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Form PTO-1594

(Rev. 03/01)

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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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) ☐ Association
☐ General Partnership ☐ Limited Partnership
☐ Corporation-State
☒ Other Limited Liability Company

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 12, 2001

2. Name and address of receiving party(ies)

Name: Health & Nutrition Systems

Internal _____ International, Inc.

Address: _____

Street Address: 3750 Investment LaneCity: West Palm Beach State: FL Zip: 33407☐ Individual(s) citizenship _____☐ Association _____☐ General Partnership _____☐ Limited Partnership _____☒ Corporation-State Florida☐ 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) 1,266,820;1,421,697Additional number(s) attached ☐ Yes ☒ No

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

Name: Dawn Harrington

Internal Address: _____

Street Address: Greenberg Traurig, LLP200 Park AvenueCity: New York State: NY Zip: 101666. Total number of applications and registrations involved: 27. Total fee (37 CFR 3.41).....\$ 65.00☐ Enclosed☒ Authorized to be charged to deposit account

8. Deposit account number:

50-1561

DO NOT USE THIS SPACE

9. Signature.

Dawn Harrington

Name of Person Signing

Signature

August 21, 2003

Date

Total number of pages including cover sheet, attachments, and document: 3Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

08/25/2003 LMUELLER 00000249 501561 1266820

01 FC:8521

40.00 DA

02 FC:8522

25.00 DA

TRADEMARK
REEL: 002810 FRAME: 0434

TRADEMARK ASSIGNMENT

This Trademark Assignment (hereinafter referred to as "Assignment") is effective as of the 12th day of January, 2001, by and between Heritage Consumer 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 its principal place of business at 3750 Investment Lane, Suite 5, West Palm Beach, Florida 33404.

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

WHEREAS, Assignor has adopted, used, is using, and is the owner of the trademarks reflected on the trademark registrations and Application for Trademark Registration listed in Schedule A, attached hereto and incorporated herein by this reference, and all other rights appurtenant 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 Assignee, Assignor is willing to execute this Trademark Assignment confirming the assignment to Assignee all rights, title, and interest in and to the Trademarks;

NOW, THEREFORE, 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

Executed as of this 12th day of January, 2001

By: Ronald N. Kitter

Name: Ronald N. Kitter

Title: President

SCHEDULE A

Trademarks

REGISTRATIONS

TRADEMARK	APPLICATION/REG. NO.	REG. DATE
ACUTRIM	1266820	2/14/84
ACUTRIM LATE DAY	1421697	12/23/86