

05-29-2002



Form PTO-1594  
(Rev. 03/01)  
OMB No. 0651-0027 (exp. 5/31/2002)  
Tab settings ⇌ ⇌ ⇌ ▼ ▼ ▼ ▼ ▼ ▼ ▼

102104557  
**TRADEMARKS ONLY**

U.S. DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):  
Changes International Inc 5-28-02  
 Individual(s)       Association  
 General Partnership       Limited Partnership  
 Corporation-State  
 Other \_\_\_\_\_  
Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and address of receiving party(ies)  
Name: Goldshield Acquisitions, Inc.  
Internal Address: \_\_\_\_\_  
Street Address: 1501 Northpoint Parkway  
City: W. Palm Bch. State: FL Zip: 33407  
 Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State Florida  
 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: 4/17/01

4. Application number(s) or registration number(s):  
A. Trademark Application No.(s) \_\_\_\_\_  
B. Trademark Registration No.(s) \_\_\_\_\_  
Additional number(s) attached  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
Name: David B. Kirschstein, Esq.  
Internal Address: \_\_\_\_\_  
Kirschstein Ottinger Israel & Schiffmiller  
Street Address: 489 Fifth Avenue, 17th Floor  
City: New York State: NY Zip: 10017-6105

6. Total number of applications and registrations involved: ..... **12**  
7. Total fee (37 CFR 3.41).....\$ 315.00  
 Enclosed  
 Authorized to be charged to deposit account  
8. Deposit account number: \_\_\_\_\_

**DO NOT USE THIS SPACE**

9. Signature.  
David B. Kirschstein  
Name of Person Signing

[Signature]  
Signature  
5/14/02  
Date

Total number of pages including cover sheet, attachments, and document: **41**

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

05/28/2002 LMUELLER 00000234 2203966  
01 FC:481 40.00 OP  
02 FC:482 275.00 OP

**TRADEMARK**  
**REEL: 002514 FRAME: 0648**

List of Trademark Registrations

<u>Registration Number</u>	<u>Trademark</u>
2,203,966	CHANGES RELIEF
2,203,967	THERMO-LIFT
2,203,968	CHANGES INTERNATIONAL
2,254,989	CHANGES NOW!
2,317,252	SHARP THINKING
2,356,088	BEST FRIENDS
2,386,230	TIME FIGHTERS
2,409,175	SOY DEFENSE
2,441,576	SYSTE-MAX
2,443,420	TRU-SORB
2,473,975	BRIGHTEN UP
2,488,638	PINNA-CAL

**EXHIBIT C****INTELLECTUAL PROPERTY ASSIGNMENT**

**THIS INTELLECTUAL PROPERTY ASSIGNMENT (this "Assignment") is dated as of April 17, 2001, by and between Changes International, Inc., a Florida corporation ("Assignor") and Goldshield Acquisitions Inc., a Florida corporation ("Assignee").**

**W I T N E S S E T H:**

**WHEREAS, Assignor and Assignee entered into that certain Asset Purchase Agreement of even date herewith ("Agreement"), pursuant to which Assignee acquired the Acquired Assets; and**

**WHEREAS, Assignor owns or licenses certain copyrights set forth on Schedule 2.1(e)(ii) of the Agreement and attached hereto as Exhibit A ("Copyrights"), and has used and is the owner of the right, title and interest in and to the trademarks and service marks set forth in Schedule 2.1(e)(i) of the Agreement and attached hereto as Exhibit A (the "Marks"), including all common law rights therein, the goodwill of the Seller's Business symbolized thereby and the registration and applications therefor; and**

**WHEREAS, Assignee desires to acquire the entire right, title and interest in and to the Copyrights and Marks, including all common law rights therein, the goodwill of the business symbolized thereby and the registrations and applications therefor.**

**NOW, THEREFORE, in consideration of the mutual covenants and promises set forth herein, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, it is hereby acknowledged and agreed that:**

- 1. Assignment. Assignor hereby sells, assigns and transfers to Assignee its entire right, title and interest in and to the Copyrights and the Marks, including all common law rights therein, the goodwill of the Seller's Business associated therewith and the registrations and applications therefor, together with all actions that accrue by virtue of this assignment, including the right to sue for infringement and collect damages.**
- 2. Execution and Delivery of Further Documents. Assignor hereby agrees to execute all documents, and do all things necessary to obtain such registrations and to perfect Assignee's rights in and to the Copyrights and the Marks hereby assigned.**
- 3. Governing Law. This Assignment shall be governed by the laws of the State of Florida.**

4. Counterparts. This Assignment may be executed in any number of counterparts by the parties hereto in separate counterparts, each of which when so executed and delivered shall be deemed an original and all of which counterparts taken together constitute one and the same instrument.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the parties have executed this Assignment as of the date first above written.

