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01-11-2002



U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
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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>Melody L. Meyer</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation-State <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies)</p> <p>Name: <u>Albert's Organics, Inc.</u></p> <p>Internal Address: _____</p> <p>Street Address: <u>3268 E. Vernon Ave</u></p> <p>City: <u>Vernon</u> State: <u>CA</u> Zip: <u>90058</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>California</u> <input type="checkbox"/> Other _____</p> <p><small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</small></p>
<p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>April 18, 2001</u></p>	

<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s)</p>	<p>B. Trademark Registration No.(s)</p> <p><u>2,353,204</u> <u>2,378,242</u></p> <p>Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Joseph F. Whinery, Jr., Esq.</u> <u>Cameron & Mittleman LLP</u></p> <p>Internal Address: _____</p> <p>Street Address: <u>56 Exchange Terrace</u></p> <p>City: <u>Providence</u> State: <u>RI</u> Zip: <u>02903</u></p>	<p>6. Total number of applications and registrations involved: <input checked="" type="checkbox"/> 2</p> <p>7. Total fee (37 CFR 3.41).....\$ _____</p> <p><input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: _____</p> <p>(Attach duplicate copy of this page if paying by deposit account)</p>
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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.
 Albert's Organics, Inc.
 BY: Barclay Hope, President
 Name of Person Signing

Barclay Hope
Signature

12/6/01
Date

Total number of pages including cover sheet, attachments, and document: 2

01/10/2002 TDI AZ1 00000126 2353204

01 FC:481 40.00 OP
 02 FC:482 25.00 OP

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

TRADEMARK
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**ASSIGNMENT OF TRADENAMES,
TRADEMARKS, SERVICEMARKS AND LOGOS**

THIS ASSIGNMENT OF TRADENAMES, TRADEMARKS AND SERVICEMARKS is made as of the close of business on April 18, 2001 (the "Effective Date") by MELODY L. MEYER, a United States Citizen residing at 2851 Research Park Drive, Suite E, Soquel, California, 95073 (the "Assignor") to ALBERT-S ORGANICS, INC., a California corporation (the "Assignee").

For Value received in connection with the sale of the business assets of Source Organic, Inc., of which the Assignor was the sole Shareholder, to the Assignee, the Assignor hereby assigns, transfers and conveys to Assignee all of its right, title and interest in and to the following tradenames and registered trademarks and servicemarks and associated logos:

<u>Name</u>	<u>U.S. Trademark Registration No.</u>	<u>Registration Date</u>
Source Organic	2,353,204	May 30, 2000
Resource Organic	2,378,242	August 15, 2000

Assignor hereby agrees at any time, and from time to time after the date hereof, upon the reasonable request of Assignee, to take all such further actions and execute all such further instruments and documents as may be required to effectively transfer and confirm to Assignee all rights in the above-referenced tradenames, trademarks and servicemarks including, without limitation, taking all actions necessary to transfer to Assignee any and all registrations concerning such tradenames, trademarks and servicemarks.

IN WITNESS WHEREOF, the undersigned have caused this Assignment to be executed by its duly authorized representative as of the 18th day of April, 2001.


ASSIGNOR:

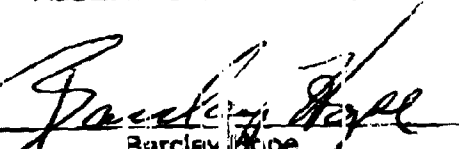

Melody L. Meyer

ASSIGNEE:

ALBERT-S ORGANICS, INC.

SOURCE ORGANIC, INC.

By: 
Melody L. Meyer
President

By: 
Barclay Hope
President

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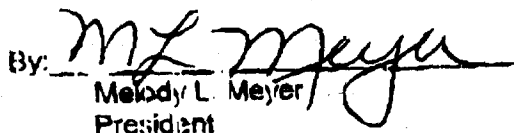
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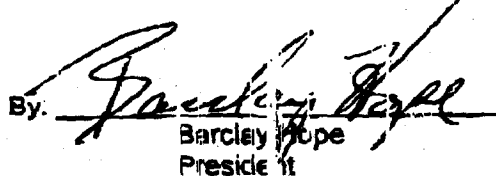

Melody L. Meyer

ASSIGNEE:

ALBERT-S ORGANICS, INC.

SOURCE ORGANIC, INC.

By: 
Melody L. Meyer
President

By: 
Barclay Hype
President

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