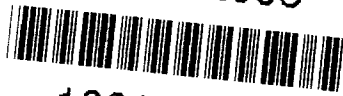


11-18-2005



RE

TRADEMARK 103121903

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)/Execution Date(s):

FB Botanicals, Inc.
6931 S. 66th E. Avenue, Suite 300
Tulsa, OK 74133

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

Citizenship (see guidelines) USA

Execution Date(s) 07/05/2005

Additional names of conveying parties attached? Yes No

3. Nature of conveyance:

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

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Toma's, L.L.C.

Internal Address:

Street Address: 6516 N. Olie, Suite G

City: Oklahoma City

State: Oklahoma

Country: USA Zip: 73116

Association Citizenship

General Partnership Citizenship

Limited Partnership Citizenship

Corporation Citizenship

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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

76/404,546

B. Trademark Registration No.(s)

2,829,221

Additional sheet(s) attached? Yes No

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

BRONZY BABE

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

Name: Glen M. Burdick

Internal Address:

Street Address: Dunlap, Coddling & Rogers, P.C.
P. O. Box 16370

City: Oklahoma City

State: OK Zip: 73113

Phone Number: 405-607-8600

Fax Number: 405-607-8686

Email Address: mike_burdick@okpatents.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers 1103
Expiration Date 01/07

b. Deposit Account Number
Authorized User Name

9. Signature:

Glen M. Burdick
Signature

11/14/2005

Date

40.00 Gen M. Burdick

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 6

11/17/2005 BYRME 00000634 76404546

01 FC:8521

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

ASSIGNMENT AGREEMENT

I. BACKGROUND AND STIPULATIONS

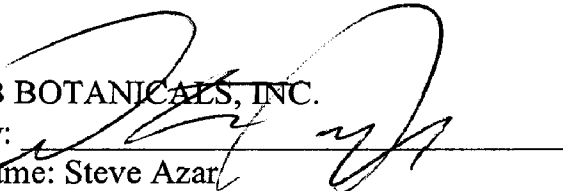
FB Botanicals, Inc. ("ASSIGNOR") has, by prior oral agreement, functioned as the Master Distributor for Toma's L.L.C. ("ASSIGNEE") for Toma's products. Pursuant to the prior oral agreement, ASSIGNEE provided Toma's products to ASSIGNOR for distribution/sale of such products to sub-distributors and/or the public throughout the United States. ASSIGNOR acknowledges that ASSIGNEE was and currently is the owner of all formulations of Toma's products and trademarks associated therewith. ASSIGNOR also acknowledges that any trademarks for which ASSIGNOR has sought and/or been granted federal registration was in fact on behalf of ASSIGNEE and all use of such products inured to the benefit of ASSIGNEE.

II. TRADEMARKS

<u>Trademark</u>	<u>Registration No.</u>	<u>Issued</u>
BRONZY BABE	2,829,221	April 6, 2004

III. GRANT

As referenced by the ASSIGNMENT, attached hereto as Exhibit B, ASSIGNOR assigns to ASSIGNEE, all of its right, title and interest in and to said trademark and said application therefor, together with the goodwill of the business symbolized by said trademark and said application including (but not by way of limitation) the right to sue and collect and keep damages for past infringements thereof.

FB BOTANICALS, INC.
By: 
Name: Steve Azar
Title: President

ASSIGNMENT

WHEREAS, F.B. Botanicals, Inc., an Oklahoma Corporation having a principal place of business at 6931 S. 66th E. Avenue, Suite 300, Tulsa, Oklahoma 74133 ("ASSIGNOR"), has adopted and used the following trademark ("MARK"), which MARK is registered in the United States Patent and Trademark Office as follows:

<u>Trademark</u>	<u>Registration No.</u>	<u>Issue Date</u>
Bronzy Babe	2,829,221	04/06/2004

WHEREAS, Toma's L.L.C., an Oklahoma Limited Liability Corporation having a place of business at 6516 N. Olie, Suite G, Oklahoma City, Oklahoma 73116 ("ASSIGNEE") is desirous of acquiring the MARK and the registration therefor;

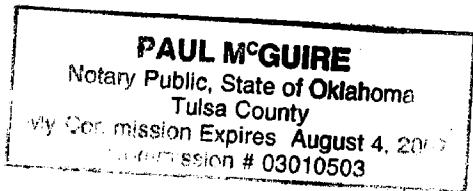
NOW, THEREFORE, in consideration of Ten Dollars (\$10.00) and other good and valuable consideration, ASSIGNOR hereby assigns to ASSIGNEE all of its right, title and interest in and to the MARK and said registration therefor, together with the goodwill of the business symbolized by the MARK and said registrations, and including (but not by way of limitation) the right to sue and collect and keep damages for past infringements thereof.

This Agreement is effective as of _____.

Signed this 5th day of July, 2005.

F.B. Botanicals, Inc.

By: [Signature]
Steve Azar, President



ACKNOWLEDGMENT

STATE OF OK)
) §§
COUNTY OF Tulsa)

SK The foregoing instrument was acknowledged before me, a Notary Public, on this the 5th day of July, 2005, by Steve Azar, President of F. B. Botanicals, Inc.

My Comm. Expires: _____ Comm. Number: _____ Notary Public
[Signature]