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03-12-2002



To the Honorable Commissioner o

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hed original documents or copy thereof.

1. Name of conveying party(ies):

The Organic Frog Inc.

- Individual(s) Association
- General Partnership
- Limited Partnership
- Corporation - New York
- Other

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

2. Name and address of receiving party(ies):

Name: **Ellen Piernick**
Address: 24 Oak Drive
Syosset, New York 11791

- Individual(s) - United States
- Association
- General Partnership
- Limited Partnership
- Corporation
- 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 Merger
- Security Agreement Change of Name
- Other

Execution Date: January 21, 2002

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

EXPRESS MAIL CERTIFICATE
A. Trademark Applications **EV 039137305-US**

Date **2-12-02** Label No. **039137305-US**
Serial No. **039137305-US**
I hereby certify that on the date indicated above, this paper or file was deposited with the U.S. Postal Service & that it was addressed or delivery to the Assistant Commissioner for Patents, Washington, DC 20231 by "Express Mail Post Office to Addressee" service.

B. Trademark Registrations

Mark	Reg. No.
GREENS TODAY	2,384,627
GREENS TODAY	2,178,618

Additional numbers attached? Yes No

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

Name: Darby & Darby P.C.

Street Address: 805 Third Avenue, 27th Floor

City: New York State: New York Zip: 10022-7513

Ref. No. 0500/3E005-US0/US1

6. Total number of applications and registrations involved:

2

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 04-0100

(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.

Amy L. Nelkin
Name of Person Signing

Amy L. Nelkin
Signature

February 12, 2002
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

03/11/2002 AHMED1 00000254 2384627

01 FC:481 40.00 OP

M:V50013E005/EES8486 FRM

25.00 OP

CC-482

TRADEMARK
REEL: 002458 FRAME: 0142

TRADEMARK ASSIGNMENT

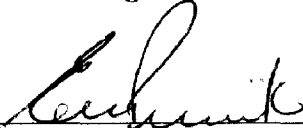
WHEREAS, **The Organic Frog Inc.**, a corporation organized under and by virtue of the laws of the State of New York, and having a place of business at 24 Oak Drive Syosset New York 11791, hereinbelow called "Assignor," owns and has used in its business the trademark GREENS TODAY, registered in the U.S. Patent and Trademark Office under U.S. Reg. No. 2,384,627, which issued on September 12, 2000 and the trademark GREENS TODAY, registered in the U.S. Patent and Trademark Office under U.S. Reg. No. 2,178,618, which issued on August 4, 1998; and

WHEREAS, **Ellen Piernick**, an individual, citizen of the United States having a place of business at 24 Oak Drive Syosset New York 11791, hereinbelow called "Assignee," is desirous of acquiring the entire right, title and interest in and to the said trademark and trademark registrations and in and to any registrations, renewals and extensions that were or may be granted thereon, together with the goodwill of the business connected therewith;

THEREFORE, BE IT KNOWN that for and in consideration of the sum of One Dollar (\$1.00) to it in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, said Assignor has does hereby sell, assign, and transfer unto the said Assignee, its successors or assigns, the entire right, title and interest in and to the said trademarks and trademark registrations and in and to any registrations, renewals and extensions that were or may be granted thereon, together with the goodwill of the business connected therewith and any right to recover for past infringement thereof.

The Organic Frog Inc.

Dated: Jan 21, 2002

By: 
 Name: Ellen Piernick
 Title: President