

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|----------------------------------|--|-----------------------|-------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Natural Answer Pet Foods, Inc. | | 02/21/2006 | CORPORATION: CALIFORNIA |
| RECEIVING PARTY DATA | | | |
| Name: | BREEDER'S CHOICE PET FOODS, INC. | | |
| Street Address: | 16321 East Arrow Highway | | |
| City: | Irwindale | | |
| State/Country: | CALIFORNIA | | |
| Postal Code: | 91706 | | |
| Entity Type: | CORPORATION: CALIFORNIA | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 2604270 | SIMPLY NATURAL | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | (949)567-6710 | | |
| | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | | |
| Phone: | 212-506-5000 | | |
| Email: | ipprosecution@orrick.com, awendel@orrick.com | | |
| Correspondent Name: | Bradford S. Breen | | |
| Address Line 1: | 4 Park Plaza, Suite 1600 | | |
| Address Line 2: | IP Prosecution Department | | |
| Address Line 4: | Irvine, CALIFORNIA 92614-2558 | | |
| ATTORNEY DOCKET NUMBER: | 6257.108 | | |
| NAME OF SUBMITTER: | Angela Wendel | | |
| Signature: | /angela wendel/ | | |
| Date: | 03/02/2006 | | |

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Total Attachments: 3

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TRADEMARK ASSIGNMENT (Simply Natural)

THIS TRADEMARK ASSIGNMENT (this "Assignment"), effective as of February 21, 2006 (the "Effective Date"), is made by NATURAL ANSWER PET FOODS, INC., a corporation of the State of California having an address of 16321 E. Arrow Highway, Irwindale, CA 91706 ("Assignor"), for the benefit of BREEDER'S CHOICE PET FOODS, INC., a corporation of the State of California having an address of 16321 E. Arrow Highway, Irwindale, CA 91706 ("Assignee").

WHEREAS, Assignor is the current owner of the trademarks, trademark registrations and trademark applications identified on Schedule A hereto (hereinafter collectively referred to as "the Marks"), and

WHEREAS, Assignor wishes to transfer, sell, assign, and convey the Marks, including all common law rights therein and all applications to register and registrations thereof, together with the goodwill that they represent and all right, title and interest thereto, to Assignee.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged:

1. Assignor hereby transfers, sells, assigns, and conveys unto Assignee all rights, title and interest for all countries in and to the Marks, including all common law rights therein and all applications to register and registrations thereof and the good will that they represent, and all right, title and interest thereto, on a world-wide basis, as well as the right to sue and collect damages in Assignee's own name for any and all past, present or future infringement, dilution, or other injury to the goodwill thereof.

2. Assignor hereby authorizes and requests the Commissioner of Patents and Trademarks of the United States and any official of any country or countries foreign to the United States, whose duty is to issue trademark registrations, to issue the same to Assignee, its successors, assigns and legal representatives, or to such nominees as it may designate.

3. Assignor agrees to execute and deliver to Assignee such instruments of transfer and other documents as Assignee may request that are reasonably necessary to effect the purposes of this Assignment.

**SCHEDULE A
SCHEDULE OF TRADEMARKS (US)**

| Appl no. | Filing date | Reg no | Reg date | Mark | Status |
|-----------------|--------------------|---------------|-----------------|----------------|---------------|
| 76244461 | 04/23/01 | 2604270 | 08/06/02 | SIMPLY NATURAL | REG |