

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		Dissolution	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Ocean Essentials, Inc.		12/18/2006	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Alticor Inc.		
Street Address:	7575 Fulton Street East		
Internal Address:	78-2M		
City:	Ada		
State/Country:	MICHIGAN		
Postal Code:	49355		
Entity Type:	CORPORATION: MICHIGAN		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2414576	OCEAN ESSENTIALS	
CORRESPONDENCE DATA			
Fax Number:	(616)222-2479		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	616-752-2479		
Email:	skeller@wnj.com		
Correspondent Name:	R. Scott Keller		
Address Line 1:	111 Lyon St NW		
Address Line 2:	900 Fifth Third Center		
Address Line 4:	Grand Rapids, MICHIGAN 49503		
ATTORNEY DOCKET NUMBER:	18716.54700		
NAME OF SUBMITTER:	R. Scott Keller		
Signature:	/rsk/		

OP \$40.00 2414576

900201464

**TRADEMARK
 REEL: 004617 FRAME: 0880**

Date:

09/07/2011

Total Attachments: 9

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REQUEST FOR FORMATION/MODIFICATION/DISSOLUTION OF LEGAL ENTITY

Date: December 4, 2006

Requestor: Kim S. Mitchell

Department: Legal

Entity Name: Ocean Essentials, Inc.

Formation

Dissolution/Winding Up

Name Change

Ownership Change (Shareholders/Members)

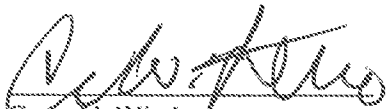
Reasons for Request:

Ocean Essentials, Inc. has been inactive for a few years. It was formed in May 1999 as a Delaware corporation, with its primary purpose being the promotion of supplements containing ocean-related ingredients and nutrients.

Ocean Essentials, Inc has assigned its trademarks over to Altcor Inc., and it does not hold any patents.

It has now been determined that there is no longer a corporate or business reason to maintain this entity and it should be dissolved.

Approval Signatures:




Craig V. Witcher
General Tax Counsel

Date: 10/4/06



Lynn J. Lyall
Chief Financial Officer

Date: 12/11/06



Michael A. Mohr
General Counsel

Date: 12-6-06

**PLAN OF LIQUIDATION AND DISSOLUTION
OF OCEAN ESSENTIALS, INC.**

1. Scope of Plan

This Plan of Liquidation and Dissolution (the "Plan") provides for the complete liquidation and dissolution of Ocean Essentials, Inc. (the "Corporation"), a Delaware corporation, by providing the value of the Corporation's net assets (after payment of liabilities and expenses) to its sole stockholder.

2. Adoption of Plan by the Sole Stockholder and the Directors

The Plan shall be adopted and shall become effective, subject to the conditions provided in the Plan, and the laws of the State of Delaware, upon the approval or adoption of a resolution of dissolution, by the sole stockholder of record of the Corporation and by the unanimous consent of the Directors of the Corporation.

3. Federal Tax Filings

Form 966 shall be filed with the IRS within thirty (30) days of the adoption of the Plan.

4. Close Bank and Investment Accounts

All bank, investment and custodial accounts shall be closed after the adoption of the Plan.

5. Distribution to Stockholder

Any remaining assets (after payment of liabilities and expenses) shall be distributed to the sole stockholder who shall constitute the sole equitable owner thereof. All distributions made to the sole stockholder by the Corporation after adoption of the Plan shall be considered distributions under the Plan.

6. Cancellation of Stock

The Corporation's stock transfer books shall be closed upon completion of the distribution of all remaining assets under the Plan to the sole stockholder in complete cancellation of the Corporation's outstanding stock.

7. Certificate of Dissolution

A Certificate of Dissolution pursuant to Delaware General Corporation Law shall be filed with the Secretary of State of the State of Delaware after the Plan has been adopted by the Directors and the Sole Stockholder.

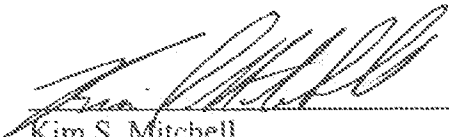
8. Delaware Franchise Tax Return

A final Franchise tax return shall be filed with the State of Delaware when due.

