

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
Scepter Holdings Inc.		12/19/2006	CORPORATION: CANADA

RECEIVING PARTY DATA	
Name:	2120812 Ontario Inc.,
Street Address:	170 Midwest Road
City:	Toronto, Ontario
State/Country:	CANADA
Postal Code:	M19 3A9
Entity Type:	CORPORATION: CANADA

PROPERTY NUMBERS Total: 14

Property Type	Number	Word Mark
Serial Number:	78622607	ACTICHEW
Registration Number:	2936631	ACTIJUBE
Registration Number:	2988058	ATTACK THE PACK
Serial Number:	78262818	COMMAND
Registration Number:	2973275	COMMAND PERFORMANCE
Registration Number:	3077365	FITKIDS NUTRITION
Registration Number:	2986248	FOUNDATION
Serial Number:	78259988	LIQUID LIGHTNING
Registration Number:	3066550	RIPPED QUICK
Registration Number:	2976975	RUSSIAN RED
Registration Number:	2957464	VITALSTATE
Registration Number:	3074266	VITALSTATE
Registration Number:	2988057	WOLVERINES
Registration Number:	3071731	FITKIDS NUTRITION

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CORRESPONDENCE DATA

Fax Number: (212)603-2001
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 212-603-2000
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:	605993/1
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DOMESTIC REPRESENTATIVE	
Name:	
Address Line 1:	
Address Line 2:	
Address Line 3:	
Address Line 4:	

NAME OF SUBMITTER:	Monica B. Richman
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Signature:	/monica b. richman/
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Date:	03/15/2007
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Total Attachments: 4 source=SCEPTER_Assignment#page1.tif source=SCEPTER_Assignment#page2.tif source=SCEPTER_Assignment#page3.tif source=SCEPTER_Assignment#page4.tif
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ASSIGNMENT

This Assignment Agreement, effective as of December 12th, 2006, is by and between Scepter Holdings Inc., a corporation incorporated under the laws of the province of Ontario, with a place of business at 170 Midwest Road, Toronto, Ontario M1P 3A9, Canada (the "Assignor"), and 2120812 Ontario Inc., a corporation incorporated under the laws of the province of Ontario, with a place of business at 170 Midwest Road, Toronto, Ontario M1P 3A9, Canada (the "Assignee").

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, that relate to the business (the "Vitalstate Business") formerly conducted by Vitalstate Inc., a New York corporation, Vitalstate Canada Ltd., and/or Vitalstate US, Inc., a Florida corporation (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 day
and year written below.

ASSIGNOR:

ASSIGNEE:

SCEPTER HOLDINGS INC.

2120812 ONTARIO INC.

By: 
Name: Robert Torokvei
Title: President
Date: *DECEMBER 19, 2000*


By: 
Name: Robert Torokvei
Title: President
Date: *DECEMBER 19, 2000*

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	Reg. No. 3077365	United States
FITKIDS NUTRITION DESIGN	Reg. No. 3071731	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

Mark	App. No./Reg. No.	Country
PROTEIN WAVE	App. No. 78/260000	United States
RIPPED QUICK	Reg. No. 3066550	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	Reg. No. 3074266	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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