

CORR.

900221243 04/24/2012

TRADEMARK ASSIGNMENT

05/29/2012



103644945

Electronic Version v1.1  
Stylesheet Version v1.1

4-24-12  
MCD

SUBMISSION TYPE:

CORRECTIVE ASSIGNMENT

NATURE OF CONVEYANCE:

Corrective <sup>By Affidavit of</sup> assignment to correct the erroneous recording of a merger document previously recorded on Reel 004161 Frame 0176. Assignee(s) ~~previously recorded on Reel 004161 Frame 0176~~ was erroneously recorded against Reg. No. 3,193,795.

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Wellgenix, LLC		01/21/2010	CORPORATION: ARIZONA

RECEIVING PARTY DATA

Name:	Wellgenix, LLC
Street Address:	118 W. Julie Drive
City:	Tempe
State/Country:	ARIZONA
Postal Code:	85285
Entity Type:	LIMITED LIABILITY COMPANY: ARIZONA

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	3193795	STRIP

CORRESPONDENCE DATA

Fax Number: 3107343300  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
 Phone: 310-734-3200  
 Email: mcooke@steptoe.com  
 Correspondent Name: Steptoe & Johnson LLP  
 Address Line 1: 2121 Avenue of The Stars  
 Address Line 2: Suite 2800  
 Address Line 4: Los Angeles, CALIFORNIA 90067

ATTORNEY DOCKET NUMBER:

88638.0001

NAME OF SUBMITTER:

Charlene L. Oh

CH \$40.00 3193795

Signature:	/Charlene L. Oh/
Date:	04/24/2012
<p><b>Total Attachments: 10</b> source=Cover Letter - Reg. No. 3,193,795#page1.tif source=Cover Letter - Reg. No. 3,193,795#page2.tif source=Affidavit of Timothy Schinker on behalf of Wellgenix, LLC#page1.tif source=Affidavit of Timothy Schinker on behalf of Wellgenix, LLC#page2.tif source=Affidavit of Timothy Schinker on behalf of Wellgenix, LLC#page3.tif source=Affidavit of Timothy Schinker on behalf of Covert Labs, Inc#page1.tif source=Affidavit of Timothy Schinker on behalf of Covert Labs, Inc#page2.tif source=Affidavit of Timothy Schinker on behalf of Covert Labs, Inc#page3.tif source=Affidavit of Timothy Schinker on behalf of Covert Labs, Inc#page4.tif source=Affidavit of Timothy Schinker on behalf of Covert Labs, Inc#page5.tif</p>	

**AFFIDAVIT OF  
TIMOTHY SCHINKER  
CHIEF EXECUTIVE OFFICER**

**WELLGENIX, LLC**

**AFFIDAVIT OF  
TIMOTHY SCHINKER  
on behalf of Puri-Clean Enterprises, Inc.**

### AFFIDAVIT

I, Timothy Schinker, declare that I am properly authorized to submit this Affidavit on behalf of Wellgenix, LLC, a Delaware limited liability company with its principal place of business at 118 W. Julie Drive, Tempe, Arizona 85285 ("Wellgenix"), and am able to make the following factual statements:

1. Prior to January 19, 2010, Covert Labs, Inc. ("Covert"), a former Arizona corporation, was the owner of U.S. Trademark Registration No. 3,193,795 for the mark STRIP.
2. Prior to January 19, 2010, Puri-Clean Enterprises, Inc. ("Puri-Clean"), a former Arizona corporation, was the owner of U.S. Trademark Registration No. 3,266,846 for the mark INSTANT ACTING.
3. Prior to January 19, 2010, Heaven Sent Naturals, Inc. ("Heaven Sent Naturals"), a former Arizona corporation, was the owner of U.S. Trademark Registration No. 3,430,175 for the mark STAMINA SQUARED.
4. On January 19, 2010, Covert, Puri-Clean, and Heaven Sent Naturals assigned their entire interests in the marks STRIP, INSTANT ACTING, and STAMINA SQUARED, respectively, to Wellgenix (the "Assignment").
5. On January 20, 2010, the foregoing Assignment was recorded with the USPTO Assignment Services Branch ("USPTO") at Reel and Frame No. 4133/0749.
6. Subsequent to the Assignment, on January 21, 2010, Covert and Puri-Clean merged with and into Heaven Sent Naturals (the "Merger").
7. Covert and Puri-Clean erroneously recorded the Merger with the USPTO against the marks STRIP and INSTANT ACTING at Reel and Frame No. 4161/0176, although Covert

and Puri-Clean no longer had any interests in the marks, having previously assigned all of their interests in the marks to Wellgenix.

