

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
Vitalstate Canada Ltd.		02/28/2006	CORPORATION: CANADA
Vitalstate U.S. Inc.		02/28/2006	CORPORATION: FLORIDA

RECEIVING PARTY DATA

Name:	Scepter Holdings Inc.
Street Address:	170 Midwest Road
City:	Toronto, Ontario
State/Country:	CANADA
Postal Code:	M19 3A9
Entity Type:	CORPORATION: CANADA

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	3066550	RIPPED QUICK

CORRESPONDENCE DATA

Fax Number: (212)895-2900
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Email: pto2@thelen.com
 Correspondent Name: Monica B. Richman
 Address Line 1: 875 Third Avenue
 Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER: 5993/1 DISB CODE 079

DOMESTIC REPRESENTATIVE

Name:
 Address Line 1:
 Address Line 2:

CH \$40.00 3066550

Address Line 3:

Address Line 4:

NAME OF SUBMITTER:

Monica B. Richman

Signature:

/monica b. richman/

Date:

01/19/2007

Total Attachments: 5

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ASSIGNMENT

This Assignment Agreement, effective as of *February 28, 2006*, is by and between:

A) Vitalstate Canada Ltd., a corporation organized under the laws of Canada, having its place of business at 3767 boul. Thimens, Suite 268 Saint Laurent, Quebec H4R 1W4, Canada; B) Vitalstate US, Inc., a corporation organized under the laws of Florida, having its place of business at 1499 High Ridge Road, Boynton Beach, Florida 33426 ; (collectively, A and B as the "Assignor"), and Scepter Holdings Inc., a corporation organized under the laws of Canada, with a place of business at 170 Midwest Road, Toronto, Ontario M19 3A9, Canada (the "Assignee").

WHEREAS, Vitalstate Canada Ltd. and Vitalstate US, Inc. are wholly owned subsidiaries of Vitalstate, Inc.;

WHEREAS, Assignor is the owner of certain trade names, corporate names, business names, domain names, designations, and United States, Canada, and/or European Union ("Office of Harmonization of the Internal Market") Trademark Applications and/or Registrations, including but not limited to, those listed in Exhibit A (collectively, the "Trademark Property");

WHEREAS, Assignor desires to assign to Assignee all of its right and interest in the Trademark Property and the goodwill associated with the Trademark Property.

WHEREAS, Assignee desires to acquire from Assignor the Trademark Property and the goodwill associated with the Trademark Property.

NOW, THEREFORE, in consideration of the foregoing, Assignor assigns to Assignee all of Assignor's right, title, and interest in and to the Trademark Property, including all common law rights, together with the goodwill symbolized by any use of the Trademark Property, and the right to sue third parties for and recover damages from past and future infringement of the Trademark Property.

IN WITNESS WHEREOF, this Assignment has been executed by the parties on the date indicated below.

ASSIGNOR:

Date: 2/28, 2006 By: [Signature]
Name of Authorized Officer
Vitalstate Canada Ltd.

Witnessed by: [Signature] 2/28/06
(Signature of Witness) Date

JULIE A. GILES 13025 COMPTON RD
(Printed name and address of Witness)

Witnessed by: [Signature] 2/28/06
(Signature of Witness) Date

JANET A. LINNELL 6099 PITCH LN
(Printed name and address of Witness)

ASSIGNOR:

Date: 2/28, 2006 By: [Signature]
Name of Authorized Officer
Vitalstate US, Inc.

Witnessed by: [Signature] Date 2/28/06
(Signature of Witness)

JULIE A. GILES 13025 COMPTON RD
(Printed name and address of Witness)

Witnessed by: [Signature] Date 2/28/06
(Signature of Witness)

JANET A. LINNELL 6097 PITCH LN
(Printed name and address of Witness)

ASSIGNEE:

Date: February 28, 2006 By: [Signature]
Name of Authorized Officer CHRISTOPHER LUCK
Scepter Holdings, Inc.

