

Form PTO-1594 (Rev. 07/05)
OMB Collection 0851-0027 (exp. 6/30/2008)

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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):
Body Dynamics, Inc.

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

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies) Yes
Additional names, addresses, or citizenship attached? No

Name: Circle City Marketing & Distributing, Inc.
Internal _____
Address: _____
Street Address: 9700 North Michigan Road
City: Carmel
State: IN
Country: U.S.A. Zip: 46032

Association Citizenship _____
 General Partnership Citizenship _____
 Limited Partnership Citizenship _____
 Corporation Citizenship Indiana
 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)

3. Nature of conveyance / Execution Date(s) :

Execution Date(s) June 14, 2007

Assignment Merger
 Security Agreement Change of Name
 Other _____

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

A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) _____
See Exhibit A attached

Additional sheet(s) attached? Yes No

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

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

Name: Gregory B. Coy
Internal Address: Suite 2800
Street Address: One Indiana Square
City: Indianapolis
State: Indiana Zip: 46204
Phone Number: 317-636-4341
Fax Number: 317-636-1507
Email Address: gcoy@kdlegal.com

6. Total number of applications and registrations involved: 7

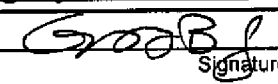
7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 190.00

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

8. Payment Information:

a. Credit Card Last 4 Numbers 1013
Expiration Date 04/09

b. Deposit Account Number _____
Authorized User Name _____

9. Signature:  June 21, 2007
Signature Date

Gregory B. Coy Total number of pages including cover sheet, attachments, and document: 5
Name of Person Signing

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

OP \$190.00 2599426

Exhibit A

Continuation of Item 4b:

Mark	Serial Number	Registration Number
TOXIC CLOUD (and Design)	76300882	2,599,426
MR. TOXIE HEAD	76300883	2,664,503
SWEET FAVORITES	78168198	2,867,854
GUMMIES ON THE GO!	78238435	2,949,986
TOXIC WASTE	76220511	2,602,673
HAZARDOUSLY SOUR CANDY	76300509	2,647,160
TOXIC WASTE HAZARDOUSLY SOUR CANDY WITH ARTIFICIAL FLAVORS (and Design)	76354483	2,666,177

BODY-72, 73, 74, 75, 76, 77, 78

TRADEMARK ASSIGNMENT

WHEREAS, Body Dynamics, Inc., a corporation organized under the laws of the State of Indiana, with its principal offices at 9700 North Michigan Road, Carmel, Indiana 46032 (hereinafter "Assignor"), is the owner of the U.S. Trademark Registrations contained in Exhibit A to this Assignment (hereafter "Marks"),

WHEREAS, Circle City Marketing and Distributing, Inc., a corporation of the State of Indiana, having a place of business at 9700 North Michigan Road, Carmel, Indiana 46032 (hereinafter "Assignee"), desires to acquire said Marks and said registrations.

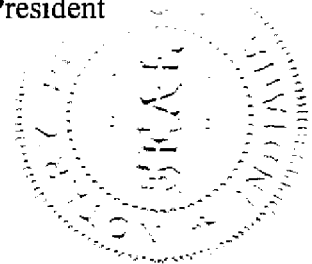
NOW THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged, Assignor does hereby assign and transfer unto Assignee the entire right, title and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks and the entire right, title and interest in and to said registrations.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be executed and effective as of this 14 day of June, 2007.

BODY DYNAMICS, INC.
("Assignor")

By: Karen Windle-Burcham
Karen Windle-Burcham, President

STATE OF INDIANA)
)ss:
COUNTY OF MARION)



Before me, a Notary Public, in and for said County and State, personally appeared Karen Windle-Burcham, who, being first duly sworn upon her oath, acknowledged the execution of the foregoing "Trademark Assignment" as his voluntary act and deed.

WITNESS my hand and Notarial Seal this
14th day of June, 2007.

Kathryn J. Kurzweil
Notary Public

My Commission Expires: 12-22-2008

Printed: KATHRYN J. KURZWEIL

Resident of Hamilton County

BODY-72, 73, 74, 75, 76, 77, 78

EXHIBIT A

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