Dated: December 18, 2006

OCEAN ESSENTIALS, INC.
By its Sole Stockholder
AMWAY VENTURES, INC.

By:



Kim S. Mitchell
Assistant Secretary

**WRITTEN RESOLUTION OF THE SOLE STOCKHOLDER
OF
OCEAN ESSENTIALS, INC.**

The undersigned, being the sole stockholder of OCEAN ESSENTIALS, INC., (the "Corporation"), a Delaware corporation, hereby consents in writing, without a meeting, pursuant to the authority of Section 228 of the Delaware General Corporation Law, to the following action:

APPROVE PLAN OF LIQUIDATION & DISSOLUTION PROCEEDINGS

WHEREAS, the objectives and purposes for which the Corporation was established have been satisfied. Therefore, the sole stockholder consents to and deems it appropriate and advisable to proceed with a plan of liquidation in order to wind-up the affairs of the Corporation and liquidate its capital stock;

RESOLVED, that the property and assets of the Corporation shall, under the direction of the Board of Directors of the Corporation, be subject to the payment of liabilities of the Corporation and the expenses of winding up affairs; and that the surplus, if any, then remaining shall be distributed to its sole stockholder of record pursuant to the Plan of Liquidation (the "Plan");

FURTHER RESOLVED, that the property and assets of the Corporation so to be distributed to its sole stockholder shall be distributed as its Board of Directors may in its sole discretion determine; and

FURTHER RESOLVED, that the Board of Directors of the Corporation is hereby authorized, without further action by the sole stockholder of the Corporation to convert all or any part of its property and assets into cash, and to do all acts that, in the opinion of counsel or in the judgment of the Board may be necessary or proper to dissolve the Corporation and wind up its affairs, and carry out the intent and purposes of the foregoing resolution and the Plan.

IN WITNESS WHEREOF, the undersigned has executed this Written Resolution of the Sole Stockholder effective as of the 15th day of December 2006

AMWAY VENTURES, INC.

By:



Michael A. Mohr
Secretary

UNANIMOUS WRITTEN CONSENT OF DIRECTORS OF
OCEAN ESSENTIALS, INC.

Pursuant to Section 141(f) of the Delaware General Corporation Law, the undersigned, constituting all of the Directors of OCEAN ESSENTIALS, INC. (the "Corporation"), hereby adopt the following resolutions:

APPROVE PLAN OF LIQUIDATION & DISSOLUTION PROCEEDINGS


WHEREAS, the objectives and purposes for which the Corporation was established have been satisfied. Therefore, the Board of Directors consents to and deems it appropriate and advisable to proceed with a plan of liquidation in order to wind-up the affairs of the Corporation and liquidate its capital stock;

RESOLVED, that the Corporation adopt a Plan of Liquidation (the "Plan") substantially in accordance with that presented to the Board of Directors and that the Corporation be dissolved;

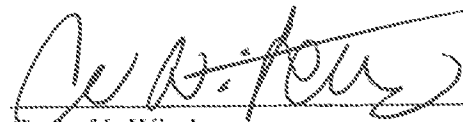
FURTHER RESOLVED, that the officers of this Corporation be and they hereby are authorized and empowered, and directed to do all things necessary and requisite to settle the affairs of the Corporation, to collect the outstanding debts, to provide for the payment of the liabilities, and obligations of the Corporation, to distribute its assets, and to do all other things necessary or proper to dissolve the Corporation and wind-up its affairs; and

FURTHER RESOLVED, that upon the approval of the Board of Directors of the Corporation, the officers are hereby authorized, and directed, in the name and on behalf of the Corporation, to execute and deliver the Plan, in substantially the form approved hereby, with such changes therein as the signing officer shall approve, the approval of which shall be conclusively evidenced by the execution and delivery of the Plan.

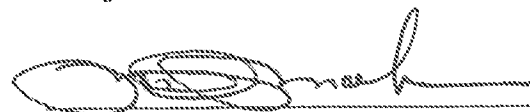
IN WITNESS WHEREOF, the undersigned have executed this Unanimous Written Consent of Directors effective as of the 18th day of December 2006.



