

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
Avalon Laboratories, Inc.		01/09/2008	CORPORATION:
RECEIVING PARTY DATA			
Name:	Avalon Laboratories Holding Corp.		
Street Address:	2610 E. Homestead Place		
City:	Rancho Dominguez		
State/Country:	CALIFORNIA		
Postal Code:	90220		
Entity Type:	CORPORATION:		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	77204675	AVALON ELITE	
Serial Number:	77216442	AVALON GLIDERIGHT	
CORRESPONDENCE DATA			
Fax Number:	(949)823-6994		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(949) 760-9600		
Email:	jkappos@omm.com		
Correspondent Name:	John Kappos		
Address Line 1:	610 Newport Center Drive, 17th Floor		
Address Line 4:	Newport Beach, CALIFORNIA 92660		
ATTORNEY DOCKET NUMBER:	019,642-088		
NAME OF SUBMITTER:	John Kappos		
Signature:	/John Kappos/		
Date:	01/10/2008		

CH \$65.00 77204675

Total Attachments: 4

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TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT (“**Assignment**”) is made and entered into as of January 9, 2008 (the “**Effective Date**”), by and between Avalon Laboratories, Inc., a California corporation (“**Assignor**”), and Avalon Laboratories Holding Corp., a Delaware corporation (“**Assignee**”).

WHEREAS, in connection with the transactions contemplated by the Asset Purchase and Contribution Agreement dated as of January 9, 2008 by and among Assignor, Assignee, Avalon Laboratories, LLC and Robert Foster, Assignor wishes to assign to Assignee, and Assignee wishes to accept from Assignor, the trademark applications set forth on Schedule 1 attached hereto (collectively, the “**Assigned Trademarks**”).

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

Assignor hereby sells, assigns, and transfers to Assignee its entire right, title and interest in and to the Assigned Trademarks, together with the goodwill of the business associated with the Assigned Trademarks, all other corresponding rights secured under the laws of the United States and any foreign country and all claims for damages by reason of past, present or future infringement or other unauthorized use of the Assigned Trademarks, including the right to collect all proceeds and damages therefrom.

Assignor further agrees that should additional or further documentation of the assignment be required to protect, secure, vest and record good title to the Assigned Trademarks in Assignee, Assignor will, without further consideration, provide or execute such other information or documents as may be reasonably necessary upon Assignee’s reasonable request.

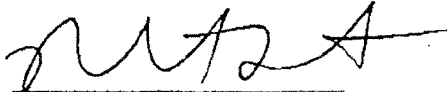
Assignor hereby authorizes and requests the Commissioner for Trademarks of the United States Patent and Trademark Office, and the corresponding entities or agencies in any applicable foreign countries, to record Assignee as the assignee and owner of the Assigned Trademarks registered in the corresponding jurisdiction.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, Assignor and Assignee execute this Assignment by their duly authorized representatives as of the Effective Date.

"ASSIGNOR"

AVALON LABORATORIES, INC.,
a California corporation

By: 
Name: Robert Foster
Title: President

"ASSIGNEE"

AVALON LABORATORIES HOLDING CORP.,
a Delaware corporation

By: _____
Name: Kimberly D. Reed
Title: President

IN WITNESS WHEREOF, Assignor and Assignee execute this Assignment by their duly authorized representatives as of the Effective Date.


“ASSIGNOR”

AVALON LABORATORIES, INC.,
a California corporation

By: _____
Name: Robert Foster
Title: President

“ASSIGNEE”

AVALON LABORATORIES HOLDING CORP.,
a Delaware corporation

By:  _____
Name: Kimberly D. Reed
Title: President

SCHEDULE 1

TRADEMARKS APPLICATIONS

JURISDICTION	TRADEMARK	SERIAL NO.	FILING DATE
U.S.	AVALON ELITE	77/204675	June 13, 2007
U.S	AVALON GlideRight	77/216442	June 27, 2007

Schedule 1 to
Trademark Assignment

NBI:735160.1

RECORDED: 01/10/2008

**TRADEMARK
REEL: 003693 FRAME: 0766**