

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet 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 |
| | Perfect Smile Corporation | | 12/05/2013 |
| | | | Entity Type |
| | | | CORPORATION: |
| RECEIVING PARTY DATA | | | |
| Name: | BioActives, LLC | | |
| Street Address: | 1 Dix Street | | |
| City: | Worcester | | |
| State/Country: | MASSACHUSETTS | | |
| Postal Code: | 01609 | | |
| Entity Type: | LIMITED LIABILITY COMPANY: DELAWARE | | |
| PROPERTY NUMBERS Total: 3 | | | |
| | Property Type | Number | Word Mark |
| | Registration Number: | 3300851 | GET 'EM WHITE! KEEP 'EM WHITE! |
| | Registration Number: | 3208985 | PERFECT SMILE |
| | Registration Number: | 3234437 | Q-LITOL |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 6144741788 | | |
| | <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i> | | |
| Phone: | 614-792-7900 | | |
| Email: | mgibson@pappasgibson.com | | |
| Correspondent Name: | Matthew W. Gibson | | |
| Address Line 1: | 9999 Brewster Lane, Suite 101 | | |
| Address Line 4: | Powell, OHIO 43065 | | |
| NAME OF SUBMITTER: | Matthew W. Gibson | | |
| Signature: | /MWG/ | | |
| Date: | 12/12/2013 | | |
| Total Attachments: 1 | | | |
| source=Bioactives - Perfect Smile - Trademark Assignment (EXECUTED)#page1.tif | | | |

OP \$90.00 3300851

ASSIGNMENT OF TRADEMARKS

WHEREAS, Perfect Smile Corporation, a Delaware corporation, hereinafter referred to as the "Registrant," did obtain the following United States Trademarks: (1) GET 'EM WHITE! KEEP 'EM WHITE, Serial Number 77041139, Registration Number 3,300,851, (2) PERFECT SMILE, Serial Number 78868176, Registration Number 3,208,985, and (3) Q-LITOL, Serial Number 78492117, Registration Number 3,234,437 (collectively the "Trademarks"); and

WHEREAS, Registrant is now the sole owner of the Trademarks; and

WHEREAS, BioActives LLC, a Delaware limited liability company, hereinafter referred to as the "Assignee," whose mailing address is 1 Dix Street, Worcester, Massachusetts, 01609, is desirous of acquiring the entire right, title and interest in the same;

NOW, THEREFORE, in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Registrant, by these presents, does sell, assign and transfer unto the Assignee the entire right, title and interest in and to the Trademarks; the same to be held and enjoyed by the Assignee for its own use and behoof, and for its legal representatives and assigns, to the full end of the term for which the Trademarks are granted, as fully and entirely as the same would have been held by the Registrant had this Assignment and sale not been made.

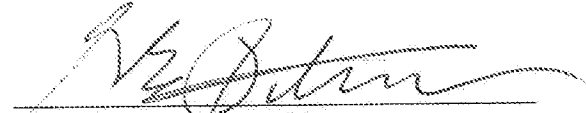
Registrant hereby represents and warrants to Assignee that, as of the execution of this Assignment, Registrant is the lawful owner of the Trademarks, its interest in and to the Trademarks is free and clear from all liens and encumbrances of any kind or character whatsoever, Registrant has a good right to assign the Trademarks, and Registrant will defend the title to the Trademarks for the benefit of Assignee, its heirs and assigns forever, against all lawful claims and demands whatsoever.

IN WITNESS WHEREOF, Registrant has executed this Assignment on the date set forth in the following acknowledgment.

BENJAMIN TAYLOR
NOTARY PUBLIC, WAYNE COUNTY MI
My Commission Expires 2/7/2020
Acting In Wayne County


PERFECT SMILE CORPORATION

By:


Gerald E. Patera, President

STATE OF Michigan,
COUNTY OF Wayne, SS:

The foregoing instrument was acknowledged before me this 5th day of December, 2013, by Gerald E. Patera, President of Perfect Smile Corporation.


Notary Public

TRADEMARK