

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
Carbolite Foods, Inc. by Universal Protein Supplements Corporation d/b/a Universal Nutrition, attorney in fact for Carbolite Foods, Inc.		10/23/2007	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Universal Protein Supplements Corporation		
Doing Business As:	DBA Universal Nutrition		
Street Address:	3 Terminal Road		
City:	New Brunswick		
State/Country:	NEW JERSEY		
Postal Code:	08901		
Entity Type:	CORPORATION: NEW JERSEY		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2641156	CARB-RITE	
CORRESPONDENCE DATA			
Fax Number:	(312)332-6376		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	312-332-3033		
Email:	trademarks@davismcgrath.com		
Correspondent Name:	Maureen Beacom Gorman		
Address Line 1:	125 S. Wacker, STE 1700		
Address Line 4:	Chicago, ILLINOIS 60606		
NAME OF SUBMITTER:	Maureen B. Gorman		
Signature:	/mbgorman/		

OP \$40.00 2641156

Date:

10/25/2007

Total Attachments: 2

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ASSIGNMENT

Whereas, Carbolite Foods, Inc. ("Registrant") by Universal Protein Supplements Corporation d/b/a Universal Nutrition, attorney in fact for Carbolite Foods, Inc., owns the registered trademark CARB-RITE for use in commerce in connection with food supplements; nutritional supplements; dietary supplements and nutritional bars for low carb dieters, for which the United States Patent and Trademark Office issued a trademark registration on October 22, 2002, U.S. Registration Number 2,641,156 ("Registered Trademark"); and

Whereas, Universal Protein Supplements Corporation d/b/a Universal Nutrition, a New Jersey corporation, with a principal place of business at 3 Terminal Road, New Brunswick, NJ 08901, herein referred to as "Assignee" is desirous of acquiring the entire right, title and interest in the same;

Whereas, the Registrant and Assignee have executed a certain settlement agreement on September 13, 2004 ("Settlement Agreement"), which governs the relationship and actions of the parties related to the Registered Trademark;

Now, therefore, for good and valuable consideration, the receipt whereof is hereby acknowledged, and pursuant to the Settlement Agreement, the Registrant, by these present do sell, assign and transfer unto said Assignee the full and exclusive right to said Registered trademark in the United States and throughout the world and the entire right, title and interest in and to any and all other registered trademarks which may be granted therefore in the United States or throughout the world, together with the good will of the business with which the mark is used and that part of the good will connected with the use of, and symbolized by, the Registered Trademark; Registrant authorizes and requests the Commissioner of Patent and Trademarks to transfer the Registered Trademark to said Assignee, and the entire right, title, and interest in and to the same, for its sole use and behoof; and for the use and behoof of its legal representatives, to

the full end of the term for which said Registered Trademark may be granted, as fully and entirely as the same would have been held by Registrant had this assignment and sale not been made.

Executed this 23 day of October, 2007, at

3 Terminal Road, New Brunswick, NJ

Carbolite Foods, Inc.

By its attorney in fact:

Carbolite Foods, Inc., by its attorney in fact

Universal Protein Supplements Corporation

d/b/a Universal Nutrition, by its vice-president

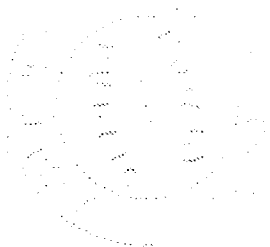
Michael Rockoff

Carbolite Foods, Inc., by its attorney in fact,
Universal Protein Supplements Corporation
d/b/a Universal Nutrition, by its vice-president,
Michael Rockoff

State of New Jersey)
) SS:
County of _____)

Before me personally appeared said Michael Rockoff and acknowledged the foregoing instrument to be his free act and deed this day of October 23 2007.

Seal



[Handwritten Signature]
Notary Public

Joanne Joseph
Notary Public of New Jersey
Commission Expires 06/03/08

Assignment of CARB-RITE
From Carbolite Foods, Inc. to Universal Nutrition
Page 2 of 2