

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Conversion

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
AdvoCare International, L.L.C.		12/31/2002	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	AdvoCare International, L.P.
Composed Of:	AdvoCare GP, LLC, sole general partner
Street Address:	2727 Realty Road, Suite 134
City:	Carrollton
State/Country:	TEXAS
Postal Code:	75006
Entity Type:	LIMITED PARTNERSHIP: DELAWARE

PROPERTY NUMBERS Total: 44

Property Type	Number
Registration Number:	2659253
Registration Number:	2588459
Registration Number:	2510118
Registration Number:	2326319
Registration Number:	2225257
Registration Number:	2176876
Registration Number:	2175093
Registration Number:	2197724
Registration Number:	2173041
Registration Number:	2180559
Registration Number:	2173040

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Registration Number:	2511330
Registration Number:	2176855
Registration Number:	2176854
Registration Number:	2175071
Registration Number:	2227261
Registration Number:	2215866
Registration Number:	1959765
Serial Number:	78171381
Serial Number:	78171623
Serial Number:	78171404
Serial Number:	78171401
Serial Number:	78214024
Serial Number:	78213518
Serial Number:	78171574
Serial Number:	78171573
Serial Number:	78171387
Serial Number:	78171382
Serial Number:	78171403
Serial Number:	78171389
Serial Number:	78171388
Serial Number:	78214047
Serial Number:	78175867
Serial Number:	78171397
Serial Number:	78171395
Serial Number:	78171394
Serial Number:	78171386
Serial Number:	78171384
Serial Number:	78171383
Serial Number:	78171380
Serial Number:	78171379
Serial Number:	76299132
Serial Number:	76434173

Serial Number: 76430062

CORRESPONDENCE DATA

Fax Number: (713)222-3287

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: (713) 221-3301

Email: james.bradley@bracepatt.com

Correspondent Name: James E. Bradley

Address Line 1: P.O. Box 61389

Address Line 4: Houston, TEXAS 77208-1389

ATTORNEY DOCKET NUMBER:

1596JB.019378

NAME OF SUBMITTER:

Pamela R. Clark

Total Attachments: 3

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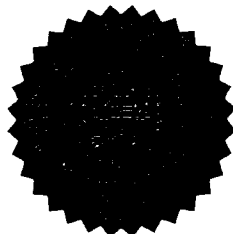
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE LIMITED LIABILITY COMPANY UNDER THE NAME OF "ADVOCARE INTERNATIONAL, L.L.C." TO A DELAWARE LIMITED PARTNERSHIP, CHANGING ITS NAME FROM "ADVOCARE INTERNATIONAL, L.L.C." TO "ADVOCARE INTERNATIONAL, L.P.", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF DECEMBER, A.D. 2002, AT 12 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2002, AT 11:59 O'CLOCK P.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2322588 8100V

AUTHENTICATION: 2175494

020787909

DATE 12-27-02
TRADEMARK

REEL: 002656 FRAME: 0944

**STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A LIMITED LIABILITY COMPANY TO A
LIMITED PARTNERSHIP PURSUANT TO SECTION
17-217 OF THE UNIFORM LIMITED PARTNERSHIP ACT**


- 1.) The jurisdiction where the Limited Liability Company first formed is Delaware.
- 2.) The jurisdiction immediately prior to filing this Certificate is Delaware.
- 3.) The date the Limited Liability Company first formed was January 14, 1993
- 4.) The name of the Limited Liability Company immediately prior to filing this Certificate is AdvoCare International, L.L.C.
- 5.) The name of the Limited Partnership as set forth in the Certificate of Limited Partnership is AdvoCare International, LP.
- 6.) The conversion effected hereby shall be effected at 11:59 p.m. Eastern Standard Time on December 31, 2002.

AdvoCare International, LP

By: AdvoCare GP, LLC, its sole general partner

[Remainder of page intentionally blank. Signature on separate page.]

[Separate Signature Page for Certificate of Conversion to Limited Partnership]


Thomas B. Donohue, Jr., Sole Manager

Date: December 19, 2002

ADVOCARE CERTIFICATE OF CONVERSION 12-19-02 VZ.DOC