

Form PTO-1594

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

RECORDATION FORM COVER SHEET

TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE

U.S. Patent and Trademark Office

Tab settings ⇌ ⇌ ⇌ ▼ ▼ ▼ ▼ ▼ ▼ ▼

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

1. Name of conveying party(ies):

EM Capital, Inc.

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State California
- Other _____

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

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other _____

Execution Date: January 2, 2004

2. Name and address of receiving party(ies)

Name: Healthy Planet, Inc.

Internal Address: Suite 205

Street Address: 43 Moraga Way

City: Orinda State: CA Zip: 94563

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State California
- 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) & address(es) attached? Yes No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1,795,873;
1,798,677; 1,909,280; 2,090,178;
2,175,218; 2,178,796; 2,309,716

Additional number(s) attached Yes No

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

Name: Gregory N. Owen, Esq.

Internal Address: Owen, Wickersham & Erickson
Suite 1910

Street Address: 455 Market Street

City: San Francisco State: CA Zip: 94105

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:

502333

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

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.

Gregory N. Owen

Name of Person Signing



Signature

2/18/04

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 Patent & Trademarks, Box Assignments
Washington, D.C. 20231

Certificate of Transmission

I hereby certify that this paper or fee was faxed to the Commissioner for Patent & Trademarks under 37 CFR 1.8 on the date indicated below and is addressed to the Commissioner for Patent & Trademarks, Assignments at Fax TRADEMARK

Dated: 2/18/04

700067006

REEL: 002796 FRAME: 0690

CH \$190.00 502333 1795873

ASSIGNMENT OF UNITED STATES TRADEMARK REGISTRATIONS

WHEREAS, EM Capital, Inc., a California corporation (Assignor), with an office located at 43 Moraga Way, Suite 205, Orinda, California 94563 is the owner by General Assignment for the Benefit of Creditors of the trademarks of Healthy Planet Products, Inc. now registered in the U.S. Patent and Trademark Office and identified in the document attached hereto as Exhibit A;

WHEREAS, Healthy Planet, Inc., a California corporation (Assignee), with an office located at 43 Moraga Way, Suite 205, Orinda, California 94563, is desirous of acquiring said marks and the registrations thereof;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, said Assignor does hereby assign and transfer to said Assignee all right, title and interest in and to the said marks worldwide and the registrations therefor, together with the goodwill of the business symbolized by the marks and with the right to recover and have damages and profits for past infringement, if any.

IN WITNESS WHEREOF, the said Assignor has caused this instrument to be executed by its duly authorized corporate officer as of the 2nd day of January, 2004.

EM Capital, Inc.

By _____



Seth Freeman
Chief Executive Officer

EXHIBIT A

<u>Registration No.</u>	<u>Trademark/Service Mark</u>	<u>Reg. Date</u>
1,795,873	HEALTHY PLANET PRODUCTS & Design	9/28/93
1,798,677	HEALTHY PLANET PRODUCTS	10/12/93
1,909,280	HEALTHY PLANET PRODUCTS	8/ 1/95
2,090,178	NATURE BABY	8/19/97
2,175,218	NATURE BABY	7/21/98
2,178,796	OUR LAST CHANCE AT A NEW BEGINNING	8/ 4/98
2,309,716	SHOW THE WORLD YOU CARE	1/18/00