Witnessed by: [Signature] Date February 28, 2006
(Signature of Witness)

ANNE ZIMMERMANN 170 MIDWEST RD SCARBOROUGH ONT M1P 3A9
(Printed name and address of Witness)

Witnessed by: [Signature] Date February 28 2006
(Signature of Witness)

Liz Keen 170 Midwest Road Scarborough ON M1P 3A9
(Printed name and address of Witness)

EXHIBIT A

Mark	App. No./Reg No.	Country
ACTICHEW	App. No. 78/622607	United States
ACTIJUBE	Reg. No. 2936631	United States
ACTIJUBE	Reg. No. TMA638040	Canada
ACTIJUBE	Reg. No. 2894798	European Union
ACTIJUBE and DESIGN	App. No. 78/259876	United States
ACTIJUBE and DESIGN	App. No. 1179033	Canada
ADVANCED MYOCELLULAR PROTEIN COMPOUND	App. No. 78/308659	United States
ATTACK THE PACK	Reg. No. 2988058	United States
COMMAND and DESIGN	App. No. 78/262818	United States
COMMAND PERFORMANCE	Reg. No. 2973275	United States
EXPANDING TECHNOLOGY FOR TOMORROW	App. No. 78/251630	United States
EXPANDING YOUR POTENTIAL	App. No. 78/251623	United States
FITKIDS NUTRITION	App. No. 78/259491	United States
FITKIDS NUTRITION DESIGN	App. No. 78/259487	United States
FOUNDATION	Reg. No. 2986248	United States
HARDCORE ELITE	App. No. 78/247142	United States
HARDCORE PROFESSIONAL	App. No. 78/247143	United States
LEAN PHYSIQUE	App. No. 78/246919	United States
LEMON JOLT	App. No. 78/642386	United States
LIFE WITHOUT COMPROMISE	App. No. 78/251611	United States
LIQUID FURY	App. No. 78/259952	United States
LIQUID LIGHTNING	App. No. 78/259988	United States
LIQUID STORM	App. No. 78/259973	United States
LIQUID THUNDER	App. No. 78/259909	United States
MYOCELLULAR COMPOUND PROTEIN	App. No. 78/270266	United States
OCTIGLYSOL	App. No. 76/421394	United States
PERFORMANCE WITHOUT COMPROMISE	App. No. 78/251604	United States
PROTEIN SPLASH	App. No. 78/260010	United States

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Mark	App. No./Reg No.	Country
PROTEIN WAVE	App. No. 78/260000	United States
RIPPED QUICK	App. No. 1175077	Canada
RIPPED QUICK PHYSIQUE	App. No. 78/246927	United States
RUSSIAN RED	Reg. No. 2976975	United States
RUSSIAN RED	Reg. No. TMA647290	Canada
RUSSIAN RED	App. No. 1136432	Canada
RUSSIAN RED	App. No. 2878908	European Union
SMART SNACKS FOR HEALTHIER KIDS	App. No. 78/269607	United States
SPORT WITHOUT COMPROMISE	App. No. 78/251595	United States
TRIM PHYSIQUE	App. No. 1136431	Canada
TRIM PHYSIQUE and DESIGN	App. No. 76/421051	United States
VELOCITY	App. No. 78/256416	United States
VITALSTATE	Reg. No. 2957464	United States
VITALSTATE	App. No. 1136430	Canada
VITALSTATE	App. No. 2877702	European Union
VITALSTATE and DESIGN	App. No. 78/265094	United States
VITALSTATE and DESIGN	App. No. 1178654	Canada
WINNING WITHOUT COMPROMISE	App. No. 78/251616	United States
WITHOUT COMPROMISE	App. No. 75/251589	United States
WOLVERINES	App. No. 78/259496	United States
WOLVERINES and DESIGN	Reg. No. 2988057	United States

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