

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Vitalstate Canada Ltd.	FORMERLY Nuvo Way Inc.	12/31/2003	CORPORATION: CANADA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Vitalstate US, Inc.		
<b>Doing Business As:</b>	DBA Vitalstate Innovative Technologies		
<b>Street Address:</b>	1499 High Ridge Road		
<b>City:</b>	Boynton Beach		
<b>State/Country:</b>	FLORIDA		
<b>Postal Code:</b>	33426		
<b>Entity Type:</b>	CORPORATION: FLORIDA		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	78259495	ATTACK THE PACK	
<b>Serial Number:</b>	78259485	WOLVERINES	
<b>Serial Number:</b>	78270251	FOUNDATION	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(514)369-2344		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	514-369-4221		
<b>Email:</b>	jonathan.farber@vitalstate.com		
<b>Correspondent Name:</b>	Jonathan Farber		
<b>Address Line 1:</b>	3767 Thimens Boulevard		
<b>Address Line 2:</b>	suite 268		
<b>Address Line 4:</b>	Montreal, Quebec, CANADA H4R 1W4		
<b>NAME OF SUBMITTER:</b>	Jonathan Farber		
<b>Signature:</b>	/jonathan/		

OP \$90.00 78259495

Date:

06/02/2005

Total Attachments: 4

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**ASSIGNMENT OF TRADEMARK RIGHTS**

We, **Vitalstate Canada Inc.**, having a principal place of business at 2191 Hampton Ave., Montreal, Quebec, H4A 2K5 (hereinafter "**ASSIGNOR**"), in consideration of One Dollar and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, do hereby confirm that we did sell, assign, and transfer (on or about December 31, 2003) to **Vitalstate U.S. Inc.** having a principal place of business at 1499 High Ridge Road, Boynton Beach, Florida, 33426, U.S.A. (hereinafter "**ASSIGNEE**"), for its benefit and the benefit of its successors, the trademarks listed in Appendix B, including all our right, title and interest to and in respect of such trademarks and associated rights throughout the world, including any goodwill associated therewith and the right to all present trademark applications and registrations issuing thereon, in the U.S. and elsewhere in the world, except Canada.

**For the ASSIGNOR:**

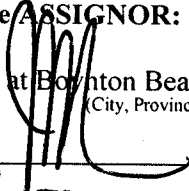
Signed at Boynton Beach, Florida this 23<sup>rd</sup> day of March, 2004.

(City, Province/State)

(Signature)

(Name)

(Position)

  
JAMES KLEIN  
SECRETARY

I, \_\_\_\_\_ declare that I was personally present and did see  
(Name of Witness)  
JAMES KLEIN duly sign and execute the above assignment.  
(Name of Assignor)

Signature of Witness

**For the ASSIGNEE:**

Signed at Boynton Beach, Florida this 23<sup>rd</sup> day of March, 2004.

(City, Province/State)

(Signature)

(Name)

(Position)

I, Janet A. Lowell declare that I was personally present and did see  
(Name of Witness)  
Terry Giles duly sign and execute the above assignment.  
(Name of Assignor)

Signature of Witness

**ASSIGNMENT OF TRADEMARK RIGHTS**

**Appendix B**

***Actijube***

US Trade-mark Application No. 76/421,274 filed 6/14/02 (allowed March 18, 2003)  
EU Trade-mark Application No. 002894798 filed 10/16/02

***Actijube & Design***

US Trade-mark Application No. 78/259,876 filed 6/9/03

***Advanced Myocellular Protein Compound***

US Trade-mark Application No. 78/308,659 filed 10/2/03

***Attack The Pack***

US Trade-mark Application No. 78/259,495 filed 6/6/03

***Command & Design***

US Trade-mark Application No. 78/262,818 filed 6/16/03

***Command Performance***

US Trade-mark Application No. 78/245,226 filed 5/2/03

***Expanding Technology for Tomorrow***

US Trade-mark Application No. 78/251,630 filed 5/16/03

***Expanding Your Potential***

US Trade-mark Application No. 78/251,623 filed 5/19/03

***Finish Line***

US and EU Trade-mark Applications Abandoned

***Fitkids Nutrition***

US Trade-mark Application No. 78/259,491 filed 6/6/03

***Fitkids Nutrition & Design***

US Trade-mark Application No. 78/259,487 filed 6/6/03

***Foundation***

US Trade-mark Application No. 78/270,251 filed 7/3/03

***Hardcore Elite***

US Trade-mark Application No. 78/247,142 filed 5/8/03

***Hardcore Professional***

US Trade-mark Application No. 78/247,143 filed 5/8/03

***Lean Physique***

US Trade-mark Application No. 78/246,919 filed 5/7/03

Confidential

***Life Without Compromise***

US Trade-mark Application No. 78/251,611 filed 5/19/03

***Liquid Fury***

US Trade-mark Application No. 78/259,952 filed 6/9/03

***Liquid Lightning***

US Trade-mark Application No. 78/259,988 filed 6/9/03

***Liquid Storm***

US Trade-mark Application No. 78/259,973 filed 6/9/03

***Liquid Thunder***

US Trade-mark Application No. 78/259,909 filed 6/9/03

***Myocellular Compound Protein***

US Trade-mark Application No. 78/270,266 filed 7/3/03

***Octiglysol***

US Trade-mark Application Abandoned

***Performance Without Compromise***

US Trade-mark Application No. 78/251,604 filed 5/19/03

***Protein Splash***

US Trade-mark Application No. 78/260,010 filed 6/9/03

***Protein Wave***

US Trade-mark Application No. 78/260,000 filed 6/9/03

***Ripped Quick***

US Trade-mark Application No. 78/268,189 filed 6/27/03

***Ripped Quick Physique***

US Trade-mark Application No. 78/246,927 filed 5/7/03

***Russian Red***

US Trade-mark Application No. 76/421,463 filed 6/14/02

EU Trade-mark Application No. 002878908 filed 10/4/02

***Smart Snacks for Healthier Kids***

US Trade-mark Application No. 78/269,607 filed 7/2/03

***Sport Without Compromise***

US Trade-mark Application No. 78/251,595 filed 5/19/03

***Trim Physique & Design***

US Trade-mark Application No. 76/421,051 filed 6/14/02 (Allowed on October 7, 2003)

***Velocity***

US Trade-mark Application No. 78/256,416 filed 5/30/03

Confidential

***Vitalstate***

US Trade-mark Application No. 76/421,450 filed 6/14/02  
EU Trade-mark Application No. 002877702 filed 10/4/02

***Vitalstate & V Design***

US Trade-mark Application No. 78/265,094 filed 6/20/03

***Winning Without Compromise***

US Trade-mark Application No. 78/251,616 filed 5/19/03

***Without Compromise***

US Trade-mark Application No. 78/251,589 filed 5/19/03

***Wolverines***

US Trade-mark Application No. 78/259,496 filed 6/6/03

***Wolverines & Design***

US Trade-mark Application No. 78/259,485 filed 6/6/03