



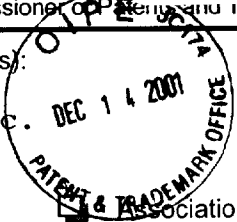
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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Nutricia USA, Inc.

12-14-01



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

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

2. Name and address of receiving party(ies)

Name: ~~Met-Rx Substrate Technology, Inc.~~

Internal

Address:

Street Address: 6111 Broken Sound Pkwy., NW

City: Boca Raton State: Florida Zip: 33487

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State California
- 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: December 13, 2001

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

A. Trademark Application No.(s)

76/308,608
76/311,775
76/311,776

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Name: Kenneth Strick

Internal Address:

Met-Rx Substrate Technology, Inc.

Street Address: 6111 Broken Sound Pkwy. NW

City: Boca Raton State: FL Zip: 33487

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41): \$90.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

50-0454

(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.

Richard Werber

12/13/01

Name of Person Signing

Signature

Date

12/18/2001 DBYRNE 00000205 500454 76308608

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

01 FC:481 40.00 CH
02 FC:482 50.00 CH

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

TRADEMARK
REEL: 002409 FRAME: 0474

ASSIGNMENT

WHEREAS, **NUTRICIA USA, INC.** ("Assignor"), a Delaware corporation with an address at 6111 Broken Sound Parkway, N.W., Boca Raton, Florida 33487, is the owner of the trademarks and of the registrations or pending federal trademark applications in the United States Patent and Trademark Office for each such trademark set forth in **Schedule A** attached hereto (the "Marks"), together with the goodwill of the business connected with and symbolized by the Marks; and

WHEREAS, **MET-RX SUBSTRATE TECHNOLOGY, INC.** ("Assignee"), a California corporation having an address at 6111 Broken Sound Parkway, N.W., Boca Raton, Florida 33487, desires to acquire said Marks, the registrations and applications to register therefore and the goodwill appurtenant to the Marks;

NOW, THEREFORE, in exchange for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee all right, title and interest in and to the Marks, the registrations and applications for registration of the Marks in the United States Patent and Trademark Office as designated by the Registration Numbers or Serial Numbers of the applications as set forth on **Schedule A** attached hereto, together with the goodwill of the business connected with and symbolized by the Marks and all rights for recovery including damages and profits for past infringements, if any.

IN WITNESS WHEREOF, the Assignor has caused this instrument to be executed by its duly authorized corporate officer this 13 day of December, 2001.

NUTRICIA USA, INC.



Name: Richard Werber
Title: Vice President

TRADEMARK
REEL: 002409 FRAME: 0475

SCHEDULE A

TRADEMARK APPLICATIONS

Trademark	Application Number
COCOLEAN	76/308,608
NISS	76/311,775
NUTRICIA INSTITUTE OF SPORTS SCIENCE	76/311,776