

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
F & F Foods, Inc.		03/18/2009	CORPORATION: ILLINOIS

RECEIVING PARTY DATA

Name:	John Wheeler
Street Address:	3 First National Plaza
Internal Address:	Suite 2300
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60602
Entity Type:	INDIVIDUAL: UNITED STATES

PROPERTY NUMBERS Total: 19

Property Type	Number	Word Mark
Registration Number:	1949738	ALL-HERBAL
Registration Number:	2430636	DAILY-C
Registration Number:	2304353	
Registration Number:	1410815	
Registration Number:	2260023	FRUITRIENTS
Registration Number:	2502294	HAPPY HEALTH CANDIES
Registration Number:	2370639	INTENSEMINTS
Registration Number:	0421962	JUICELETS
Registration Number:	2339159	NATURTHIN
Registration Number:	2353548	PHARMARIGHT
Registration Number:	0425169	SB
Registration Number:	1192612	SEN-SEN
Registration Number:	0247091	SEN-SEN

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Registration Number:	0084536	SEN-SEN
Registration Number:	2934545	SMITH BROS.
Registration Number:	0050947	SMITH BROTHERS
Registration Number:	2693606	SMOKERSGUARD
Registration Number:	0247418	
Registration Number:	1950350	

CORRESPONDENCE DATA

Fax Number: (312)201-2555
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: (312) 201-2000
Email: pedersen@wildman.com
Correspondent Name: Sandra Scavo Pedersen
Address Line 1: Wildman, Harrold, Allen & Dixon LLP
Address Line 2: 225 West Wacker Drive, Suite 2800
Address Line 4: Chicago, ILLINOIS 60606

ATTORNEY DOCKET NUMBER:	F & F FOODS
NAME OF SUBMITTER:	Sandra Scavo Pedersen
Signature:	/sandra scavo pedersen/
Date:	07/02/2009

Total Attachments: 4
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TRADEMARK ASSIGNMENT

TRADEMARK ASSIGNMENT made as of March 18, 2009, between F & F Foods, Inc., an Illinois corporation ("Assignor") and John Wheeler, not individually, but as assignee for the benefit of creditors of F & F Foods, Inc. ("Assignee").

WHEREAS, Assignor is the owner of the trademarks and service marks, and registrations therefor, identified on Exhibit A attached hereto (collectively, "the Marks") which are used in connection with the operation of Assignor's business; and

WHEREAS, Assignor and Assignee entered into a Trust Agreement and General Assignment for the Benefit of Creditors dated as of the 18th day of March, 2009, in accordance with which Assignor desires to assign to Assignee certain assets, including without limitation, the Marks; and

WHEREAS, Assignee desires to acquire all right, title and interest in and to the Marks, together with the goodwill of the business symbolized by and associated with the Marks, and the registrations for the Marks; and

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor and Assignee hereby agree as follows:

COVEYANCE OF RIGHTS. Assignor hereby sells, assigns and transfers to Assignee all right, title and interest in and to each of the Marks, together with the goodwill of the business symbolized by and associated with each of the Marks, and the registrations for the Marks.

[Signature Page to Follow]

IN WITNESS WHEREOF, this Trademark Agreement has been executed as of
the day and year first above written.

F & F Foods, Inc.

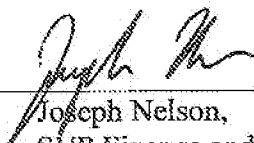
By: 
Joseph Nelson,
SVP Finance and Operations

EXHIBIT A

Mark	Application/Registration Number
AIR SECURE	77/194688
ALL-HERBAL	1,949,738
DAILY C JUICED UP	77/020120
DAILY-C	2,430,636
FOX Design	2,304,353
FOX Design	1,410,815
FOXES	2,717,160
FRESH 'N CLEAN	78/861340
FRUITRIENTS	2,260,023
HAPPY HEALTH CANDIES	2,502,294
INTENSEMINTS	2,370,639
JUICELETS	421962
NATURTHIN	2,339,159
PHARMARIGHT	2,353,548
SB	425169
SEN-SEN	1,192,612
SEN-SEN Stylized	247091
SEN-SEN & Design	84536
SMITH BROS.	2,934,545
SMITH BROS. & Design	0,050,947
SMOKERSGUARD	2,693,606

Mark	Application/Registration Number
Two Men's Heads Design	247418
Two Men's Heads in Ovals Design	1,950,350
WARM APPLE PIE	77/414601