| To: The Commissioner of Patants and Trademarks: Please record the attached original document(s) or copy(ies). Submission Type New | Expires 06/30/99 | 09 - 05 - 2001 U.S. Department of Commerce Patent and Trademark Office TRADEMARK |
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| Conveying Party Mark if additional names of conveying parties attached | | 4-9-2001 |
| Reel # 002309 Frame # 0878 Other Conveying Party Mark if additional names of conveying parties attached Execution Date Month Day Year A 4-9-2001 Formerly A-9-2001 General Partnership Limited Partnership Corporation Association Other Citizenship/State of Incorporation/Organization California Receiving Party Name LifeSpring Nutrition, Inc. DBA/AKA/TA Composed of Address (Inne 1) 4197 Lakeside Drive Address (Inne 2) Suite 100 Address (Inne 2) Suite 100 Address (Inne 2) Suite 100 Address (Inne 2) Richmond California 94806 Individual General Partnership Limited Partnership Individual General Partners | | Change of Name |
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Mail documents to be recorded with required cover sheet(s) information to: Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

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| Corresponde | nt Name and Address | Area Code and Telephone Numb | per (703) 610-6100 | |
| Name | Timothy J. Lyden, Esq. | | | |
| Address (line 1) | Hogan & Hartson L.L.P. | | | |
| Address (line 2) | 8300 Greensboro Drive | | | |
| Address (line 3) | Suite 1100 | | | |
| Address (line 4) | McLean, Virginia 22102 | | | |
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| | y J. Lyden | MNMX A | August 18, 2001 | |
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| Conveying Party Mark if additional names of conveying parties attached Execution Date | |
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| Public burden reporting for this collection of Information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief information Officer, Washington, D.C., 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C., 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS. Mail documents to be recorded with required cover sheet(s) information to: Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231 | ١. |

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| Corresponde | nt Name and Address | Area Code and Telephone Numb | er (703) 610-6100 | | |
| Name | Timothy J. Lyden, Esq. | | | | |
| Address (line 1) | Hogan & Hartson L.L.P. | | | | |
| Address (line 2) | 8300 Greensboro Drive | | | | |
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| Address (line 4) | McLean, Virginia 22102 | | | | |
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| To the best of my knowledge and belief, the foregoing infromation is true and correct and any attached copy is true copy of the original document. Charges to deposit account are authorized, as indicated herein. | | | | | |
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| | y J. Lyden | JIN The Ale | May ⁹³ , 2001 | | |
| Name o | of Person Signing | Signature | Date Signed | | |

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ASSIGNMENT OF TRADEMARKS

This Assignment of Trademark ("Assignment") is made by Dr. McDougall's Right Foods, Inc. ("Right Foods"), a California corporation, having its principal place of business at 383 Beach Road, Burlingame, California 94010, in favor of LifeSpring Nutrition, Inc. ("LifeSpring"), a Delaware corporation, having its principal place of business at 4197 Lakeside Drive, Suite 100, Richmond, California 94806.

1

WHEREAS, Right Foods has adopted, is using and is the owner of the following trademarks, and the registrations therefor, and has filed the following applications in the United States Patent and Trademark Office (collectively, the "*Trademarks*"):

| <u>Trademark</u> | Reg. No. | Reg. Date | App.Ser.No. | Filing Date |
|-----------------------------|-----------|-----------|-------------|-------------|
| DR. MCDOUGALL'S RIGHT FOODS | 2,012,191 | 10/29/96 | 74/432784 | 9/3/93 |
| DR. MCDOUGALL'S RIGHT FOODS | 2,030,476 | 1/14/97 | 74/433720 | 9/3/93 |
| ENERGY CUP | 2,129,382 | 1/13/98 | 75/055327 | 2/8/96 |
| FEEL GOOD FAST FOODS | 2,196,005 | 10/13/98 | 75/393470 | 11/20/97 |
| FEEL GOOD FAST FOODS | 2,196,006 | 10/13/98 | 75/393471 | 11/20/97 |
| RIGHT FOODS | | | 76/090,197 | 7/14/00 |
| RIGHT FOODS | | | 76/090,198 | 7/14/00 |
| SMART CUP | 2,074,535 | 6/24/97 | 75/055329 | 2/8/96 |
| SMART CUPS | 2,178,939 | 8/4/98 | 75/055258 | 2/8/96 |

WHEREAS, Right Foods and LifeSpring have entered into that certain Asset Purchase Agreement dated March 7, 2001 and amended on March 16, 2001 and March 30, 2001 (the "Agreement") pursuant to which Right Foods has agreed to assign and LifeSpring has agreed to purchase certain assets as defined therein;

REEL: 002360 FRAME: 0767

WHEREAS, the assets include all rights, title and interest in and to the

Trademarks listed above and that portion of the business associated with the Trademarks;

NOW, THEREFORE, for good and valuable consideration, the receipt of

which is hereby acknowledged, Right Foods does hereby assign to LifeSpring all right, title,

and interest in and to the Trademarks, together with the good will of the business

symbolized by the Trademarks and that portion of the business associated with the

Trademarks.

RECORDED: 08/28/2001

1

Executed this 9th day of April, 2001.

DR. MCDOUGALL'S RIGHT FOODS, INC.

By: Laenneraeus

Name: Karen Donahue

Title: Chief Executive Officer and President

2