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02-05-2003



COVER SHEET -Y

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

102357086

1. Name of conveying party(ies): Wild Oats Markets, Inc. 2-3-03
Individual(s) Association
General Partnership Limited Partnership
Corporation - State Delaware
Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies): Name: Wild Oats Financial, Inc. Internal Address: Street Address: 3375 Mitchell Lane City, State, Zip: Boulder, CO 80301
Individual(s) citizenship: Association General Partnership Limited Partnership Corporation-State Nevada 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) & addresses attached? Yes No

3. Nature of conveyance: Assignment Merger Security Agreement Change of Name
Execution Date: January 20, 2003

4. Application number(s) or registration number(s): Trademark Application No.(s)
Additional numbers attached? Yes No

B. Trademark Registration No.(s) 2,402,310; 2,610,002; 2,659,763; 2,601,345; 2,543,183; 2,433,795 and 2,621,619
Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Miriam D. Trudell, Esq. Internal Address: SHERIDAN ROSS P.C. Suite 1200 Street Address: 1560 Broadway City: Denver State: CO ZIP: 80202-5141

6. Total number of applications and registrations involved: 7
7. Total fee (37 CFR 3.41): \$ 190.00 Enclosed Authorized to be charged to deposit account.
8. Deposit account number: 19-1970 (Attach duplicate copy of this page if paying by deposit account)

02/04/2003 DBYRNE 00000059 2402310

DO NOT USE THIS SPACE

01 EC:8521 Statement and signature. 40.00 OP
02 FC:8522 150.00 OP

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.

Miriam D. Trudell (Signature)

Miriam D. Trudell Name of person signing

Signature

January 22, 2003 Date

Total number of pages including cover sheet, attachments and document: 4

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks Box Assignments Washington, DC 20231

I HEREBY CERTIFY THAT THIS CORRESPONDENCE IS BEING DEPOSITED WITH THE UNITED STATES POSTAL SERVICE AS FIRST CLASS MAIL IN AN ENVELOPE ADDRESSED TO COMMISSIONER FOR PATENTS AND TRADEMARKS, BOX ASSIGNMENTS, WASHINGTON, DC 20231 ON JANUARY 22, 2003. BY: Ginger Dovenkamp SHERIDAN ROSS P.C.

TRADEMARK ASSIGNMENT

This is an Assignment by Wild Oats Markets, Inc., ("Markets") a Delaware corporation, having a place of business at 3375 Mitchell Lane, Boulder, Colorado 80301, to Wild Oats Financial, Inc., ("Financial") a Nevada corporation, having a place of business at 3375 Mitchell Lane, Boulder, Colorado 80301, to become effective upon the signature date provided for hereinbelow ("Effective Date").

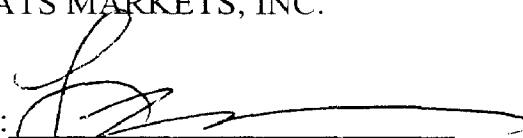
WHEREAS, Markets is the owner of the trademarks and service marks, and registration applications and registrations therefor, listed in Appendix A ("MARKS"), and is desirous of assigning the MARKS, and all registrations and applications therefor, to Financial.

WHEREAS, Financial is desirous of acquiring all right, title and interest in the MARKS and all registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Markets does hereby assign to Financial all right, title and interest in and to the MARKS together with the goodwill of the business symbolized by the MARKS and all registrations and applications therefor.

WILD OATS MARKETS, INC.








Date: 1/20/03

Signature: 

Print Name: Fryda R. Borser

Print Title: VP Legal

APPENDIX A

Mark	Registration No. Registration Date (if applicable)	Goods/Services (if subject of application/registration)
HENRY'S MARKETPLACE		
		
HENRY'S MARKETPLACE	REGISTERED Reg. No. 2402310 Registered 11/7/00	Vitamin and mineral supplements, in Class 5.
	REGISTERED Reg. No. 2610002 Registered 08/20/02	Bottled distilled water, in Class 1; and Fruit and vegetable juices; spring water; bottled drinking water and bottled aerated water , in Class 32.
	REGISTERED Reg. No. 2659763 Registered 12/10/02	Breakfast cereals; corn chips; tortillas; salsa; sauces; spaghetti sauce; candy; cookies; ice cream, in Class 30.
	REGISTERED Reg. No. 2601345 Registered 07/30/02	Non-medicated skin care preparations, namely, moisturizing creams and lotions, in Class 3.
	REGISTERED Reg. No. 2543183 Registered 02/26/02	Unprocessed beans, nuts and grains; unpopped popcorn, in Class 31.
	REGISTERED Reg. No. 2433795 Registered 03/06/01	Food supplements, namely, vitamin, mineral and herbal supplements, in Class 5.
	REGISTERED Reg. No. 2621619 Registered 09/17/02	Applesauce, processed beans, processed nuts, delicatessen items, namely, luncheon meats, salads except macaroni, rice and pasta salads, cheese, dairy-based dips, processed fruits, fruit-based snack foods and milk, in Class 29.