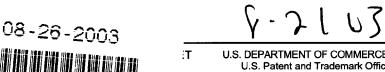
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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.	
1. Name of conveying party(ies): Heritage Consumer Products, LLC Individual(s) General Partnership Corporation-State X Other Limited Liability Company Additional name(s) of conveying party(ies) attached? Yes No 3. Nature of conveyance: X Assignment Security Agreement Other Execution Date: January 12, 2001	2. Name and address of receiving party(ies) Name: Health & Nutrition Systems Internal International, Inc. Address: Street Address: 3750 Investment Lane City.West Palm Beach, FL Zip: 33407
4. Application number(s) or registration number(s): A. Trademark Application No.(s) Additional number(s) at	T
Name and address of party to whom correspondence concerning document should be mailed: Name: Dawn Harrington Internal Address:	6. Total number of applications and registrations involved: 7. Total fee (37 CFR 3.41)\$ 65.00 Enclosed XX Authorized to be charged to deposit account
Street Address: Greenberg Traurig, LLP 200 Park Avenue City: New York State: NY Zip: 10166 DO NOT USE	8. Deposit account number: 50-1561 THIS SPACE
9. Signature. Dawn Harrington Name of Person Signing Date Date	

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

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TRADEMARK REEL: 002810 FRAME: 0434

TRADEMARK ASSIGNMENT

This Trademark Assignment (hereinafter released to as "Assignment") is effective as of the 12th day of January, 2001, by and between Heritage Constinuer Products, LLC, a Delaware limited liability company (hereinafter referred to as "Assignor") having its principal place of business at Brookfield Commons, 246 Federal Road, Suite CL-14, Brookfield, Connecticut 06804, and Health & Nutrition Systems International, Inc. (hereinafter referred to as "Assignee") having it principal place of business at 3750 Investment Lane, Swite S, West Palm Beach, Florida 33404.

WHEREAS, Fluit National Bank, as Agent (the "Agent") transferred certain of the assets of the Assignor in which the Agent claimed a security interest to Assigner;

WHEREAS, Assignor has adopted, used it using, and in the owner of the wadernarks reflected on the wadernark registrations and Application for Tradernark Registration listed in Schedule A, attached herete and incorporated hereta by this reference, and all other rights appurement thereto, including, but not limited to; all common law rights, trade name rights, causes of action, and the right to recover for past infringement (hereinafter collectively referred to as (Trademarks);

WHEREAS, Assignee is desirous of acquiring all rights, title, and interest in and to the Trademarks;

WHEREAS, in connection with the sale by the Agent to the Assigner, Assigner is willing to execute this Trademark Assignment confirming the assignment to Assignee all rights title, and interest in and to the Trademarks.

NOW, THERPFORP, for good and adequate consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns and sells to Assignee all rights, title and interest as Assignor may possess in and to the Trademarks as set forth in Schedule A and goodwill of the business associated therewith.

HERITAGE CONSUMER PRODUCTS LLC

a Delaware limited liability company accounts

Lixecuted as of this 12th day of lawyers 2001

3y: Research

Name: Ronald D. K. Ther

Title:

TRADEMARK REEL: 002810 FRAME: 0435

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SCHEDULE A

Trademarks

REGISTRATIONS

TRADEMARK
ACUTRIM
ACUTRIM LATE DAY

APPLICATION/REG. NO. 1266820

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REG. DATE 2/14/84

12/23/86

REEL: 002810 FRAME: 0436

RECORDED: 08/21/2003