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RECORDATION FORM COVER SHEET



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TRADEMARKS ONLY

06-17-2002

To the Honorable Commissioner of Patents and Trademarks. Please record the attached documents or copy thereon. U.S. Patent & TMO/TM Mail Rpt Dt. #26

<p>1. Name of conveying party(ies): Pharmacist's Choice, Inc. <u>6-17-02</u></p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited <input checked="" type="checkbox"/> Corporation-State <input type="checkbox"/> Partnership <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>Bi-Mart Corporation</u></p> <p>Internal Address: _____</p> <p>Street Address: <u>220 S. Seneca Road</u></p> <p>City <u>Eugene</u> State <u>OR</u> ZIP <u>97402</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>Oregon</u> <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(Designation must be a separate document from Assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</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>May 24, 2002</u></p>	

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

A. Trademark Application No.(s) _____ B. Trademark Registration No.(s): 1,410,078
976,409 and 2,009,386

Additional numbers attached? Yes No

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Charles D. McClung, Esq.</u> Address: <u>Chernoff, Vilhauer, McClung & Stenzel, LLP</u> <u>1600 ODS Tower</u> <u>601 S.W. Second Ave.</u> <u>Portland, Oregon 97204-3157</u></p>	<p>6. Total number of applications and registrations involved: <u>[3]</u></p> <p>7. Total fee (37 CFR 3.41 and 2.6(6))---\$90 <input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account <input checked="" type="checkbox"/> Any deficiencies in enclosed fees authorized to be charged to deposit account</p> <p>8. Deposit Account No. <u>03-1550</u> (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.

Charles D. McClung [Signature] June 12, 2002
Name of Person Signing Signature Date

Total number of pages comprising cover sheet, attachments, and documents: [3]

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ASSIGNMENT OF REGISTERED TRADEMARKS


06-17-2002
U.S. Patent & TMO/c/TV Mail Rept Dt. #26

WHEREAS, Pharmacist's Choice, Inc., an Oregon corporation, having its principal office at 2444 Ranch Drive, Springfield, Oregon 97477 is the owner of the trademarks PHARMACIST'S CHOICE and PHARMACISTS' CHOICE, which are covered by the following U.S. Trademark Registrations:

- (1) Registration No. 1,410,078 for PHARMACIST'S CHOICE, for pharmaceuticals sold as a dietary supplement over-the-counter, through drugstores and drug departments of other retail stores, issued September 23, 1986;
- (2) Registration No. 976,409 for PHARMACIST'S CHOICE, for printed labels sold to drugstores, pharmacies, and drug and pharmaceutical departments of retail stores for use on selected items of merchandise sold therein, issued January 8, 1974; and
- (3) Registration No. 2,009,386 for PHARMACISTS' CHOICE, for wholesale distributorship services to drugstores and drug departments of other stores and retail store services featuring over-the-counter drugs, medicines, medical devices and prescription pharmaceuticals, issued October 22, 1996.

WHEREAS, Bi-Mart Corporation, a California corporation, having its principal offices at 220 S. Seneca Road, Eugene, Oregon 97402, is desirous of acquiring said trademarks and said Registrations.

NOW, THEREFORE, in consideration of the sum of One Dollar and No/100

(\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, Pharmacist's Choice, Inc. hereby assigns to Bi-Mart Corporation all right, title and interest in and to said trademarks and said Registrations, together with the goodwill of the business symbolized by said trademarks.

This Assignment is in conformation of an earlier Assignment dated January 14, 2000 and is effective as of that date.

SIGNED at Eugene, Oregon, this 24th day of May, 2002.

PHARMACIST'S CHOICE, INC.

By: Carroll D. Miller
Secretary Carroll D. Miller

STATE OF OREGON)
) ss.
County of Lane)

Before me, a Notary Public for said county personally appeared Carroll D. Miller, known to me to be secretary of Pharmacist's Choice, Inc., the person who executed the foregoing instrument and acknowledged it to be his free act and deed.

Witness my hand and seal this 24th day of May, 2002.



Debra Ragdale
Notary Public for Oregon
My Commission Expires: 7-6-04