# 11-06-2001

Vab settings ⇒ ⇒ ⇒	U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office			
To the Honorable Commissional of Patents and Trademarks:	Please record the attached original documents or copy thereof.			
1. Name of conveying party(ies):  River Bay Statutory Trust	2. Name and address of receiving party(les) Institutional Distributors, Inc. Internal Address:			
Individual(e)  Association  General Partnership  Corporation-State - Connecticut  Other	Street Address: P.O. Box 1787 Grand Rapids MI 49501 City: State: Zip: Individual(s) citizenship			
Additional name(s) of conveying party(les) attached? 🖳 Yes 😱 No	General Partnership			
3. Nature of conveyance:  Assignment  Merger	Limited Partnership  Michigan  Corporation-State			
Security Agreement Change of Name  Other Correction to Assignment Coversheet previous y recorded Reel 00229  Execution Date: Jan. 4, 2001	Other			
4. Application number(s) or registration number(s):  A. Trademark Application No.(s)	B. Trademark Registration No.(s)			
Additional number(s) at	ached 📮 Yes 🖵 No			
<ol><li>Name and address of party to whom correspondence concerning document should be mailed:</li></ol>	6. Total number of applications and registrations involved:			
Name: Hillary H. Hughes, Esq. Sonnenschein Nath & Rosenthal Internal Address:	7. Total fee (37 CFR 3.41)\$			
	Authorized to be charged to deposit account			
Street Address: 1221 Avenue of the Americas	8. Deposit account number:			
City: New York State: NY Zip: 10020	(Attach duplicate copy of this page if paying by deposit account)			
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.  Elena R. Vetere  November 6, 2001  Date				
Name of Person Signing  Total number of pages including waver sheat, attachments, and document:				

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

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TRADEMARKS ONLY  TO: The Commissioner of Patents and Trademarks; Please record the stached original document(s) or copy(lee).  Submission Type    New	Expires 06/30/99 Patent and Trademark Office				
Submission Type    New	TRADEMARKS ONLY				
Resubmission (Mon-Recordation) Document (D #   Security Agreement   Nunc Pro Tunc Assignment   Effective Date   Security Agreement   Nunc Pro Tunc Assignment   Correction of PTO Error   Merger   Merger					
Correction of PTO Error   Merger   Consument   Change of Name   River Bay Statutory Trust   Promerly   Name   River Bay Statutory Trust   Limited Partnership   Corporation   Connecticut   Name   Corporation   Connecticut   Name   Corporation   Connecticut   Name   Change of Name   Corporation   Connecticut   Name	New X Assignment License				
Correction of PTO Error Reel # Frame # Change of Name  Corrective Document Reel # Frame # Other  Conveying Party  Name River Ray Statutory Trust  Individual General Partnership Limited Partnership Corporation  X Other Statutory Trust  X Citizenship/State of Incorporation/Organization  Name Institutional Distributors, Inc.  DBA/AKA/TA  Composed of  Address (line 1) F.O. Box 1787  Address (line 2) Address (line 2) Address (line 3) Grand Rapids  City  Individual General Partnership Limited Partnership  Limited Partnership  Limited Partnership  Address (line 3) Grand Rapids  City  Individual General Partnership Limited Partnership  Address (line 3) Grand Rapids  City  City  Address (line 3) Grand Rapids  City  Address (line 3) F.O. Box 1787  Address (line 4) F.O. Box 1787  Address (line 5) Grand Rapids  City  City  City  Association  Nichigan  FOR OFFICE USE ONLY  40.00 DB  25.00 DB  Philis burden reparting for this candiersion of integrations plant sections as the Inchesion of the confined in the disconlined in the confined of the confined in the confined of the confined of the confidence of the	Document (D #				
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Name   River Ray Statutory Trust   Statutory Trust   Formerly   Individual   General Partnership   Limited Partnership   Corporation   Association	Corrective Document				
Name River Bay Statutory Trust  Formerly  Individual General Partnership Limited Partnership Corporation  X Other Statutory Trust  X Citizenship/State of Incorporation/Organization Connecticut  Receiving Party Mark if additional names of receiving parties attached  Name Institutional Distributors, Inc.  DBA/AKAITA  Composed of Address (line 1) P.O. Box 1787  Address (line 3) Grand Rapids MI State/Country If document to be recorded is an assignment and the receiving party is not dominical in the United States, an appointment of a domastic of informatic party is not dominical in the United States, an appointment of a domastic of passignation must be a separate document from Additional Informatic Partnership International I	Conveying Party  Mark if additional names of conveying parties attached Execution Date				
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FORM PTO- Expires 04/0000 CNEL 0651-0027	1618B Page 2 Li.S. Department of Commonto Product Addition TRADEMARK				
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Name					
Address (line 1)					
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Correspond	lent Name and Address Area Code and Telephone Number				
Name	Hillary H. Hughes, Esq.				
Address (line 1)	Sonnenschein Nath & Rosenthal				
Address (line 2)	Address (line 2) 1221 Avenue of the Americas				
Address (Ine 3)	New York, New York 10020				
Address (line 4)					
Pages	Enter the total number of pages of the attached conveyance document # 3 including any attachments.				
Trademark	Application Number(s) or Registration Number(s) Mark if additional numbers attached				
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Number of Properties Enter the total number of properties involved. #2					
Fee Amount Pee Amount for Properties Listed (37 CFR 3.41): \$ 65.00					
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Authorization to charge additional fees: Yes No					
Statement and Signature  To the best of my knowledge and belief, the foregoing information is true and correct and any  To the best of my knowledge and belief, the foregoing information is true and correct and any					
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u	1. Telfrey Kramer Web 1-4-01				
Name	of Person Signing Signature Date Signed				

