

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
USA Laboratories, Inc.		08/12/2009	CORPORATION: TENNESSEE
RECEIVING PARTY DATA			
Name:	Bio-Engineered Supplements & Nutrition, Inc.		
Street Address:	5901 Broken Sound Parkway NW		
Internal Address:	6th Floor		
City:	Boca Raton		
State/Country:	FLORIDA		
Postal Code:	33487		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3704626	X-PLODE	
CORRESPONDENCE DATA			
Fax Number:	(312)884-7352		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	312-327-3328		
Email:	ryan@amintalati.com		
Correspondent Name:	Ryan M. Kaiser		
Address Line 1:	444 N. Orleans St.		
Address Line 2:	Suite 400		
Address Line 4:	Chicago, ILLINOIS 60654		
NAME OF SUBMITTER:	Ryan M. Kaiser		
Signature:	/Ryan M. Kaiser/		
Date:	12/03/2009		

OP \$40.00 3704626

Total Attachments: 1
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Exhibit B

ASSIGNMENT

USA Laboratories, Inc., a Tennessee corporation with a principal place of business at 1438 Hwy 96, Burns, Tennessee 37029 ("Assignor"), is the owner of the mark X-PLODE for dietary supplements, herbal supplements, mineral supplements, nutritional supplements, vitamin and mineral supplements, vitamin supplements, and vitamins and the U.S. Trademark Application Serial No. 7766692 for the mark X-PLODE covering the same goods ("the Trademark").

Bio-Engineered Supplements & Nutrition, Inc., a Delaware corporation with a principal place of business at 5901 Broken Sound Parkway NW, 6th Floor, Boca Raton, FL 33487 ("Assignee"), wishes to acquire the Trademark.

In consideration of the foregoing and for other good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee all its right, title, and interest in and to the Trademark, together with the goodwill of the business associated with the Trademark, and the right to sue and recover for past infringements, dilution, and other violations.

The Commissioner is requested to issue the certificate of registration to Assignee.

USA LABORATORIES INC.

By: [Signature]

Name: Charles T. Stokes

Title: President/CEO

Date: 8.12.09