CHANGES INTERNATIONAL, INC. ("ASSIGNOR")

By: *Ross Blechman*  
Name: *Ross Blechman*  
Title: *Chairman and President*

GOLDSHIELD ACQUISITIONS INC. ("ASSIGNEE")

By: \_\_\_\_\_  
Name:  
Title:

IN WITNESS WHEREOF, the parties have executed this Assignment as of the date first above written.

CHANGES INTERNATIONAL, INC. ("ASSIGNOR")

By: \_\_\_\_\_  
Name:  
Title:

GOLDSHIELD ACQUISITIONS INC. ("ASSIGNEE")

By: MS  
Name: LAREN HARTZ  
Title: DIRECTOR AND P.O.A

**Schedule 2.1(e)(i)****Trademarks**

1. See annexed listing.
2. McZand Herbal, Inc. had the trademarks "CHANGES" and "CHANGES FOR WOMEN." The mark # to "CHANGES" is 1,907,025 and the application no. for "CHANGES FOR WOMEN" is 75/430,966. Assignment to Seller is annexed hereto.
3. Terry Paulson has registered a Florida trademark of Changes International – Design of diamonds around the letters of the word "Changes." The mark # is T94000001257. The mark was registered on 10/4/94 and expires on 10/4/04. There is a disclaimer in the registration for the word "International." Assignment to Seller is annexed hereto.
4. Terry Paulson has registered a Florida trademark if "THERMO LIFT!" The mark # is T94000001197. The mark was registered on 9/19/94 and will expire on 9/19/04. Assignment to Seller is annexed hereto.
5. Seller has registered a Florida trademark of "POWER NUTRIENT." The mark is # T97000001283. The mark was registered on 10/20/97 and will expire on 10/20/07. There are several parties who claim federal trademarks that are similar to "Power Nutrient" that may prevent the federal registration of this mark, to wit:
  - Mondo-Mer, Inc. of Bronxville, NY, owns a pending federal registration for "Hi Power Nutrient Formula" for a nutrient formula and claims a date of first use since January, 1980.
  - Joan C. Hunziker and William Timmons of LaJolla, CA, own a federal registration for "Power Line Nutrition" for dietary supplement (vitamins and minerals) and claim use of this mark since 4/17/96.
  - Nutriplus Corporation owns a federal application for "Nutripower" for food supplements and vitamins not sold in weight loss or management channels of trade.

## Schedule 2.1(e)(i)

### Trademarks

1. See annexed listing.
2. McZand Herbal, Inc. had the trademarks "CHANGES" and "CHANGES FOR WOMEN." The mark # to "CHANGES" is 1,907,025 and the application no. for "CHANGES FOR WOMEN" is 75/430,966. Assignment to Seller is annexed hereto.
3. Terry Paulson has registered a Florida trademark of Changes International – Design of diamonds around the letters of the word "Changes." The mark # is T94000001257. The mark was registered on 10/4/94 and expires on 10/4/04. There is a disclaimer in the registration for the word "International." Assignment to Seller is annexed hereto.
4. Terry Paulson has registered a Florida trademark if "THERMO LIFT!." The mark # is T94000001197. The mark was registered on 9/19/94 and will expire on 9/19/04. Assignment to Seller is annexed hereto.
5. Seller has registered a Florida trademark of "POWER NUTRIENT." The mark is # T97000001283. The mark was registered on 10/20/97 and will expire on 10/20/07. There are several parties who claim federal trademarks that are similar to "Power Nutrient" that may prevent the federal registration of this mark, to wit:
  - Mondo-Mer, Inc. of Bronxville, NY, owns a pending federal registration for "Hi Power Nutrient Formula" for a nutrient formula and claims a date of first use since January, 1980.
  - Joan C. Hunziker and William Timmons of LaJolla, CA, own a federal registration for "Power Line Nutrition" for dietary supplement (vitamins and minerals) and claim use of this mark since 4/17/96.
  - Nutriplus Corporation owns a federal application for "Nutripower" for food supplements and vitamins not sold in weight loss or management channels of trade.





