

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
HEALTH INTERNATIONAL CORPORATION		10/07/2010	CORPORATION: FLORIDA

RECEIVING PARTY DATA

Name:	CHEEKS FOOTWEAR INTERNATIONAL, LLC
Street Address:	11880 28th Street North
City:	St. Petersburg
State/Country:	FLORIDA
Postal Code:	33716
Entity Type:	LIMITED LIABILITY COMPANY: FLORIDA

PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Registration Number:	2935389	CHEEKS
Registration Number:	3674706	INCLINE WALKING TECHNOLOGIES
Registration Number:	3674692	INCLINE FOOTWEAR TECHNOLOGY
Registration Number:	3723120	MAKE EVERY STEP COUNT
Serial Number:	85102110	WHERE FASHION MEETS SCIENCE
Serial Number:	85005062	INCLINE WALKING TECHNOLOGY
Serial Number:	85037726	INCLINE MOTION TECHNOLOGY
Serial Number:	77892621	INCLINE TRAINERS
Serial Number:	76514718	CROSS SPORT
Serial Number:	85037713	CHEEKS BLING SANDALS
Serial Number:	85094687	CHEEKS EASYSHAPERS
Serial Number:	77833270	CHEEKS FIT BODY

CORRESPONDENCE DATA

900173737

**TRADEMARK
 REEL: 004294 FRAME: 0787**

OP \$315.00 2935389

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NAME OF SUBMITTER:	David R, Ellis
Signature:	/David R. Ellis/
Date:	10/12/2010

Total Attachments: 2
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TRADEMARK ASSIGNMENT

WHEREAS, HEALTH INTERNATIONAL CORPORATION ("Assignor"), a Florida corporation, is the owner of certain Trademarks registered and pending as applications before the United States Patent and Trademark Office (USPTO), as listed on Exhibit A below; and

WHEREAS, CHEEKS FOOTWEAR INTERNATIONAL, LLC, a Florida limited liability company, 11880 28th Street North, St. Petersburg, Florida 33716 ("Assignee"), is desirous of acquiring said Trademarks and related good will;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign, transfer and convey to Assignee all right, title and interest in and to the said Trademarks, together with the good will of the business connected with the use of and symbolized by the said Trademarks and the above-referenced registrations and applications.

FURTHER, Assignor agrees to take all actions and cooperate as necessary to protect the Trademarks and further agrees to execute any documents that might be necessary to perfect Assignee's ownership and registration of the Trademarks.

Effective Date of Assignment: October 7, 2010

HEALTH INTERNATIONAL CORPORATION

By


Tony Little, President

EXHIBIT A

<u>Serial No.</u>	<u>Reg. No.</u>	<u>Trademark</u>
85037713		CHEEKS BLING SANDALS
85094687		CHEEKS EASYSHAPERS
77833270		CHEEKS FIT BODY
76480548	2935389	CHEEKS
85102110		WHERE FASHION MEETS SCIENCE
85005062		INCLINE WALKING TECHNOLOGY
85037726		INCLINE MOTION TECHNOLOGY
77892621		INCLINE TRAINERS
77459471	3674706	INCLINE WALKING TECHNOLOGIES
77423825	3674692	INCLINE FOOTWEAR TECHNOLOGY
77423814	3723120	MAKE EVERY STEP COUNT
76514718		CROSS SPORT