

06-03-2005

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Form PTO-1594 (Rev. 03/05)
OMB Collection 0651-0027 (exp. 6/30/2005)

PARTMENT OF COMMERCE
Patent and Trademark Office

5-27-05

RECORD
TRAD



103014343

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):

Burnham Laboratories, Inc.

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

Citizenship (see guidelines)

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: NOW Health Group, Inc.

Internal Address:

Street Address: 395 S. Glen Ellyn Rd.

City: Bloomington

State: Illinois

Country: USA Zip: 60108

- Association Citizenship
- General Partnership Citizenship
- Limited Partnership Citizenship
- Corporation Citizenship Illinois
- Other Citizenship

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)

3. Nature of conveyance /Execution Date(s):

Execution Date(s) 5/9/05

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

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, 264, 771

Additional sheet(s) attached? Yes No

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

LIP SESSION

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

Name: Beverly A. Reid, Esq.

Internal Address:

NOW Health Group, Inc.

Street Address: 395 S. Glen Ellyn Rd.

City: Bloomington

State: Illinois Zip: 60108

Phone Number: (630) 545-9098 x 100

Fax Number: (630) 790-9812

Email Address: bev.reid@fruitfulyield.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 406

Authorized User Name _____

9. Signature: [Signature] Date: 5/17/05

Al Powers

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 3

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

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TRADEMARK
REEL: 003168 FRAME: 0653

EXHIBIT D

ASSIGNMENT OF REGISTERED U.S. TRADEMARKS

WHEREAS, Burnham Laboratories, Inc., an Illinois corporation, having a principal place of business at 7117 N. Austin Avenue, Niles, Illinois 60714 ("Assignor"), has adopted, used and is using and is the sole and exclusive owner of the word mark LIP SESSION (Reg. No. 2,264,771); and

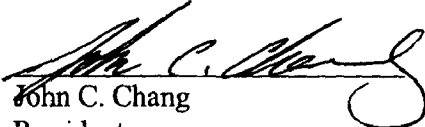
WHEREAS, NOW Health Group, Inc., an Illinois corporation, having a principal place of business at 395 S. Glen Ellyn Road, Bloomingdale, Illinois 60108 ("Assignee"), is acquiring certain assets of Assignor, including the mark and the goodwill appurtenant thereto, and desires to acquire the entire right, title and interest in and to said trademark and the registration thereof.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby sell, assign and transfer to Assignee all of its right, title and interest in and to said mark and registration, together with the goodwill of the business symbolized by the mark, and all rights and privileges granted and secured thereby, including the right to sue and recover for any past infringement, said rights to be held and enjoyed by Assignee, for its own use and benefit and for the use and benefit of its successors, assigns or other legal representatives as fully and entirely as the same would have been held and enjoyed by Assignor if this Assignment and sale had not been made.

AND, Assignor hereby covenants that it has full right to convey the entire interest herein assigned.

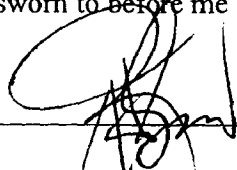
IN WITNESS WHEREOF, Assignor has executed this Assignment by its proper officers thereunto duly authorized on this 9th day of May, 2005.

BURNHAM LABORATORIES, INC.

By: 
John C. Chang
President

STATE OF ILLINOIS)
) SS
COUNTY OF DUPAGE)

Subscribed and sworn to before me this 9th day of May, 2005.



Notary Public

My Commission Expires: 10/14/08

