

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
Athena Brands Incorporated	FORMERLY Athena International, Inc.	01/01/2008	CORPORATION: NEVADA
RECEIVING PARTY DATA			
Name:	Aervoe Industries, Inc.		
Street Address:	1100 Mark Circle		
City:	Gardnerville		
State/Country:	NEVADA		
Postal Code:	89410		
Entity Type:	CORPORATION: NEVADA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	0714821	E.Z. EST	
CORRESPONDENCE DATA			
Fax Number:	(775)333-8171		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	775-324-4100		
Email:	cjoseph@watsonrounds.com		
Correspondent Name:	Cassandra Joseph		
Address Line 1:	5460 Goldenrod Dr.		
Address Line 4:	Reno, NEVADA 89511		
NAME OF SUBMITTER:	Cassandra Joseph		
Signature:	/Cassandra Joseph/		
Date:	04/04/2011		
Total Attachments: 2 source=Cert of Amendment Athena International to Brand#page1.tif source=IP Assignment Athena Brands to Aervoe#page1.tif			

OP \$40.00 0714821



DEAN HELLER
Secretary of State

202 North Carson Street
Carson City, Nevada 89701-4201
(775) 684 5708

**Certificate of
Amendment**
(PURSUANT TO NRS 78.385 and
78.390)

Office Use Only:

FILED # C7451-89

FEB 27 2003

IN THE OFFICE OF
Dean Heller
DEAN HELLER SECRETARY OF STATE

Important: Read attached instructions before completing

Certificate of Amendment to Articles of Incorporation
For Nevada Profit Corporations
(Pursuant to NRS 78.385 and 78.390 - After Issuance of Stock)
- Remit in Duplicate -

1. Name of corporation: ATHENA INTERNATIONAL, INC.

2. The articles have been amended as follows (provide article numbers, if available):

THE ARTICLES HAVE BEEN AMENDED TO CHANGE THE NAME FROM ATHENA INTERNATIONAL, INCORPORATED TO ATHENA BRANDS INCORPORATED. SEE ORIGINAL CERTIFICATE OF AMENDMENT, ATTACHED.

3. The vote by which the stockholders holding shares in the corporation entitling them to exercise at least a majority of the voting power, or such greater proportion of the voting power as may be required in the case of a vote by classes or series, or as may be required by the provisions of the articles of incorporation have voted in favor of the amendment is: 100%

4. Officer Signature (Required):

Dean A. Miller President

Dean A. Miller Secretary

* If any proposed amendment would alter or change any preference or any relative or other right given to any class or series of outstanding shares, then the amendment must be approved by the vote, in addition to the affirmative vote otherwise required, of the holders of shares representing a majority of the voting power of each class or series affected by the amendment regardless of limitations or restrictions on the voting power thereof.

IMPORTANT: Failure to include any of the above information and remit the proper fees may cause this filing to be rejected.

Exhibit B**Bill of Sale
&
IP Assignment**

This bill of sale and intellectual property assignment ("**Bill of Sale**") is executed and made effective 1 January 2008 (the "**Effective Date**") in Gardnerville, Nevada by ATHENA BRANDS INCORPORATED, a Nevada domestic corporation ("**Seller**") for the benefit of AERVOE INDUSTRIES INCORPORATED, a Nevada domestic corporation ("**Buyer**").

In consideration of Buyer's assumption of the \$150,000.00 litigation settlement contingency recorded in Seller's accounting ledger and Seller's \$26,532.16 in accrued vacation liabilities, along with a \$2,195,967.54 promissory note, the aggregate value of which is Two Million Three Hundred Seventy-two Thousand Four Hundred Ninety-nine Dollars and Seventy Cents (\$2,372,499.70) as detailed on the allocation schedule attached as Exhibit D to the parties' 28 December 2007 agreement, which has been executed and delivered to Seller prior to Seller's execution hereof, the sufficiency of which is hereby acknowledged, Seller hereby and herewith sells, assigns, conveys and transfers to Buyer all right, title and interest in and to all of Seller's assets and property, both personal and real, tangible and intangible (including intellectual property rights), including all rights to possess, own and/or control same.

This Bill of Sale will be exclusively interpreted, construed and enforced in a state court in Douglas County, Nevada under Nevada law (without reference to its choice of law rules). SELLER HEREBY CONSENTS TO SUCH VENUE, GOVERNING LAW, AND THE JURISDICTION OF SUCH COURT.

Seller

ATHENA BRANDS INCORPORATED

A Nevada domestic corporation

David A. Williams

By: David A. Williams, President