CSC - TRENTON  
SUITE 305  
830 BEAR TAVERN ROAD  
WEST TRENTON NJ 08628  
800-631-2155  
609-530-0877

**TRADEMARK SEARCH REPORT**

DATE: APRIL 12, 2001

REQUESTING PARTY: BRIAN J. SLATTERY, ESQ  
RIKER, DANZIG, SCHERER, HYLAND & PERRETTI

ORDER NUMBER: 111175-005

NAME: CHANGES NOW  
REG NO: 2254989

---

As requested, a search has been performed in the following jurisdiction(s), looking for activity and liens filed on the above name.

Jurisdiction: DC - U.S. PATENT AND TRADEMARK OFFICE

XXXX- See attached listing

Please note the responsibility for verification of the files and determination of the information therein lies with the Filing Officer; we accept no liability for errors or omissions.

If there are any questions, please call: Diana K Jones/pal

**Latest Status Info**

Thank you for your request. Here are the latest results from the **TARR** web server.

Serial Number: 75375501

Registration Number: 2254989

Mark (words only): **CHANGES NOW!**

Current Status: Registered.

Date of Status: 1999-06-22

Filing Date: 1997-10-30

Registration Date: 1999-06-22

Law Office Assigned: TMEG Law Office 105

---

**CURRENT APPLICANT(S)/OWNER(S)**

I. Changes International of FWB, Inc.

---

**GOODS AND/OR SERVICES**

dietary supplements

---

**PROSECUTION HISTORY**

1999-06-22 - REGISTERED-PRINCIPAL REGISTER

1999-03-30 - PUBLISHED FOR OPPOSITION

1999-02-26 - NOTICE OF PUBLICATION

1999-01-11 - APPROVED FOR PUB - PRINCIPAL REGISTER

1998-12-14 - COMMUNICATION RECEIVED FROM APPLICANT

1998-06-10 - NON-FINAL ACTION MAILED

1998-06-09 - ASSIGNED TO EXAMINER

1998-06-08 - ASSIGNED TO EXAMINER

---

**CONTACT INFORMATION**

Attorney of Record: OSCAR A TOWER

Address:  
JOHN B HARDAWAY III  
HARDAWAY LAW FIRM PA  
PO BOX 10107  
GREENVILLE SC 29603-0107  
US



CSC - TRENTON  
SUITE 305  
830 BEAR TAVERN ROAD  
WEST TRENTON NJ 08628  
800-631-2155  
609-530-0877

**TRADEMARK SEARCH REPORT**

**DATE: APRIL 12, 2001**

**REQUESTING PARTY: BRIAN J. SLATTERY, ESQ  
RIKER, DANZIG, SCHERER, HYLAND & PERRETTI**

**ORDER NUMBER: 111175-010**

**NAME: CHANGES RELIEF  
REG NO: 2203966**

---

As requested, a search has been performed in the following jurisdiction(s), looking for activity and liens filed on the above name.

Jurisdiction: DC - U.S. PATENT AND TRADEMARK OFFICE

XXXX- See attached listing

Please note the responsibility for verification of the files and determination of the information therein lies with the Filing Officer; we accept no liability for errors or omissions.

