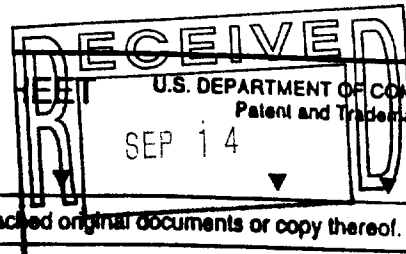


MRD RE  
9.14.98

09-17-1998



100830983



Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

QC+ PET PRODUCTS, INC.

- Individual(s)
- General Partnership
- Corporation-State Michigan
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and address of receiving party(ies)

Name: PRO-PET, L.L.C.

Internal Address:

Street Address: 1400 McKinley Road

City: St. Marys State: OH ZIP: 45885

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

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: August 26, 1998

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

See attached list

Additional numbers attached?  Yes  No

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

Name: Julia L. Spoor

Internal Address: Barnes & Thornburg

Street Address: 11 South Meridian St.

City: Indianapolis State: IN ZIP: 46204

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41).....\$ 65.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

10-0435

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

01 RC:481  
02 RC:482

40.00 OP  
25.00 OP

DO NOT USE THIS SPACE

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.

Julia L. Spoor  
Name of Person Signing

*Julia L. Spoor*  
Signature

9/10/98  
Date

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

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

TRADEMARK  
REEL: 1788 FRAME: 0711

Exhibit A

U.S. Assigned Trademarks

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
QUALITY CARE PLUS	1,840,782	June 21, 1994
QC+	1,840,781	June 21, 1994

ASSIGNMENT

For and in consideration of One Dollar (\$1.00) and other valuable consideration, the receipt and sufficiency of which are hereby acknowledged, QC+ PET PRODUCTS, INC., a Michigan corporation having a place of business at 103 South Avenue, Battle Creek, Michigan ("ASSIGNOR"), hereby assigns, sells, conveys and transfers to PRO-PET, L.L.C., a Delaware corporation ("ASSIGNEE"), all rights, title and interests in and to the trademarks listed in the attached Exhibit A (the "Marks"), the registrations thereto, and the goodwill of the business in which the Marks are used, together with all claims for damages by reason of infringement, with the right to sue for and collect the same for, its own use and for the use of its successors and assigns.

ASSIGNOR: QC+ PET PRODUCTS, INC.

By: Ronald G. Chandler

Title: President

Printed: Ronald G. Chandler

Date: August 26, 1998

STATE OF Michigan )  
 ) SS:  
COUNTY OF Calhoun )

On the 26<sup>th</sup> day of August, 1998, before me, a Notary Public in and for said County and State, personally appeared Ronald G. Chandler and acknowledged that he/~~she~~ is the President of QC+Pet Products Inc; that he/she is authorized by said Corporation to execute the foregoing Assignment on behalf of said Corporation; and that he/~~she~~ did execute the foregoing Assignment on behalf of said Corporation, pursuant to such authority.

Deborah J. Woehrmyer  
Notary Public ~~de~~

Deborah J. Woehrmyer  
Printed Name

My Commission Expires: 12/30/99

County of Residence: St. Joseph County