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04-04-2001

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- Change of Name
- Other

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- Individual General Partnership Limited Partnership Corporation Association
- Other
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Mark if additional numbers attached

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Trademark Application Number(s)

Registration Number(s)

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

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Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

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Authorization to charge additional fees:

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No

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. Charges to deposit account are authorized, as indicated herein.

TONYA CHAPPLE

Tonya Chapple

4-3-01

Name of Person Signing

Signature

Date Signed

09848215-35

RELEASE OF SECURITY INTEREST IN TRADEMARKS

FOR VALUE RECEIVED, CITIZENS BANK OF MASSACHUSETTS, a Massachusetts bank (as successor in interest to STATE STREET BANK AND TRUST COMPANY, a Massachusetts trust company) (the "Bank"), hereby reassigns, without recourse, representation or warranty, express or implied, to VITALITY, INC., a Texas corporation ("Vitality"), and releases its security interest in the now owned and hereafter acquired registered trademarks and service marks, and pending trademark and service mark applications, including but not limited to, those listed on **Exhibit A** annexed hereto, together with the goodwill of the business symbolized by such trademarks, and related property rights granted to the Bank by Vitality pursuant to a Conditional Assignment of Trademarks dated November 14, 1997 and the Notice of Security Interest in Trademarks recorded with the United States Patent and Trademark Office on December 22, 1997 at **Reel 1669 Frame 0815**.

This assignment, reassignment and release also includes all trademark renewals and extensions, all proceeds of infringement suits, the sole right to sue for past, present, future and threatened infringements of and all rights corresponding thereto throughout the world, and any royalties, licenses, fees, proceeds, improvements and subsequent trademarks obtained in connection with the foregoing trademarks.

CITIZENS BANK OF MASSACHUSETTS
(As successor in interest to State Street Bank and Trust Company)

By: *Frank J. Grueter*
Frank J. Grueter, III
Senior Vice President

THE COMMONWEALTH OF MASSACHUSETTS
COUNTY OF SUFFOLK, SS.

On the 22 day of February, 2001, before me personally appeared the above named Frank J. Grueter, III, a Senior Vice President of CITIZENS BANK OF MASSACHUSETTS, to me known and known by me to be the party executing the foregoing instrument on behalf of said bank, and he acknowledged said instrument so executed to be his free act and deed in said capacity and the free act and deed of said bank.

Candace Fisher
Notary Public

My commission expires:

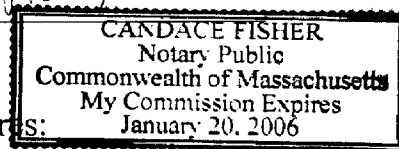


EXHIBIT A

Vitality, Inc.

1. Trademark: Vitality
Registration Number: 725,651