

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Bioproducts Incorporated		02/21/2006	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Virtus Nutrition LLC		
Street Address:	320 Springside Drive		
Internal Address:	Suite 300		
City:	Fairlawn		
State/Country:	OHIO		
Postal Code:	44333		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2088348	ENER GII	
CORRESPONDENCE DATA			
Fax Number:	(212)268-0904		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	2122680900		
Email:	katerina@smbtlaw.com		
Correspondent Name:	Howard C. Miskin		
Address Line 1:	350 Fifth Avenue		
Address Line 2:	Suite 4710		
Address Line 4:	New York, NEW YORK 10118		
ATTORNEY DOCKET NUMBER:	ENERGII;ASSIGN.;048T22		
NAME OF SUBMITTER:	Howard C. Miskin		
Signature:	/hcm/		

CH \$40.00 2088348

Date:

02/22/2006

Total Attachments: 1

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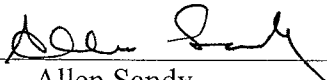
ASSIGNMENT

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 "ENER GII" mark, which is registered under Reg. No. 2,088,348 in the United States; and

Whereas Virtus Nutrition LLC, 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 mark and the registration thereof.

Now, therefore, for good and valuable consideration, receipt of which is hereby acknowledged, said Bioproducts Incorporated does hereby assign unto the said Virtus Nutrition LLC all right, title and interest in and to the said mark, together with the good will of the business symbolized by the mark, and the above identified registration thereof throughout the world, together with all claims for damages by reason of past infringement of said trademark, 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 Sandy
CFO and Treasurer

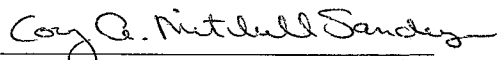
STATE OF ^

SS.:

COUNTY OF ^

On FEB 21, 2006 before me, Cory Mitchell-Sanders, personally appeared Allen 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