William R. Payne



Craig V. Witcher



Michael A. Mohr

**CERTIFIED COPY OF CORPORATE RESOLUTIONS
OF SOLE STOCKHOLDER OF
OCEAN ESSENTIALS, INC.**

I, Kim S. Mitchell, Assistant Secretary of AMWAY VENTURES, INC., a Delaware corporation (the "Corporation"), hereby certify that the following is a true copy of resolutions duly and lawfully adopted by written consent of the sole stockholder of OCEAN ESSENTIALS, INC., without a meeting, as of December 18, 2006:

APPROVE PLAN OF LIQUIDATION & DISSOLUTION PROCEEDINGS

WHEREAS, the objectives and purposes for which the Corporation was established have been satisfied. Therefore, the sole stockholder consents to and deems it appropriate and advisable to proceed with a plan of liquidation in order to wind-up the affairs of the Corporation and liquidate its capital stock;

RESOLVED, that the property and assets of the Corporation shall, under the direction of the Board of Directors of the Corporation, be subject to the payment of liabilities of the Corporation and the expenses of winding up affairs; and that the surplus, if any, then remaining shall be distributed to its sole stockholder of record pursuant to the Plan of Liquidation (the "Plan");

FURTHER RESOLVED, that the property and assets of the Corporation so to be distributed to its sole stockholder shall be distributed as its Board of Directors may in its sole discretion determine; and

FURTHER RESOLVED, that the Board of Directors of the Corporation is hereby authorized, without further action by the sole stockholder of the Corporation to convert all or any part of its property and assets into cash, and to do all acts that, in the opinion of counsel or in the judgment of the Board may be necessary or proper to dissolve the Corporation and wind up its affairs, and carry out the intent and purposes of the foregoing resolution and the Plan.

I further certify that the foregoing resolutions remain in full force and effect.

Dated: December 18, 2006

AMWAY VENTURES, INC.

By: _____

Kim S. Mitchell

Assistant Secretary

**CERTIFIED COPY OF CORPORATE RESOLUTIONS
OF BOARD OF DIRECTORS OF
OCEAN ESSENTIALS, INC.**

I, Kim S. Mitchell, Assistant Secretary of OCEAN ESSENTIALS, INC., a Delaware Corporation, (the "Corporation") hereby certify that the following is a true copy of resolutions duly and lawfully adopted by unanimous written consent of the Board of Directors of OCEAN ESSENTIALS, INC., without a meeting, as of December 18, 2006

APPROVE PLAN OF LIQUIDATION & DISSOLUTION PROCEEDINGS

WHEREAS, the objectives and purposes for which the Corporation was established have been satisfied. Therefore, the Board of Directors consents to and deems it appropriate and advisable to proceed with a plan of liquidation in order to wind-up the affairs of the Corporation and liquidate its capital stock;

RESOLVED, that the Corporation adopt a Plan of Liquidation (the "Plan") substantially in accordance with that presented to the Board of Directors and that the Corporation be dissolved;

FURTHER RESOLVED, that the officers of this Corporation be and they hereby are authorized and empowered, and directed to do all things necessary and requisite to settle the affairs of the Corporation, to collect the outstanding debts, to provide for the payment of the liabilities, and obligations of the Corporation, to distribute its assets, and to do all other things necessary or proper to dissolve the Corporation and wind-up its affairs; and

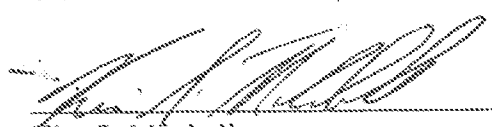
FURTHER RESOLVED, that upon the approval of the Board of Directors of the Corporation, the officers are hereby authorized, and directed, in the name and on behalf of the Corporation, to execute and deliver the Plan, in substantially the form approved hereby, with such changes therein as the signing officer shall approve, the approval of which shall be conclusively evidenced by the execution and delivery of the Plan.

I further certify that the foregoing resolutions remain in full force and effect.

Dated: December 18, 2006

OCEAN ESSENTIALS, INC.

By: _____


Kim S. Mitchell
Assistant Secretary

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF DISSOLUTION OF "OCEAN ESSENTIALS, INC.", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF DECEMBER, A.D. 2006, AT 11:42 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5293231

DATE: 12-19-06

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