

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
Futuredontics, Inc.		03/10/2008	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Smileworks Dental Management, LLC		
Street Address:	220 Manhattan Avenue		
City:	Manhattan Beach		
State/Country:	CALIFORNIA		
Postal Code:	90266		
Entity Type:	LIMITED LIABILITY COMPANY: CALIFORNIA		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	3324667	SMILEWORKS	
Registration Number:	3324669	SMILEWORKS	
Serial Number:	77107688	S SMILEWORKS	
Registration Number:	2391733	SMILEWORKS.COM	
Registration Number:	3368785	RENEW YOUR SKIN. RESTORE YOUR SMILE.	
CORRESPONDENCE DATA			
Fax Number:	(714)546-9035		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	7146415100		
Email:	sgibbons@rutan.com		
Correspondent Name:	Hani Z. Sayed		
Address Line 1:	611 Anton Blvd., 14th floor		
Address Line 4:	Costa Mesa, CALIFORNIA 92626		
ATTORNEY DOCKET NUMBER:	101446.0001.2392		

CH \$140.00 3324667

NAME OF SUBMITTER:	Hani Z. Sayed
Signature:	/hani z. sayed/
Date:	04/25/2008
Total Attachments: 2 source=Assignment of Intellectual Property 2007- 123107#page1.tif source=Assignment of Intellectual Property 2007- 123107#page2.tif	

ASSIGNMENT OF INTELLECTUAL PROPERTY

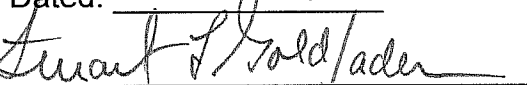
WHEREAS, Futuredontics, Inc., a corporation of the State of California ("ASSIGNOR"), having a principal place of business at 6060 Center Drive, 7th Floor, Los Angeles, California, is the owner of the trademark and service mark registrations and applications, and any and all trade dress associated therewith, as set forth in the attached Schedule A; and

WHEREAS, Smileworks Dental Management, LLC. ("ASSIGNEE"), a limited liability company of the State of California, having a place of business at 220 Manhattan Avenue, Manhattan Beach, California, is desirous of acquiring the entire right, title and interest in and to said trademark and service mark registrations and applications, and any and all trade dress associated therewith;

NOW, THEREFORE, in consideration of the mutual agreements herein contained and for other good and valuable consideration, acknowledged by each of them to be satisfactory and adequate, ASSIGNOR and ASSIGNEE do hereby agree that effective December 31, 2007, by this document, ASSIGNOR does hereby sell, assign, and transfer to the ASSIGNEE, for the amount of \$1.00 (One Dollar), the entire right, title and interest in and to said trademark and service mark registrations and applications, any and all trade dress associated therewith and any renewals thereof, in and to all good will symbolized by and associated with the business conducted under said trademarks and any part thereof, and all income, royalties, damages and payments now or hereafter due or payable in respect thereto and in and to all causes of action, either in law or in equity, for past, present, or future infringement based on such trademarks and/or service marks and in and to all rights corresponding to the foregoing throughout the world.

ASSIGNOR agrees to execute all papers and to perform such other proper acts as said ASSIGNEE may deem necessary to secure to said ASSIGNEE or to its designee the rights herein assigned.

However, the ASSIGNOR and ASSIGNEE agree that should ASSIGNEE declare bankruptcy, dissolve or otherwise cease to exist at any time after the execution of this Assignment Agreement, or if ASSIGNEE ever decides to sell or assign said trademark registrations, any and all trade dress associated therewith, and trademark applications, then ASSIGNEE shall give ASSIGNOR the right to first refuse assignment of the trademarks. Should ASSIGNOR choose to accept assignment or purchase of the trademarks identified on Exhibit "A", it shall be for the consideration of \$1.00 (One Dollar).

Dated: March 10, 2008

STUART GOLDFADEN,
Chief Financial Officer
Futuredontics, Inc. ("ASSIGNOR")

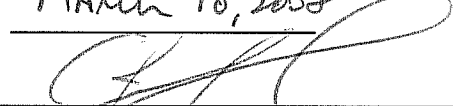
Dated: MARCH 10, 2008

ALFRED J. JOYAL, Managing Member
SMILEWORKS DENTAL MANAGEMENT,
LLC. ("ASSIGNEE")

EXHIBIT "A"

1. Smileworks – Reg. Number 3324667, Registration Date- October 30, 2007;
2. Smileworks (stylized) – Reg. Number 3324669; Registration Date- October 30, 2007;
3. S Smileworks (design) – Serial Number 77107688; Filing Date- February 14, 2007;
4. Smileworks.com – Reg. Number 2391733; Registration Date- October 3, 2000;
5. Renew Your Skin, Restore Your Smile – Reg. Number 3368785; Registration Date – January 15, 2008


TRADEMARK