

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
MediZine, Inc.		03/19/2007	CORPORATION: NEW YORK

RECEIVING PARTY DATA

Name:	MediZine Holdings, LLC
Street Address:	500 Fifth Avenue, Suite 1900
City:	New York
State/Country:	NEW YORK
Postal Code:	10110
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Registration Number:	3171043	CHEM
Registration Number:	2923957	NEXT AGE
Registration Number:	2818134	DIABETES FOCUS
Registration Number:	2615377	REMEDY
Registration Number:	1949695	MEDIZINE
Registration Number:	2432423	DAILY CARE
Serial Number:	77052442	DAILY CARE
Serial Number:	77052435	HEALTH IS RELATIVE
Serial Number:	78896531	MD MINUTE

CORRESPONDENCE DATA

Fax Number: (617)227-4420
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 617-951-2286
 Email: trademark@eapdlaw.com, colson@eapdlaw.com

CH \$240.00 3171043

Correspondent Name: Edwards Angell Palmer & Dodge LLP
Address Line 1: P.O. Box 130
Address Line 2: F.D.R. Station
Address Line 4: New York, NEW YORK 10150

ATTORNEY DOCKET NUMBER:	54759/68119/CWO
NAME OF SUBMITTER:	Carrie Webb Olson
Signature:	/cwo/
Date:	04/24/2007

Total Attachments: 3

source=Trademark Assignments -- MediZine, Inc. to MediZine Holdings, LLC#page1.tif
source=Trademark Assignments -- MediZine, Inc. to MediZine Holdings, LLC#page2.tif
source=Trademark Assignments -- MediZine, Inc. to MediZine Holdings, LLC#page3.tif

ASSIGNMENT OF TRADEMARKS

ASSIGNMENT OF TRADEMARKS made as of March ^{19th DG} ~~16~~, 2007, by Medizine, Inc., a New York corporation (the "Assignor"), to MediZine Holdings, LLC, a Delaware limited liability company (the "Assignee").

Assignor and Assignee are parties to a Contribution Agreement dated the date hereof, pursuant to which Assignor has agreed to contribute, assign and transfer to Assignee the Assets (as defined in the Contribution Agreement), including, without limitation, the United States registered trademarks (collectively, the "Trademarks"), as listed on Schedule A.

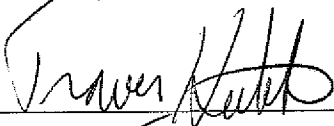
In accordance therewith, the Assignor desires to transfer to the Assignee the Trademarks.

NOW, THEREFORE, for good and valuable consideration as set forth in the Contribution Agreement, receipt of which are hereby acknowledged, and intending to be legally bound hereby, the Assignor, for itself and its successors and assigns does hereby transfer, assign and set over unto the Assignee, its successors, transferees and assigns, all of Assignor's present and future right, title and interest in and to the Trademarks, together with the goodwill associated therewith and all rights to seek and collect damages and other relief for past and future infringements and all proceeds thereof and all other rights and proceeds associated therewith.

Except to the extent that federal law preempts state law with respect to the matters covered hereby, this Assignment of Trademarks shall be governed by and construed in accordance with the law of the State of New York applicable to agreements made and to be performed in New York.

IN WITNESS WHEREOF, the undersigned has caused this Assignment of Trademarks to be executed by a duly authorized officer as of this 16th day of March, 2007.

MEDIZINE, INC.

By: 
Name: _____
Title: CEO

ACKNOWLEDGEMENT

State of New York)

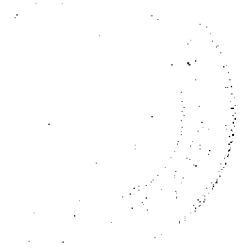
S.S.

County of New York)

On the ^{19th} ~~16th~~ day of March in the year 2007 before me, the undersigned personally appeared TYLER HUTCHINS, personally know to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed in the within instrument and acknowledged to me that he/she executed the same in his/her capacity, and that by his/her signature on the instrument the person upon behalf of which the individual acted, executed the instrument.




DEBRA GOLUB
NOTARY PUBLIC, STATE OF NEW YORK
Registration No. 01G06143445
Qualified in New York County
Commission Expires April 10, 2010

Debra Golub
Notary Public



SCHEDULE A

Trademark Registrations

	Trademark	Serial Reg. No.	Filing/Reg. Date
1	MD MINUTE	78/896,531	May 31, 2006
2	CHEM	78/730,592 3,171,043	October 11, 2005 November 14, 2006
3	 HEALTHSTART and Design	78/672,179 3,109,345	July 18, 2005 June 27, 2006
4	HEALTHSTART	78/672,176 3,106,867	July 18, 2005 June 20, 2006
5	 NEXT AGE (stylized)	76/529,060 2,923,957	July 3, 2003 February 1, 2005
6	DIABETES FOCUS	76/417,490 2,818,134	June 3, 2002 February 24, 2004
7	REMEDY	76/377,517 2,615,377	March 4, 2002 September 3, 2002
8	 MEDIZINE (stylized)	74/555,590 1,949,695	August 1, 1994 January 16, 1996
9	DAILY CARE (Supplemental Register)	76/020,084 2,432,423	April 6, 2000 February 27, 2001
10	DAILY CARE (Principal Register)	77/052,442	November 28, 2006
11	HEALTH IS RELATIVE	77/052,435	November 28, 2006