If there are any questions, please call: Diana K Jones/pal

**Latest Status Info**

**Thank you for your request. Here are the latest results from the TARR web server.**

**Serial Number: 75375502**

**Registration Number: 2203966**

**Mark (words only): CHANGES RELIEF**

**Current Status: Registered.**

**Date of Status: 1998-11-17**

**Filing Date: 1997-10-20**

**Registration Date: 1998-11-17**

**Law Office Assigned: TMEG Law Office 105**

---

**CURRENT APPLICANT(S)/OWNER(S)**

**I. Changes International of FWB, Inc.**

---

**GOODS AND/OR SERVICES**

**dietary supplements**

---

**PROSECUTION HISTORY**

**1998-11-17 - REGISTERED-PRINCIPAL REGISTER**

**1998-08-25 - PUBLISHED FOR OPPOSITION**

**1998-07-24 - NOTICE OF PUBLICATION**

**1998-06-15 - APPROVED FOR PUB - PRINCIPAL REGISTER**

**1998-06-10 - EXAMINERS AMENDMENT MAILED**

**1998-06-09 - ASSIGNED TO EXAMINER**

**1998-06-08 - ASSIGNED TO EXAMINER**

---

**CONTACT INFORMATION**

**Attorney of Record: JOHN B HARDAWAY III**

**Address:  
JOHN B HARDAWAY III  
HARDAWAY LAW FIRM PA  
PO BOX 10107  
GREENVILLE SC 29603-0107  
US**



CSC - TRENTON  
SUITE 305  
830 BEAR TAVERN ROAD  
WEST TRENTON NJ 08628  
800-631-2155  
609-530-0877

TRADEMARK SEARCH REPORT

DATE: APRIL 12, 2001

REQUESTING PARTY: BRIAN J. SLATTERY, ESQ  
RIKER, DANZIG, SCHERER, HYLAND & PERRETTI

ORDER NUMBER: 111175-015

NAME: THERMO-LIFT  
REG NO: 2203967

---

As requested, a search has been performed in the following jurisdiction(s), looking for activity and liens filed on the above name.

Jurisdiction: DC - U.S. PATENT AND TRADEMARK OFFICE

XXXX- See attached listing

Please note the responsibility for verification of the files and determination of the information therein lies with the Filing Officer; we accept no liability for errors or omissions.

If there are any questions, please call: Diana K Jones/pal

Thank you for your request. Here are the latest results from the TARR web server.

Serial Number: 75375503

Registration Number: 2203967

Mark (words only): THERMO-LIFT

Current Status: Registered.

Date of Status: 1998-11-17

Filing Date: 1997-10-20

Registration Date: 1998-11-17

Law Office Assigned: TMEG Law Office 105

---

**CURRENT APPLICANT(S)/OWNER(S)**

I. Changes Internacional of FWB, Inc.

---

**GOODS AND/OR SERVICES**

dietary supplements

---

**PROSECUTION HISTORY**

1998-11-17 - REGISTERED-PRINCIPAL REGISTER

1998-08-25 - PUBLISHED FOR OPPOSITION

1998-07-24 - NOTICE OF PUBLICATION

1998-06-17 - APPROVED FOR PUB - PRINCIPAL REGISTER

1998-06-08 - ASSIGNED TO EXAMINER

---

**CONTACT INFORMATION**

Attorney of Record: JOHN B HARDAWAY III

Address:  
JOHN B HARDAWAY III  
HARDAWAY LAW FIRM PA  
PO BOX 10107  
GREENVILLE SC 29603-0107  
US

CSC - TRENTON  
SUITE 305  
830 BEAR TAVERN ROAD  
WEST TRENTON NJ 08628  
800-631-2155  
609-530-0877

**TRADEMARK SEARCH REPORT**

**DATE: APRIL 12, 2001**

**REQUESTING PARTY: BRIAN J. SLATTERY, ESQ**  
**RIKER, DANZIG, SCHERER, HYLAND & PERRETTI**

**ORDER NUMBER: 111175-020**

**NAME: CHANGES INTERNATIONAL**  
**REG NO: 2203968**

---

As requested, a search has been performed in the following jurisdiction(s), looking for activity and liens filed on the above name.

Jurisdiction: DC - U.S. PATENT AND TRADEMARK OFFICE

XXXX- See attached listing

Please note the responsibility for verification of the files and determination of the information therein lies with the Filing Officer; we accept no liability for errors or omissions.

If there are any questions, please call: Diana K Jones/pal

**Latest Status Info**

Thank you for your request. Here are the latest results from the **TARB web server**.

