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Form PTO-1594

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

Tab settings

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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):

Leonard G. Horowitz and
James Saxion

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

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

3. Nature of conveyance:

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

Execution Date: October 24, 2003

2. Name and address of receiving party(ies)

Name: Rhodia Inc.

Internal

Address:

Street Address: 259 Prospect Plains Road

City: Cranbury State: NJ Zip: 08512

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Delaware
- 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)

2,719,597

Additional number(s) attached Yes No

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

Name: Thomas A. Kain, Esq.

Internal Address: Colucci & Umans

Street Address: 101 East 52nd Street

City: New York State: NY Zip: 10022

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

- Enclosed - Credit Card Payment Form
- Authorized to be charged to deposit account

8. Deposit account number:

OPR/FINANCE
2003 DEC 31 PM 1:44

DO NOT USE THIS SPACE

9. Signature.

Thomas A. Kain

Name of Person Signing

Signature

December 23, 2003

Date

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

01/05/2004 BBRME 00000251 2719597

01 FC:0521

40.00 DP

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

TRADEMARK
REEL: 002891 FRAME: 0030

ASSIGNMENT

WHEREAS, LEONARD G. HOROWITZ, a United States citizen, having a mailing address at 206 North 4th Avenue, Suite 147, Sandpoint, Indiana 83864, and JAMES SAXION, a United States citizen, having a mailing address at 7617 Quail Ridge, Fort Worth, Texas 76179, (hereinafter "Assignors") are the owners of the trademark listed in Schedule "A" hereto (hereinafter "said Trademark") and the registration thereof and wish to assign to RHODIA, INC., a corporation organized and existing under the laws of Delaware, located and doing business at 259 Prospect Plains Road, Cranbury, New Jersey 08512, (hereinafter "Assignee") all of their right, title and interest in and to said mark and said registration; and

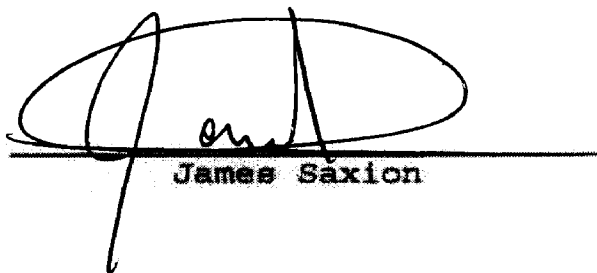
WHEREAS, Assignee is desirous of acquiring the right, title and interest of Assignors in and to the said Trademark and the registration thereof;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignors assign to Assignee all of their right, title and interest in and to the said Trademark and the registration thereof, together with the goodwill of the business symbolized by the said Trademark.

IN WITNESS WHEREOF, Assignor has executed this Assign-
ment this 8th day of November, 2003.


Leonard G. Horowitz

IN WITNESS WHEREOF, Assignor has executed this Assign-
ment this 24th day of October, 2003.


James Saxion

UNITED STATES

SCHEDULE A

FOR TRANSFER TO RHODIA INC. |
FROM LEONARD G. HOROWITZ AND JAMES | SAXION

TRADEMARK

REG. NO.

IN THE NAME OF

FLORA-FIT

2,719,597

Leonard G. Horowitz |
and James Saxion |

"EXPRESS MAIL" mailing
label number *.EV.115483792.US..*

Date of Deposit...*DECEMBER 30, 2003*.....

I hereby certify that this paper or fee
is being deposited with the **United States
Postal Service "Express Mail Post Office to
Addressee"** service under 37 CFR 1.10 on the
date indicated above and is addressed to
Mail Stop Assignment Recordation Services,
Director of the United States Patent and
Trademark Office, P.O. Box 1450, Alexandria,
VA 22313-1450.

.....*Kathleen DeLuca*.....

.....*KATHLEEN DeLUCA*.....
(Type/Print name of person mailing paper/fee)

**COLUCCI & UMANS
101 East 52nd Street
New York, NY 10022**