc.</u></p> <p>Internal Address: <u>2002 South 5070 West</u></p> <p>City: <u>Salt Lake City</u> State: <u>Utah</u> Zip: <u>84104</u></p> <p>Individual(s) citizenship          Association          General Partnership          Limited Partnership  <input checked="" type="checkbox"/> Corporation-State of <u>Utah</u>          Other</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes <input checked="" type="checkbox"/> No</p> <p>(Designations must be a separate document from Assignment)</p> <p>Additional name(s) &amp; Address(es) attached? Yes <input checked="" type="checkbox"/> No</p>
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4. Application number(s) or registration number(s): Application Number

A. Trademark Application No.(s) B. Trademark registration No.(s) Registration Number 1,973,740

Additional numbers attached? Yes  No

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Preston C. Regehr</u></p> <p>Internal Address: <u>PARSONS BEHLE &amp; LATIMER</u></p> <p>Street Address: <u>201 South Main Street, Suite 1800</u></p> <p>City: <u>Salt Lake City</u> State: <u>Utah</u> Zip: <u>84111</u></p> <p>10/26/2001 GTDN11 00000184 500581 1973740          01 FC:481 40.00 CH</p>	<p>6. Total number of applications and registrations involved: ..... <u>1</u></p> <p>7. Total Fee (37 CFR 3.41): .....\$ <u>40.00</u></p> <p>Enclosed</p> <p><input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number:</p> <p><u>50-0581</u></p> <p>(Attach duplicate copy of this page if paying by deposit account)</p>
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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.*

Preston C. Regehr  Oct 4/01  
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 1

ASSIGNMENT OF TRADEMARKS

This confirms that FOR VALUE RECEIVED and effective as of January 31, 1997, Science Foods, Inc., a Nevada corporation assigned to Weider Nutrition Group, Inc., a Utah corporation, all rights, interests and title in and to the trademarks listed in Schedule "A" attached hereto, and the goodwill of the business associated with and symbolized by each such trademark. Said assignment includes an assignment of the United States trademark registrations and the United States trademark applications referenced in Schedule "A" and any and all registrations issuing therefrom.

The addresses of the parties as of said effective date are as set forth below.

Science Foods, Inc.  
3905 West Diablo  
Las Vegas, Nevada 89118

Weider Nutrition Group, Inc.  
1960 South 4250 West  
Salt Lake City, Utah 84104

**AGREED TO AND ACCEPTED BY:**

SCIENCE FOODS, INC.  
a Nevada corporation

By 

Robert DeMarco  
Its President

WEIDER NUTRITION GROUP, INC.,  
a Utah corporation

By 

Robert K. Reynolds  
Its Executive Vice President and  
Chief Operating Officer

Agreement/A-trdmrk  
January 31, 1997

STATE OF CALIFORNIA )  
 : SS.  
COUNTY OF LOS ANGELES )

On January 31, 1997 before me, Kaye Smith, personally appeared ROBERT J. DeMARCO, personally known or proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signatures(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

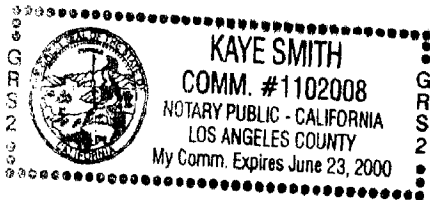


Kaye Smith  
NOTARY PUBLIC

STATE OF CALIFORNIA )  
 : SS.  
COUNTY OF LOS ANGELES )

On January 31, 1997, before me, Kaye Smith, personally appeared ROBERT K. REYNOLDS, personally known or proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signatures(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.



Kaye Smith  
NOTARY PUBLIC

Agreement/A-trdmrk  
January 31, 1997

# Trademarks

<u>Name</u>	<u>Federal Registration Number</u>
Science Foods	Reg. No. 1,973,740
Pure Water Corp	Reg. No. 1,763,149
White Lightning	Reg. No. 2,008,057
Carbo Pump 100	Reg. No. 1,733,428
Turbo Tea	Reg. No. 1,726,024
Big Time	Reg. No. 1,697,907
Diet Down	Reg. No. 1,896,400

Filename: tmrk125

SCHEDULE "A"