

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
Nature's Product's, Inc.		02/29/2008	CORPORATION: FLORIDA

RECEIVING PARTY DATA

Name:	Rainbow Light Nutritional Systems, Inc.
Street Address:	125 McPherson St.
City:	Santa Cruz
State/Country:	CALIFORNIA
Postal Code:	95060
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Serial Number:	76087835	ALL NIGHTER
Serial Number:	76171700	BEAR ESSENTIALS BEAR ESSENTIALS MULTI VITAMINS 100% RDA 7 ESSENTIAL VITAMINS WITH MINERALS IN EACH "MINI PAK"
Serial Number:	75917134	BEAR ESSENTIALS
Serial Number:	76163794	BETTER THAN THE AVERAGE BEAR
Serial Number:	76155075	CIRCU-VIT
Serial Number:	76423262	EARTH PRIDE
Serial Number:	76114502	FLASHOVER
Serial Number:	76163793	LAXATROL
Serial Number:	76114503	OSTEOVENTION
Serial Number:	76195820	RELAXXXX
Serial Number:	76154629	URITRACT
Serial Number:	76227429	VITA MIN

CORRESPONDENCE DATA

900101049

**TRADEMARK
 REEL: 003734 FRAME: 0674**

CH \$315.00 76087835

Fax Number: (650)857-0663
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
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Email: trademarks@cooley.com
Correspondent Name: Susan Berney-Key, Cooley Godward Kronish
Address Line 1: 3000 El Camino Real, Five Palo Alto Sq.
Address Line 4: Palo Alto, CALIFORNIA 94306

NAME OF SUBMITTER:	Susan Berney-Key
Signature:	/Susan Berney-Key/
Date:	03/07/2008

Total Attachments: 2
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ASSIGNMENT OF TRADEMARKS

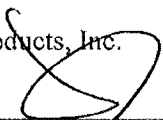
WHEREAS, Nature's Product's, Inc., a Florida corporation ("Assignor"), is the owner of the trademark registrations listed on the attached Schedule A (herein referred to as "the Marks"); and

WHEREAS, Rainbow Light Nutritional Systems, Inc., a Delaware corporation ("Assignee"), is desirous of acquiring the Marks and the registrations thereof;

NOW, THEREFORE, pursuant to the agreement between the parties, and for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor assigns and transfers to Assignee all right, title and interest in the United States and throughout the world, in and to the Marks, together with the goodwill of the business symbolized by the Marks and the registrations thereof.

IN WITNESS WHEREOF, the parties hereto have caused this Assignment of trademarks to be effective as of 2/29/08.

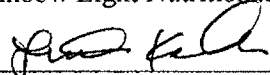
Date: 2/25/08

Nature's Products, Inc.
By 

Print Name: JOE MINSID

Title: PRESIDENT

Date: 2/29/08

Rainbow Light Nutritional Systems, Inc.
By 

Print Name: LINDA KAYLOR

Title: President

SCHEDULE A

TRADEMARK/ COUNTRY	SERIAL NO.
ALL NIGHTER	76087835
BEAR ESSENTIALS	76171700
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