8. Based on the erroneous recordation of the Merger, the USPTO incorrectly recorded Heaven Sent Naturals as the owner of the marks STRIP and INSTANT ACTING.


9. The Merger between Covert, Puri-Clean, and Heaven Sent Naturals had no effect on the marks STRIP and INSTANT ACTING, as Wellgenix was already the owner of record of the registrations.

10. Since January 19, 2010, the date of the Assignment, Wellgenix has been the owner of record of the marks STRIP, INSTANT ACTING, and STAMINA SQUARED. Wellgenix has not transferred rights, title, or ownership of these marks to any other entity.

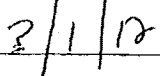
The above statements are made upon information and belief.

WELLGENIX, LLC

By:

  
\_\_\_\_\_  
Timothy Schinker  
Chief Executive Officer

Date:

  
\_\_\_\_\_  
3/1/12

Doc. # CC-254591 v.1

**TRADEMARK**  
**REEL: 004791 FRAME: 0893**

**AFFIDAVIT**

I, Timothy Schinker, declare that I am properly authorized to submit this Affidavit on behalf of Puri-Clean Enterprises, Inc. ("Puri-Clean"), a former Arizona corporation, and am able to make the following factual statements:

1. Prior to January 19, 2010, Puri-Clean was the owner of U.S. Reg. No. 3,266,846 for the mark INSTANT ACTING ("Mark").

2. On January 19, 2010, Puri-Clean assigned its entire interest in the Mark to Wellgenix, LLC, a Delaware limited liability company with its principal place of business at 118 W. Julie Drive, Tempe, Arizona 85285 ("Wellgenix"). On January 20, 2010, the foregoing assignment was recorded with the USPTO Assignment Services Branch ("USPTO") at Reel and Frame No. 4133/0749.

3. On January 21, 2010, Puri-Clean merged with and into Heaven Sent Naturals, Inc. (the "Merger").

4. Puri-Clean erroneously recorded the Merger against the Mark with the USPTO at Reel and Frame No. 4161/0176, although Puri-Clean no longer had any interest in the Mark, having previously assigned all of its interest in the Mark to Wellgenix.

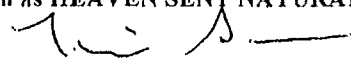
5. Based on the erroneous recordation of the Merger, the USPTO incorrectly recorded Heaven Sent Naturals, Inc. as the current owner of the Mark.

6. On January 21, 2010, Heaven Sent Naturals, Inc. changed its name to Black Lion Holdings, Inc. (the "Name Change"). The foregoing Merger and Name Change document is attached hereto as Exhibit A.

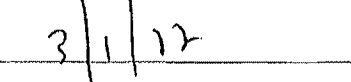
The above statements are made upon information and belief.

**BLACK LION HOLDINGS, INC.**  
(formerly known as HEAVEN SENT NATURALS, INC.)

By:

  
\_\_\_\_\_  
Timothy Schinker  
Chief Executive Officer

Date:

  
\_\_\_\_\_  
3/1/12

Doc. # CC-234348 v.1

**TRADEMARK**  
**REEL: 004791 FRAME: 0894**

# EXHIBIT A



**ARTICLES OF AMENDMENT AND MERGER**  
of  
**PURI-CLEAN ENTERPRISES, INC. and COVERT LABS, INC.,**  
each an Arizona corporation,  
with and into  
**HEAVEN SENT NATURALS, INC.,**  
an Arizona corporation  
(changing the name of Heaven Sent Naturals, Inc. to Black Lion Holdings, Inc.)

Pursuant to the provisions of Arizona Revised Statutes Section 10-1105, Puri-Clean Enterprises, Inc., an Arizona corporation ("Puri-Clean"), and Covert Labs, Inc., an Arizona corporation ("Covert" and together with Puri-Clean, the "Merging Corporation"), and Heaven Sent Naturals, Inc., an Arizona corporation and the surviving corporation to the merger ("Heaven Sent" or the "Surviving Corporation"), adopt the following Articles of Merger:

1. The names of the entities that are parties to the merger are:

Puri-Clean Enterprises, Inc.  
Covert Labs, Inc.  
Heaven Sent Naturals, Inc.