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### ASSIGNMENT OF TRADEMARKS (FEDERAL)

This Assignment of Trademarks ("Assignment") is made as of January 4, 2001 by River Bay Statutory Trust, a Connecticut Statutory Trust ("Seller"), to Institutional Distributors, Inc., a Michigan corporation ("Purchaser").

#### RECITALS

- 1. Seller and Purchaser have entered into an Asset Purchase Agreement, dated as of December 29, 2000 (the "Purchase Agreement"), which provides, among other things, for the acquisition by Purchaser of certain assets of Seller.
- 2. Seller is the exclusive owner of all of the right, title, and interest in and to the trademarks listed on Exhibit A hereto (the "Marks").
- 3. Seller desires to transfer and assign to Purchaser all of its rights, title, and interest in and to the Marks and the business good will symbolized thereby.

### <u>AGREEMENT</u>

NOW, THEREFORE, for the consideration specified in the Purchase Agreement, and other good and valuable consideration, the receipt of which is hereby acknowledged, Seller does hereby grant, bargain, sell, and assign to Purchaser all right, title to, and interest in, the Marks, and the goodwill of the business symbolized thereby, together with all claims for profits, damages, and equitable relief by reason of past infringement of the Marks by any party or parties.

For the consideration set forth above, Seller for itself, its successors and assigns hereby covenants and agrees that, at any time and from time to time forthwith upon the written request of Purchaser, Seller will do, execute, acknowledge, and deliver or cause to be done, executed, acknowledged, and delivered, each and all of such further acts, deeds, assignments, transfers, conveyances, powers of attorney, and assurances as may reasonably be required by Purchaser in order to assign, transfer, set over, convey, assure, and confirm unto and vest in Purchaser, its successors and assigns, title to the Marks.

IN WITNESS WHEREOF, Seller has executed this Assignment of Trademarks (Federal) as of the date first written above.

RIVER BAY STATUTORY TRUST, by First Union National Bank, not in its individual capacity, but solely as Trustee

Dy. Name

ne: W. Jef

Title:

Vice President

#### **ACKNOWLEDGEMENT**

STATE OF CONNECTICUT)

ss: Hartford

COUNTY OF HARTFORD )

On January 2, 2001, before me personally came W. Jeffrey Kramer, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her authorized capacity(ies), and that by his/her signature on the instrument, the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS MY HAND AND OFFICIAL SEAL.

[seal]

JENNIFER L. CHANSKI NOTARY PUBLIC ...Y COMMISSION EXPIRES SEP. 30, 2000

Janiger L. Chouski

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# Exhibit A

to

# Assignment of Trademarks (Federal)

<u>Trademark</u>	Jurisdiction	<u>Status</u>	Registration No.	Registration Date
Harvest Time and Logo	United States	Registered	1445379	June 30, 1987
Healthflex	United States	Registered	2051754	April 15, 1997

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**RECORDED: 11/06/2001** 

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