

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Randall International LLC		08/26/2008	LIMITED LIABILITY COMPANY: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Randall International, L.P.		
<b>Street Address:</b>	2885 Loker Avenue East		
<b>City:</b>	Carlsbad		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	92008		
<b>Entity Type:</b>	LIMITED PARTNERSHIP: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2213234	SPA FRESH	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(858)456-4802		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Email:</b>	usdocketing@trademarkgroup.com		
<b>Correspondent Name:</b>	Marnie Wright Barnhorst, Esq.		
<b>Address Line 1:</b>	1200 Prospect St., Suite G-100		
<b>Address Line 4:</b>	La Jolla, CALIFORNIA 92037		
<b>ATTORNEY DOCKET NUMBER:</b>	SPA FRESH		
<b>NAME OF SUBMITTER:</b>	Kiley B. MacDonald, Esq.		
<b>Signature:</b>	/KABM/		
<b>Date:</b>	10/13/2008		

OP \$40.00 2213234



ASSIGNMENT OF TRADEMARK REGISTRATION

WHEREAS, Randall International LLC ("Assignor"), a Delaware limited liability company, having a place of business at 2885 Loker Avenue East, Carlsbad, California 92008, is the owner of the trademark SPA FRESH registered in the United States Trademark Office on December 22, 1998 and assigned Registration No. 2,213,234;

WHEREAS, Randall International, L.P. ("Assignee"), a Delaware limited partnership, having an address at 2885 Loker Avenue East, Carlsbad, California 92008, is desirous of acquiring said trademark and the registration therefor;

NOW, THEREFOR, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest in the United States in and to said trademark and said registration therefor, together with all common law rights and the goodwill of the business symbolized by said trademark.

Signed at CARLSBAD, CA, this 26<sup>th</sup> day of AUGUST, 2008.

Randall International LLC

*Kate A. Kelly*  
Signature

PRESIDENT  
Title