

RECORDATION FORM COVER SHEET

Docket No.:

FORM PTO-1594 (Modified) (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Copyright 1994-97 LegalStar TM05/REV03

TRADEMARKS / SERVICE MARKS ONLY

Tab settings

To the Director of the United States Patent and Trademark Office: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Bioproducts Incorporated 320 Springside Drive, Suite 300 Fairlawn, OH 44333

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

Additional names(s) of conveying party(ies) Yes No

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: May 16, 2005

2. Name and address of receiving party(ies):

Name: NutriScience Technologies, Inc.

Internal Address:

Street Address: 320 Springside Drive, Suite 300

City: Fairlawn State: OH ZIP: 44333

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

If assignee is not domiciled in the United States, a domestic designation is Yes No (Designations must be a separate document from Additional name(s) & address(es) Yes No)

4. Application number(s) or registration numbers(s):

A. Trademark / Service Mark Application No.(s) 76602630 & 78529861

Additional numbers

B. Trademark / Service Mark Registration No.(s)

Yes No

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

Name: Howard C. Miskin

Internal Address: Stoll, Miskin & Badie

Street Address: 350 Fifth Avenue, Suite 4710

City: New York State: NY ZIP: 10118

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41): \$ 665.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

13-3731

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Howard C. Miskin

Name of Person Signing

Howard C. Miskin

Signature

May 20, 2005

Date

Total number of pages including cover sheet, attachments, and

3

Mail documents to be recorded with required cover sheet information to: Mail Stop Recordation Services Director of the United States Patent and Trademark Office P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARK

CH \$665.00 133731 76602630

### ASSIGNMENT

Whereas Bioproducts Incorporated, a corporation organized and existing under and by virtue of the laws of the State of Delaware, and having offices and doing business at 320 Springside Drive, Suite 300, Fairlawn, OH 44333, has adopted, and is using the marks identified in Exhibit A, attached hereto, and which are registered or pending in the United States; and

Whereas NutriScience Technologies, Inc., a corporation organized and existing under and by virtue of the laws of the State of Delaware and having offices and doing business at 320 Springside Drive, Suite 300, Fairlawn, OH 44333, is desirous of acquiring said marks and the registrations/applications thereof.

Now, therefore, for good and valuable consideration, receipt of which is hereby acknowledged, said Bioproducts Incorporated does hereby assign unto the said NutriScience Technologies, Inc. all right, title and interest in and to the said marks, together with the good will of the business symbolized by the marks, and the above identified registrations and applications thereof throughout the world, together with all claims for damages by reason of past infringement of said trademarks, with the right to sue for, and collect the same for its own use and behalf, and for the use and behalf of its successors, assigns or other legal representatives.

Bioproducts Incorporated

By:

  
Allen J. Sandy  
Chief Financial Officer and Treasurer


STATE OF

SS.:

COUNTY OF

On May 16 2005 before me, Cory Sanders, personally appeared Allen J. Sandy, personally known to me – OR – proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

  
Notary Public

CORY A. MITCHELL-SANDERS  
NOTARY PUBLIC, STATE OF OHIO  
MY COMMISSION EXPIRES 11-24-07  
TRADEMARK

Cases assigned from Bioproducts Incorporated to NutriScience Technologies, Inc.

<b>Mark</b>	<b>Application No.</b>	<b>Filing Date</b>
NUTRISCIENCE TECHNOLOGIES	76/602,630	7/14/2004
NUTRISCIENCE logo	78/529,861	12/9/2004