

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|----------------------------------|--------------------------------------------------------------------------------------|-----------------------|---------------------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Get Fit Foods, LLC | FORMERLY Mc Haney Fitness, LLC | 12/31/2004 | Limited Liability Company: WASHINGTON |
| RECEIVING PARTY DATA | | | |
| Name: | Tammi T. Flynn | | |
| Street Address: | 1916 Hideaway Place | | |
| City: | Wenatchee | | |
| State/Country: | WASHINGTON | | |
| Postal Code: | 98801 | | |
| Entity Type: | INDIVIDUAL: UNITED STATES | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Serial Number: | 78483546 | 3-APPLE A-DAY PLAN | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | (509)662-2452 | | |
| | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | | |
| Phone: | (509) 662-3685 | | |
| Email: | NicoleN@jdsalaw.com | | |
| Correspondent Name: | Peter A. Spadoni | | |
| Address Line 1: | 2600 Chester Kimm Road | | |
| Address Line 4: | Wenatchee, WASHINGTON 98801 | | |
| NAME OF SUBMITTER: | Peter A. Spadoni | | |
| Signature: | /Peter A. Spadoni/ | | |
| Date: | 02/01/2005 | | |

OP \$40.00 78483546

Total Attachments: 1

900018893

**TRADEMARK
 REEL: 003020 FRAME: 0094**

ASSIGNMENT OF TRADEMARK

Get Fit Foods, LLC, a Washington limited liability company, formerly known as Mc Haney Fitness, LLC, hereby assigns and transfers all rights, title, and interest in the trademark "3-APPLE A-DAY PLAN", U.S. Patent and Trademark Office Application No. 76/521932, to Tammi T. Flynn, reserving however unto the assignor an unlimited, perpetual license, including the right to sublicense, including the non-exclusive rights to use, display, publish, and/or otherwise use the trademark "3-APPLE A-DAY PLAN". The Assignor authorizes and requests the Commissioner of Patents and Trademarks to issue all registrations for the trademark to the Assignee.

The grantee, Tammi T. Flynn hereby specifically agrees to the reservation of license and grants Get Fit Foods, LLC such license as above stated. Provided, however, if there occurs a Change of Control of Get Fit Foods, LLC ("Assignor") at any time, Assignor agrees that it and its successor control agent will enter into good faith negotiations with Tammi T. Flynn ("Assignee") to amend, revise and/or terminate the unlimited, perpetual license for use of Assignee's trademark "3-APPLE-A-DAY PLAN" reserved by Assignor under this Assignment. If the parties are unable to reach agreement regarding amendment, revision or termination, the reserved perpetual license shall remain unmodified; this provision in no way reduces, restricts or limits the obligations of the parties to negotiate in good faith regarding such amendment, revision or termination. For purposes of this Assignment, "Change of Control" of Assignor shall be defined as (1) any party (or affiliated group) other than Blair McHaney and/or Skip Johnson gaining control of more than fifty percent (50%) of the ownership interests or the voting power of Assignor, whether by purchase, merger or otherwise, (2) the sale, transfer or other disposition of all or substantially all of Assignor's assets, and/or (3) an initial public offering of the ownership interests of Assignor."

EXECUTED this 31 day of December, 2004

ASSIGNOR: GET FIT FOODS, LLC



Skip Johnson, Operations Manager/Member

ASSIGNEE: TAMMI T. FLYNN



Tammi T. Flynn

WITNESS:

Signature: Thomas D. Overcast

Name: THOMAS D. OVERCAST

Address: 23 S. Wilmot Ave. #206
Wenatchee, WA 98801