2. The name and address of the known place of business of the Surviving Corporation are:

• Heaven Sent Naturals, Inc.  
118 West Julie Drive  
Tempe, Arizona 85283

3. The name and address of the statutory agent of the Surviving Corporation are:

Fredric D. Bellamy  
c/o Steptoe & Johnson LLP  
201 East Washington Street, Suite 1600  
Phoenix, Arizona 85004

4. Article I of the Articles of Incorporation of the Surviving Corporation is amended and restated in its entirety as follows:

Name

The name of this corporation shall be BLACK LION HOLDINGS, INC.

5. The Merging Corporations and the Surviving Corporation entered into an Agreement and Plan of Merger, dated January 21, 2010, a copy of which is attached to these Articles of Merger as Exhibit A (the "Agreement").
6. The number of outstanding shares and number of votes entitled to be cast by each voting group entitled to vote separately on the Agreement as to each corporation were as follows:

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Puri-Clean -- 10,000 shares of common stock, with one vote per share for a total of 10,000 votes.

Covert -- 10,000 shares of common stock, with one vote per share for a total of 10,000 votes.

Heaven Sent -- 10,000 shares of common stock, with one vote per share for a total of 10,000 votes.

6. The total number of votes cast for and against the Agreement by each voting group entitled to vote separately on the Agreement were as follows:


Puri-Clean -- 10,000 votes were cast in favor of the Agreement, zero votes were cast against the Agreement, and the number cast for the Agreement was sufficient for approval by all voting groups.

Covert -- 10,000 votes were cast in favor of the Agreement, zero votes were cast against the Agreement, and the number cast for the Agreement was sufficient for approval by all voting groups.

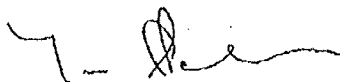
Heaven Sent -- 10,000 votes were cast in favor of the Agreement, zero votes were cast against the Agreement, and the number cast for the Agreement was sufficient for approval by all voting groups.

Dated: January 26, 2010.

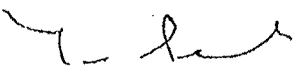
Puri-Clean Enterprises, Inc.

By   
Timothy Schinker, President

Covert Labs, Inc.

By   
Timothy Schinker, President

Heaven Sent Naturals, Inc.

By   
Timothy Schinker, President



**UNITED STATES PATENT AND TRADEMARK OFFICE**

UNDER SECRETARY OF COMMERCE FOR INTELLECTUAL PROPERTY AND  
DIRECTOR OF THE UNITED STATES PATENT AND TRADEMARK OFFICE

May 10, 2012

PTAS

STEPTOE & JOHNSON LLP  
2121 AVENUE OF THE STARS  
SUITE 2800  
LOS ANGELES, CA 90067

**900221243**

United States Patent and Trademark Office  
Notice of Non-Recordation of an Assignment Document

The enclosed document has been examined and found non-recordable by the Assignment Recordation Branch of the U.S. Patent and Trademark Office. The reason(s) for non-recordation are stated below:

1. Your nature of conveyance should state correction by affidavit of incorrect no the conveying and receiving parties are the same owner. (inventor/assignee) Make correction on this same recordation cover sheet and return all documents back to fax 571-273-0140.

Documents being resubmitted for recordation must reflect the corrected information to be recorded, the Document ID number referenced above and all pages from this submitted document. The original date of filing of this assignment document will be maintained if resubmitted with the appropriate correction(s) within 30 days from the date of this notice as outlined under 37 CFR 3.51. The resubmitted document must include a stamp with the official date of receipt under 37 CFR 3. Applicants may use the certified procedures under 37 CFR 1.8 or 1.10 for resubmission of the returned papers if they desire to have the benefit of the date of deposit in the United States Postal Service.

Send documents to: U.S. Patent and Trademark Office, Mail Stop: Assignment Recordation Branch, P.O. BOX 1450, Alexandria, VA 22313. If you have any questions regarding this notice, you may contact the Assignment Recordation Branch at 571-272-3350.

THERESA FREDERICK  
ASSIGNMENT RECORDATION BRANCH  
PUBLIC RECORDS DIVISION