

09-27-2004

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

Form **PT-59** (Rev. 06/04)
OMB Collection 0661-0027 (exp. 6/30/2005)

SEP 20 2004

REC
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102845207

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):

ISI Brands, Inc.

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

Citizenship (see guidelines) USA (Michigan)

Execution Date(s) July 20, 2004

Additional names of conveying parties attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Continuation of previous assignment recorded of Doc# 1 issue 2004/0726
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Advance Research Press, Inc.

Internal Address: _____

Street Address: 2120 Smithtown Avenue

City: Ronkankong

State: New York

Country: USA Zip: 11779

- Association
- General Partnership
- Limited Partnership
- Corporation
- 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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,176,192

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

MUSCULAR DEVELOPMENT

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

Name: Timothy E. Eagle (31.755)

Internal Address: Varnum Riddering Schmidt Howler, LLP
Bridgewater Place

Street Address: PO Box 352

City: Grand Rapids

State: MI Zip: 49501-0352

Phone Number: 616-336-6000

Fax Number: 616-336-7000

Fmail Address: teeagle@varnumlaw.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number 22-0257

Authorized User Name Timothy E. Eagle

9. Signature:

9-20-04

Timothy E. Eagle
Name of Person Signing

Total number of pages including cover sheet, attachments, and document: **2**

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

09/24/2004 6TDN11 00000082 220257 2176192

01 FC:8021 40.00 DA



IdeaSphere™
inc.

July 20, 2004

Commissioner for Trademarks
2900 Crystal Drive
Arlington, Virginia 22202-3514

To Whom It May Concern:

On September 4, 2003, IdeaSphere Inc. entered into an Asset Purchase Agreement to purchase assets from the related companies Twinlab Corporation, Twin Laboratories Inc. and Twin Laboratories (U.K.) Ltd. (collectively the "Sellers"). This transaction was consummated on December 19, 2003.

In conjunction with this transaction, the Sellers assigned their ownership interest in a variety of intellectual property, including a number of domestic trademarks, to ISI Brands Inc. (a wholly owned subsidiary of IdeaSphere Inc. that holds that company's intellectual property holdings).

Following the December 19, 2003 closing of the asset sale, the requisite filings were made with the United States Patent & Trademark Office ("USPTO") to (i) record the assignment of the relevant trademarks from the Sellers to ISI Brands Inc.; and (ii) record a security interest in those marks by Highbridge/Zwim Special Opportunities Fund, L.P. ("Highbridge"), which provided IdeaSphere Inc. with funding for the transaction.

It has come to our attention that such recordings were filed with the USPTO in error with regard to one trademark, specifically, MUSCULAR DEVELOPMENT, registration number 2176192. This mark was at all times owned by Advanced Research Press, Inc. which was not a party to the September 4, 2003 Asset Purchase Agreement, and this mark was not among the trademarks sold by the Sellers pursuant to that Agreement. In fact, this mark was never owned by any of the Sellers.

The recording of the assignment of the MUSCULAR DEVELOPMENT mark to ISI Brands Inc. and the recording of the security interest in that mark by Highbridge were both made in error and the record should be amended to reflect this error and vest in Advanced Research Press, Inc. all rights to this mark that it owned prior to the erroneous filings.

Sincerely,

Richard H. Neuwirth
Associate General Counsel, IdeaSphere Inc.
Assistant Secretary, ISI Brands Inc.

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Timothy E. Eagle

DIRECT DIAL 616/336-6537
E-MAIL teeagle@varnumlaw.com

September 20, 2004

Via Express Mail

Mail Stop Assignment Recordation Services
Director of the United States Patent and Trademark Office
P.O. Box 1450
Alexandria, VA 22313-1450

Re: Recordation of Corrective Papers Under TMEP 503.06(c)

Dear Sir or Madam:

On December 24, 2003, an Assignment by TwinLab Corporation and/or Twin Laboratories, Inc. to ISI Brands of certain trademark registrations was recorded with the Patent and Trademark's Assignment Division at Reel/Frame No. 2882/0768. One trademark registration, for the "MUSCULAR DEVELOPMENT" mark (Registration No. 2,176,192), was included in the Assignment in error. Therefore, for recordation with your Office, and pursuant to TMEP 503.06(c), please find corrective papers in the form of a Trademark Recordation Cover Sheet requesting that a further recordation be made in the Patent and Trademark Office to demonstrate that the "MUSCULAR DEVELOPMENT" mark should not have been included in the December 24, 2003 Assignment Recordation and that the owner of the Registration No. 2,176,192 and its subject mark had been and continues to be Advance Research Press, Inc. A letter from ISI Brands, Inc. to the effect that the foregoing is included as supporting documentation.

We request that you charge the applicable \$40.00 filing fee, as well as any related deficiencies, to Varnum, Riddering, Schmidt & Howlett's Deposit Account No. 22-0257.

Kindly acknowledge your receipt of the above documents and materials by date stamping and returning the enclosed copy of this letter to me in the self addressed stamp envelope provided herein.

TRADEMARK
REEL: 003082 FRAME: 0769



Please call with any questions you have regarding this matter at the above-referenced telephone number.

Sincerely yours,

VARNUM, RIDDERING, SCHMIDT & HOWLETT LLP

A handwritten signature in black ink, appearing to read "Timothy E. Eagle". The signature is written in a cursive style with some loops and flourishes.

Timothy E. Eagle

TEE/cnd
Enclosure