

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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| SUBMISSION TYPE: | NEW ASSIGNMENT |
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| NATURE OF CONVEYANCE: | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL |
|-----------------------|--|

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|-----------------------------|----------|----------------|-------------------------|
| Montana Naturals, Inc. | | 06/07/2004 | CORPORATION: DELAWARE |
| Arlee Real Estate Group LLC | | 06/07/2004 | LTD LIAB JT ST CO: UTAH |
| Mark W. Lisonbee | | 06/07/2004 | INDIVIDUAL: |
| Terri Lisonbee | | 06/07/2004 | INDIVIDUAL: |

RECEIVING PARTY DATA

| | |
|-----------------|------------------------------------|
| Name: | NutraMarks, Inc. |
| Street Address: | 1500 KEARNS BOULEVARD, SUITE B-200 |
| City: | Park City |
| State/Country: | UTAH |
| Postal Code: | 84060 |
| Entity Type: | CORPORATION: DELAWARE |

PROPERTY NUMBERS Total: 3

| Property Type | Number | Word Mark |
|----------------------|---------|---|
| Registration Number: | 1850980 | EXPERIENCE THE POWER OF NATURE |
| Registration Number: | 1822302 | PURE ENERGY |
| Registration Number: | 1852741 | QUALITY FROM AN ENVIRONMENT YOU CAN TRUST |

CORRESPONDENCE DATA

Fax Number: (435)655-6080
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 435-655-6000
 Email: legal@nutracorp.com
 Correspondent Name: NutraMarks, Inc.
 Address Line 1: 1500 KEARNS BOULEVARD, SUITE B-200
 Address Line 4: Park City, UTAH 84060

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|-------------------------|--------------------------|
| ATTORNEY DOCKET NUMBER: | MONTANA NATURALS ASSIGN. |
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| NAME OF SUBMITTER: | Alison Pitt |
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OP \$90.00 1850980

Total Attachments: 4

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TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT (the "Assignment") is made and entered into as of this 7th day of June, 2004 (the "Effective Date"), by and between MONTANA NATURALS, INC., a Delaware corporation, Arlee Real Estate Group LLC, a Utah limited liability company, and Mark W. and Terri Lisonbee, a married couple (together, "Assignor") and NUTRAMARKS, INC., a Delaware corporation ("Assignee").

Assignor is the sole and exclusive owner of the entire right, title and interest in, to and under those marks identified on Exhibit A hereto and any and all other marks, designs and words used to advertise, market or promote Assignor's business of manufacturing, marketing and distributing dietary supplements and health foods (collectively, the "Marks").

Assignee wishes to acquire and Assignor wishes to assign all right, title and interest in and to the Marks.

THEREFORE, for TWO HUNDRED THOUSAND DOLLARS (\$200,000), the payment of which is subject to a separate asset purchase agreement between the Assignor and Nutraceutical Corporation of even date herewith, and the sufficiency of which is hereby acknowledged, Assignor does hereby sell, assign, transfer and set over to Assignee the entire right, title and interest in and to the Marks, and all registrations in the United States, including any renewals and extensions of the registrations that are now or may be secured under the laws of the United States, now or hereafter in effect, for Assignee's own use and enjoyment, and for the use and enjoyment of Assignee's successors, assigns or other legal representatives, as fully and entirely as the same would have been held and enjoyed by the Assignor if this Assignment had not been made; together with all income, royalties or payments due or payable as of the Effective Date of thereafter, including, without limitation, all claims for damages by reason of past, present or future, infringement or other unauthorized use of the Marks, with the right to sue for, and collect the same for Assignee's own use and enjoyment and for the use and enjoyment of its successors, assigns or other legal representatives.

Assignor requests the Commissioner of Patents and Trademarks to record Assignee as the assignee and owner thereof.

Assignor's right, title and interest is transferred subject to any liens and encumbrances of record. Assignor represents and warrants that it has full right to assign all of its interests therein, and that it has not executed and will not execute any agreement or other instrument in conflict herewith.

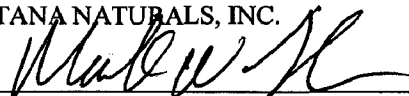
Assignor shall provide to assignee, its successors, assigns or other legal representatives, cooperation and assistance at Assignee's request (including the execution and delivery of any and all affidavits, declarations, oaths, samples, exhibits, specimens and other documentation as may be reasonably required): (i) in the preparation and prosecution of application for registration or any application for renewal of a registration covering the Marks; (ii) in the prosecution or defense of any interference, opposition, infringement, or other proceedings that may arise in connection with the Marks, including, but not limited to, testifying as to any facts relating to the

Marks assigned herein and this Assignment; (iii) in obtaining any additional trademark protection for the Marks that Assignee reasonably may deem appropriate that may be secured under the laws now or hereafter in effect in the United States or for all foreign countries; and (iv) in the implementation or perfection of this Assignment.

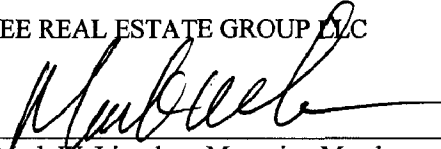
IN TESTIMONY WHEREOF, the Assignor and Assignee have caused this Assignment to be signed and executed by the undersigned officers thereunto duly authorized this 7th day of June, 2004.

ASSIGNOR:

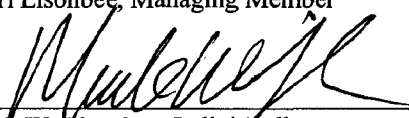
MONTANA NATURALS, INC.


By: 
Mark W. Lisonbee, President

ARLEE REAL ESTATE GROUP LLC

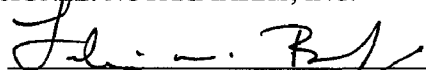
By: 
Mark W. Lisonbee, Managing Member

By: 
Terri Lisonbee, Managing Member


Mark W. Lisonbee, Individually


Terri Lisonbee, Individually

ASSIGNEE: NUTRAMARKS, INC.

By: 

Its: AUTHORIZED REPRESENTATIVE

Exhibit A

SCHEDULE OF TRADEMARKS

| <u>Trademark</u> | <u>Ser./Reg. No.</u> | <u>Appl./Issuance Date</u> |
|--|----------------------|----------------------------|
| EXPERIENCE THE POWER OF NATURE® | 74429042 / 1850980 | 8/27/1993 / 8/23/1994 |
| PURE ENERGY® | 74400955 / 1822302 | 6/14/1993 / 2/22/1994 |
| QUALITY FROM AN ENVIRONMENT YOU CAN TRUST® | 74429041 / 1852741 | 8/27/1993 / 9/6/1994 |