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
John Wheeler		02/25/2010	INDIVIDUAL: UNITED STATES

RECEIVING PARTY DATA

Name:	Universal Holdings I, LLC	
Street Address:	1401 Ocean Avenue, Suite 305	
City:	Santa Monica	
State/Country:	CALIFORNIA	
Postal Code:	90401	
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE	

PROPERTY NUMBERS Total: 23

Property Type	Number	Word Mark
Registration Number:	2717160	FOXES
Registration Number:	2370639	INTENSEMINTS
Registration Number:	2353548	PHARMARIGHT
Registration Number:	2304353	
Registration Number:	2430636	DAILY-C
Registration Number:	2260023	FRUITRIENTS
Registration Number:	2339159	NATURTHIN
Registration Number:	1950350	
Registration Number:	1949738	ALL-HERBAL
Registration Number:	1410815	
Registration Number:	1192612	SEN-SEN
Registration Number:	0425169	SB
Registration Number:	0421962	JUICELETS
Registration Number:	0247418	
		TRADEMARK

TRADEMARK "

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Registration Number:	0247091	SEN-SEN
Registration Number:	0084536	SEN-SEN
Registration Number:	0050947	SMITH BROTHERS
Registration Number:	2934545	SMITH BROS.
Registration Number:	2693606	SMOKERSGUARD
Registration Number:	2502294	HAPPY HEALTH CANDIES
Registration Number:	3697248	WARM APPLE PIE
Registration Number:	3627640	AIR SECURE
Serial Number:	77194655	AIR SECURITY

CORRESPONDENCE DATA

Fax Number: (212)586-5095

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 212-381-8737

Email: triess@ctswlaw.com

Correspondent Name: Y. Ting Riess

Address Line 1: 420 Lexington Ave, Suite 2400
Address Line 4: New York, NEW YORK 10170

NAME OF SUBMITTER:	Y. Ting Riess
Signature:	/s/ Y. Ting Riess
Date:	02/25/2010

Total Attachments: 2 source=00074216#page1.tif source=00074216#page2.tif

TRADEMARK
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TRADEMARK ASSIGNMENT

This Trademark Assignment is made as of February 25, 2010, by John Wheeler, not individually but solely in his trust capacity as assignee for the benefit of creditors of F & F Foods, Inc., as assignor ("Assignor"), to Universal Holdings I, LLC, ("Assignee").

WHEREAS, Assignor desires to transfer and assign to Assignee the trademarks set forth on Schedule A attached hereto, for which it has obtained federal registrations, or has filed for federal registration, in the United States Patent and Trademark Office (hereinafter the "Trademarks"), along with the goodwill of the business developed through the use of and symbolized by the Trademarks;

WHEREAS, Assignee desires to purchase, acquire and accept the entire rights, title and interest in and to the Trademarks, the federal registrations therefor, and the goodwill of the business connected with the use of and symbolized by the Trademarks; and

WHEREAS, pursuant to that certain Asset Purchase Agreement dated as of February 12, 2010, by and between Assignor and Assignee, Assignor has agreed to, among other things, sell, convey, assign and transfer the Trademarks to Assignee.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns and transfers to Assignee, Assignor's entire right, title, and interest in, to and under the Trademarks and the registrations therefor, together with the goodwill of the business connected with the use of and symbolized by the Trademarks. All transferable rights and privileges associated with the Trademarks, including the right to sue for and receive all damages from any past or future infringements or other violations of the Trademarks, will be held and enjoyed by Assignee, its successors, assigns and other legal representatives.

IN WITNESS WHEREOF, Assignor has executed this Trademark Assignment on the date first written above.

John Wheeler, not individually but solely in his trust capacity as assignee for the benefit of creditors of F & F Foods, Inc.

By: Assignee
Title Assignee

STATE OF Decros

Before me personally appeared said <u>for wheeler</u> and acknowledge the foregoing instrument to be his/her free act and deed this 25 day of <u>for where</u>, 2010.

SEAL

NotaryPublic

OFFICIAL SEAL KAREN MARCH NOTARY PUBLIC - STATE OF ILLINOIS MY COMMISSION EXPIRES: 10/08/13

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Schedule A

Trademarks

U.S. TRADEMARKS

West Water I			1 20 20 20 20 20 20 20 20 20 20 20 20 20	- 160 a 130 a 176
Mark	Serial No.	Application Date	Registration No.	
FOXES	76357749	1/11/02	2717160	5/20/03
INTENSEMINTS	75683390	4/15/99	2370639	7/25/00
PHARMARIGHT	75683008	4/15/99	2353548	5/30/00
Design Only	75650046	3/1/99	2304353	12/28/99
DAILY-C	75472622	4/23/98	2430636	2/27/01
FRUITRIENTS	75448116	3/11/98	2260023	7/6/99
NATURTHIN	75448297	3/11/98	2339159	4/4/00
Design Only	74547114	7/8/94	1950350	1/23/96
ALL-HERBAL	74317848	9/28/92	1949738	1/16/96
Design Only	73580994	2/3/86	1410815	9/23/86
SEN-SEN	73306738	4/20/81	1192612	3/23/82
SB	71496735	2/16/46	0425169	11/5/46
JUICELETS	71487830	8/31/45	0421962	6/25/46
Design Only	71261396	2/8/28	0247418	9/25/98
SEN-SEN	71259667	1/4/28	0247091	9/18/28
SEN-SEN	71055270	3/23/1911	0084536	12/19/1911
SMITH BROTHERS	71005969	5/18/1905	0050947	4/3/1906
SMITH BROS.	76579575	3/8/04	2934545	3/22/2005
SMOKERSGUARD	75508277	6/25/98	2693606	3/4/2003
HAPPY HEALTH CANDIES	75335928	8/5/07	2502294	10/30/2001
WARM APPLE PIE	77414601	3/6/08	3697248	10/13/09
AIR SECURE	77194688	5/31/07	3627640	5/26/09
AIR SECURITY	77194655	5/31/07	N/A*	N/A

^{*}Intent to Use Application

CANADIAN TRADEMARKS

Mark	Registration No.
SMITH BROS.	TMA0541275
F&F	TMA126999
SEN-SEN	TMA0439493

	Mark		Registration No).
F & F MAXI	MUM STR	ENGTH	099892	

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RECORDED: 02/25/2010