



102006445

To the Honorable Commissioner of Patents and Trademarks

he attached original documents or copy thereof.

1. Name of conveying party(ies):

Health Options, Inc., a Colorado corporation

MRD 2-15-02

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

2. Name and address of receiving party(ies)

Name: **Champion Performance Products, Inc.  
dba Champion Nutrition, a California  
corporation**

Address: **2615 Stanwell Drive**

**Concord, California 94520**

Additional Name(s) & address(es) attached?  Yes  No

3. Nature of conveyance:

- Assignment  Merger
- Security Agreement  Change of Name
- Other

Execution Date: December 4, 2001

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

If this document is being filed together with a new application, the execution date of the application is:

A. Trademark Application No.(s)

B. Registration No.(s)

1,963,221

Additional numbers attached?  Yes  No

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

Name: Randall B. Bateman

Internal Address: MORRISS, BATEMAN, O'BRYANT  
& COMPAGNI, P.C.

Street Address: 5882 South 900 East, Suite 300

City: Salt Lake City State: Utah ZIP: 84121

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41) ..... \$ \$40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

50-0881 (Deficiencies Only)

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

03/07/2002 LWELLER 00000018 1963221

01 FC:481

40.00 DP

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.

Randall B. Bateman

Name of Person Signing

Randall B. Bateman  
Signature

1/16/01  
Date

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

Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patents & Trademarks, Box Assignments

TRADEMARK

REEL: 002456 FRAME: 0130

## ASSIGNMENT

WHEREAS, Health Options, Inc. (hereinafter referred to as "ASSIGNOR"), being a Colorado Corporation, having a principal place of business at 500 Corporate Circle, Unit A, Golden, Colorado 80401, is the owner of all right, title, and interest in and to the trademark CHAMPION PROFLEX, (hereinafter referred to as the "Mark"), which is registered in the United States Patent and Trademark Office as Registration No. 1,963,221, having a registration date of March 19, 1996 (hereinafter referred to as the "registration"); and

WHEREAS, Champion Performance Products, Inc., d/b/a Champion Nutrition (hereinafter referred to as "ASSIGNEE"), a corporation duly organized and existing under the laws of the State of California, having a principal business office at 2615 Stanwell Drive, Concord, California 94520, is desirous of acquiring all right, title and interest in and to the Mark held by ASSIGNOR, and the above-identified registration:

NOW, THEREFORE, in consideration of one dollar (\$1.00) and other good and valuable consideration paid to the ASSIGNOR by the ASSIGNEE, the receipt and sufficiency of which is hereby acknowledged, THE ASSIGNOR HEREBY ASSIGNS TO THE ASSIGNEE any and all right, title and interest which it may hold in and to the Mark, the above-identified registration, and any registration issuing therefrom, together with the goodwill of the business symbolized by the Mark and the above identified registration, but expressly excludes any liability associated with use or registration of the Mark prior to the date hereof.

The ASSIGNOR hereby authorizes and requests the United States Commissioner of Patents and Trademarks to issue any and all certificates of registration of the Mark to the ASSIGNEE as the owner of the entire interest of said Mark, for the sole use and behoof of the said ASSIGNEE, its

successors, assigns and legal representatives.

This Assignment and Agreement shall be binding upon any and all successors of the ASSIGNOR.

Health Options, Inc.

Teresa Bath  
By: Teresa Bath  
Title: President

STATE OF Colorado )  
COUNTY OF JEFFERSON ) ss

On this 4 day of Dec, 2001, before me personally appeared Teresa Bath, known to me to be the person described and who signed the foregoing Assignment in my presence and acknowledged under oath before me that he has read the same and knows the contents thereof and that he executed the same as his free act and deed, on behalf of the identified corporation with authority to do so, for the purposes set forth therein.

[Signature]  
NOTARY PUBLIC  
Residing at: 10140 W Colfax Ave  
LAFAYETTE, CO 80015

My Commission Expires:  
4-9-02