

2/28/5

FEB 28 2005

Form PTO-1594 (Rev. 06/04)
OMB Collection 0651-0027 (exp. 6/30/07)

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

08-22-2005



To the Director of the U. S. Patent and Trademark Office, documents or the new address(es) below.

1. Name of conveying party(ies)
VITAMIN CLASSICS, INC.,
a California corporation

103065305

Name and address of receiving party(ies)
Additional names, addresses, or citizenship attached? Yes No

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

Name: VITAMIN CLASSICS, INC.
Internal Address: _____
Street Address: 24007 Ventura Blvd.
City: Suite 135 Calabasas
State: California
Country: USA Zip: 91302

Citizenship (see guidelines) _____
Execution Date(s) 2-18-05
Additional names of conveying parties attached? Yes No

Association Citizenship _____
 General Partnership Citizenship _____
 Limited Partnership Citizenship _____
 Corporation Citizenship Ohio
 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:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

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) 1,911,056
Additional sheet(s) attached? Yes No

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

5. Name & address of party to whom correspondence concerning document should be mailed:
Name: Michael A. Painter
Internal Address: Isaacman, Kaufman & Painter
Street Address: 8484 Wilshire Blvd. Suite 850
City: Beverly Hills
State: CA Zip: 90211
Phone Number: _____
Fax Number: _____
Email Address: _____

6. Total number of applications and registrations involved: 13
7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 340.00
 Authorized to be charged by credit card
 Authorized to be charged to deposit account
 Enclosed (Any discrepancies)

8. Payment Information:
a. Credit Card Last 4 Numbers _____ Expiration Date _____
b. Deposit Account Number 16-0070
Authorized User Name Michael A. Painter

9. Signature: Michael A. Painter Signature Date February 23, 2005
Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 5

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

03/14/2005 JTR/LWE, 00000006 1971056
40.00 DP
300.00 DP



02-28-2005

S. Patent & TMO/TM Mail Rpt Dt. #11

TRADEMARK
REEL: 003210 FRAME: 0139

CONTINUATION OF RECORDATION FORM

2. Registration No. 2,030,336
3. Registration No. 2,136,218
4. Registration No. 2,042,245
5. Registration No. 2,179,730
6. Registration No. 2,186,407
7. Registration No. 2,241,892
8. Registration No. 2,243,326
9. Registration No. 2,243,327
10. Registration No. 2,286,484
11. Registration No. 2,300,635
12. Registration No. 2,416,734
13. Registration No. 2,491,108

A S S I G N M E N T

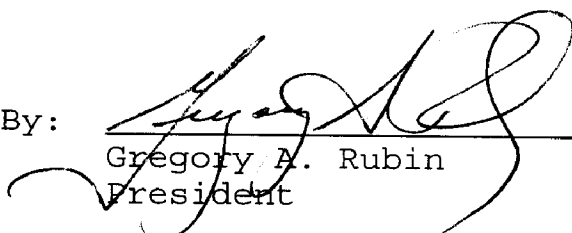
WHEREAS, VITAMIN CLASSICS, INC., of 24007 Ventura Boulevard, Suite 135, Calabasas, California 91302, is a corporation organized and existing under the laws of the State of California, ("Assignor"), has adopted, used and registered the trademarks in the United States as listed in the attached Schedule;

WHEREAS, VITAMIN CLASSICS, INC., of 24007 Ventura Boulevard, Suite 135, Calabasas, California 91302, a corporation organized under the laws of the State Ohio, ("Assignee"), is desirous of acquiring said marks and the registrations thereof;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, VITAMIN CLASSICS, INC., a California corporation, does hereby assign unto the said VITAMIN CLASSICS, INC., an Ohio corporation, all rights, title and interest in and to the said marks and registrations, together with the good will of the business symbolized by the marks.

VITAMIN CLASSICS, INC.

By:



Gregory A. Rubin
President

Dated: 2-18-05

SCHEDULE OF TRADEMARKS

1. Registration No. 1,911,056 for the mark VITAMIN CLASSICS;
 2. Registration No. 2,030,336 for the mark SLEEP-MAX;
 3. Registration No. 2,136,218 for the mark HERBAL CLASSICS;
 4. Registration No. 2,042,245 for the mark PHARMACY CLASSICS;
 5. Registration No. 2,179,730 for the mark AUSTRALIAN NATURALS;
 6. Registration No. 2,186,407 for the mark HEALTHMAX;
 7. Registration No. 2,241,892 for the mark HEARTMAX;
 8. Registration No. 2,243,326 for the mark ARTHRITA-MAX;
 9. Registration No. 2,243,327 for the mark DIABETA-MAX;
 10. Registration No. 2,286,484 for the mark GINKCOLA;
 11. Registration No. 2,300,635 for the mark FAMILY CLASSICS;
 12. Registration No. 2,416,734 for the mark BURN THAT FAT;
 13. Registration No. 2,491,108 for the mark MAXIM-EYES
- 20/20.