

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
EFFECTIVE DATE:	08/12/2004

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
MuscleTech Research and Development, Inc.		08/12/2004	CORPORATION: CANADA

RECEIVING PARTY DATA

Name:	HC US Trademark Ltd.
Street Address:	5100 Spectrum Way
City:	Mississauga, Ontario
State/Country:	CANADA
Postal Code:	L4W 5S2
Entity Type:	CORPORATION: CANADA

PROPERTY NUMBERS Total: 11

Property Type	Number	Word Mark
Serial Number:	78300415	HYDRA-CELL
Serial Number:	75245120	HYDROXAGEN
Serial Number:	78188033	HYDROXAGEN PLUS
Serial Number:	78412212	HYDROXYCARB
Serial Number:	75245121	HYDROXYCUT
Serial Number:	78386826	HYDROXYCUT
Serial Number:	78274244	HYDROXYCUT CARRYING CASE
Serial Number:	76408871	HYDROXY-TEA
Serial Number:	78386065	HYDROXYTEACF
Serial Number:	78347001	HYDROXYTEAI
Serial Number:	76321474	HYDROXYTRIM

CORRESPONDENCE DATA

900037449

**TRADEMARK
 REEL: 003206 FRAME: 0446**

CH \$290.00 78300415

Fax Number: (212)425-5288
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 212-425-7200
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Correspondent Name: Asiyah McCarthy
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Address Line 4: New York, NEW YORK 10004

ATTORNEY DOCKET NUMBER:	11411/851
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DOMESTIC REPRESENTATIVE

Name: Asiyah McCarthy
Address Line 1: One Broadway
Address Line 4: New York, NEW YORK 10004

NAME OF SUBMITTER:	Howard J. Shire, Esq.
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Signature:	/Howard J. Shire/
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Date:	12/07/2005
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Total Attachments: 2
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TRADEMARK ASSIGNMENT

This Assignment from MuscleTech Research and Development, Inc., a corporation duly organized under the laws of the province of Ontario, Canada, having a place of business at 7050 Telford Way, Suite 100, Mississauga, Ontario Canada L5S 1 V7 (hereinafter the ASSIGNOR), to HC US Trademark Ltd., a company organized under and by virtue of the laws of the Ontario, Canada, with an address of 5100 Spectrum Way Mississauga, Ontario, Canada L4W 5S2 (hereinafter the ASSIGNEE):

WITNESSETH THAT:

WHEREAS, the ASSIGNOR is the owner of all right, title and interest in and to the trademarks and the trademark applications listed in attached Schedule A, (the "Trademarks"), and in and to the goodwill of the business relating thereto; and

WHEREAS, the ASSIGNEE wishes to acquire from the ASSIGNOR all right, title and interest in and to the Trademarks, together with the goodwill of the business appertaining to and symbolized by said Trademarks, and the right to recover for past infringements thereof;

NOW THEREFORE, to all whom it may concern, be it known that for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the ASSIGNOR by these presents does hereby sell, transfer, convey and assign unto the ASSIGNEE all right, title and interest in and to the Trademarks, together with the right to recover for past infringements thereof, and the goodwill of the business appurtenant thereto and which is embodied thereby.

The ASSIGNOR assigns the Trademarks as part of that portion of the business to which the Trademarks pertain as required by Section 10 of the Trademark Act (15 U.S.C. § 1060).

MUSCLETECH RESEARCH AND DEVELOPMENT, INC.

Dated: 8/12, 2004

Name: Mary Parniak
Mary Parniak
Title: Chief Financial Officer

SCHEDULE A

<u>TRADEMARK</u>	<u>APP. NO.</u>
HYDRA-CELL	78/300415 15 Sep 2003
HYDROXAGEN	75/245120 21 Feb 1997
HYDROXAGEN PLUS	78/188033 22 Nov 2002
HYDROXYCARB	78/412212 03 May 2004
HYDROXYCUT	75/245121 21 Feb 1997
HYDROXYCUT	78/386826 18 Mar 2004
HYDROXYCUT CARRYING CASE	78/274244 15 Jul 2003
HYDROXY-TEA	76/408871 16 May 2002
HYDROXYTEACF	78/386065 17 Mar 2004
HYDROXYTEAJ	78/347001 31 Dec 2003
HYDROXYTRIM	76/321474 03 Oct 2001