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FORM PTO-1594

(Rev. 6-93)

OMB No. 065-0011 (exp. 4/94)

RE

07-10-1998

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office



Tab settings

To the Honorable Commissioner of

100759940

original documents or copy thereof.

1. Name of conveying party(ies):

Future Fit Company L.L.C.

- Individual(s)
 - General Partnership
 - Corporation-State
 - Other Limited Liability Company
- Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

Name: Chiquist L.L.C.

Internal Address: Attn: Julie Laux

Street Address: 900 N. Michigan Ave., Suite 1106

City: Chicago State: IL ZIP: 60611

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other Limited Liability Company

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: March 27, 1998

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

75/145392

B. Trademark Registration No.(s)

2115629

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Patrick C. Keeley

Internal Address: Riccione, Keeley & Assoc., Ltd

Street Address: 122C S. County Farm Rd.

City: Wheaton State: IL ZIP: 60187

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

n/a

(Attach duplicate copy of this page if paying by deposit account)

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9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Julie Laux

Name of Person Signing

Julie Laux

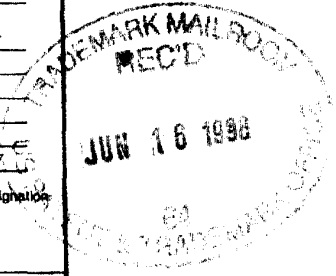
Signature

4/8/98

Date

Total number of pages including cover sheet, attachments, and document: 2

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231



ASSIGNMENT OF TRADEMARK

WHEREAS, FUTURE FIT COMPANY, L.L.C., a California Limited Liability Company ("Assignor") whose post office address is 5620 ARLINGTON has adopted, used and is using a trademark, "Pounds Off", which is registered No. 2115629, dated November 25, 1997 ("Trademark"); and

WHEREAS, CHIQUEST, L.L.C., an Illinois Limited Liability Company ("Assignee") whose post office address is c/o ELC, Inc., 900 N. Michigan Ave., Suite 1106, Chicago, Illinois, 60611, desires to acquire the above-identified registered Trademark;

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, said Assignor does hereby assign to said Assignee all right, title, and interest of Assignor in the Trademark and the goodwill of the business symbolized thereby.

Executed this 26th day of March, 1998 at Wheaton, Illinois *Carlaad Conforcia*

FUTURE FIT COMPANY, L.L.C.

By: _____
Its: Manager

By: _____
Its: Manager

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