**Serial Number: 75375506**

**Registration Number: 2203968**

**Mark (words only): CHANGES INTERNATIONAL**

**Current Status: Registered.**

**Date of Status: 1998-11-17**

**Filing Date: 1997-10-30**

**Registration Date: 1998-11-17**

**Law Office Assigned: TMEG Law Office 105**

---

**CURRENT APPLICANT(S)/OWNER(S)**

**1. Changes International of FWB, Inc.**

---

**GOODS AND/OR SERVICES**

retail sale of dietary supplements by means of multi-level marketing and wholesale distributorships featuring dietary supplements

---

**PROSECUTION HISTORY**

1998-11-17 - REGISTERED-PRINCIPAL REGISTER

1998-08-25 - PUBLISHED FOR OPPOSITION

1998-07-24 - NOTICE OF PUBLICATION

1998-06-15 - APPROVED FOR PUB - PRINCIPAL REGISTER

1998-06-10 - EXAMINERS AMENDMENT MAILED

1998-06-09 - ASSIGNED TO EXAMINER

1998-06-09 - ASSIGNED TO EXAMINER

1998-06-08 - ASSIGNED TO EXAMINER

---

**CONTACT INFORMATION**

**Attorney of Record: JOHN B HARDAWAY III**

**Address:  
JOHN B HARDAWAY III  
HARDAWAY LAW FIRM PA  
PO BOX 10107  
GREENVILLE SC 29603-0107  
US**





CSC - TRENTON  
SUITE 305  
830 BEAR TAVERN ROAD  
WEST TRENTON NJ 08628  
800-631-2155  
609-530-0877

**TRADEMARK SEARCH REPORT**

DATE: APRIL 12, 2001

REQUESTING PARTY: BRIAN J. SLATTERY, ESQ  
RIKER, DANZIG, SCHERER, HYLAND & FERRETTI

ORDER NUMBER: 111175-025

NAME: SHARP THINKING  
REG NO: 2317252

---

As requested, a search has been performed in the following jurisdiction(s), looking for activity and liens filed on the above name.

Jurisdiction: DC - U.S. PATENT AND TRADEMARK OFFICE

XXXX- See attached listing

Please note the responsibility for verification of the files and determination of the information therein lies with the Filing Officer; we accept no liability for errors or omissions.

If there are any questions, please call: Diana K Jones/pal

**Latest Status Info**

**Thank you for your request. Here are the latest results from the TARE web server.**

**Serial Number: 75508870**

**Registration Number: 2317252**

**Mark (words only): SHARP THINKING**

**Current Status: Registered.**

**Date of Status: 2000-02-08**

**Filing Date: 1998-06-25**

**Registration Date: 2000-02-08**

**Law Office Assigned: TMEG Law Office 105**

---

**CURRENT APPLICANT(S)/OWNER(S)**

**I. CHANGES INTERNATIONAL OF FORT WALTON BEACH, INC.**

---

**GOODS AND/OR SERVICES**

**Dietary Supplements**

---

**PROSECUTION HISTORY**

**2000-02-08 - REGISTERED-PRINCIPAL REGISTER**

**1999-11-17 - ALLOWED PRINCIPAL REGISTER - SOU ACCEPTED**

**1999-11-09 - ASSIGNED TO EXAMINER**

**1999-10-06 - STATEMENT OF USE PROCESSING COMPLETE**

**1999-10-06 - USE AMENDMENT FILED**

**1999-09-07 - NOTICE OF ALLOWANCE-MAILED**

**1999-06-15 - PUBLISHED FOR OPPOSITION**

**1999-05-14 - NOTICE OF PUBLICATION**

**1999-03-23 - APPROVED FOR PUB - PRINCIPAL REGISTER**

**1999-03-03 - ASSIGNED TO EXAMINER**

**1999-03-01 - ASSIGNED TO EXAMINER**

---

**CONTACT INFORMATION**

**Attorney of Record: JOSEPH J CONKLIN**

**Address:  
JOSEPH J CONKLIN  
TWIN LABORATORIES INC  
2120 SMITHTOWN AVE  
RONKONKOMA NY 11779  
US**

11/12/2001 10:00:00 AM



CSC - TRENTON  
SUITE 305  
830 BEAR TAVERN ROAD  
WEST TRENTON NJ 08628  
800-631-2155  
609-530-0877

TRADEMARK SEARCH REPORT

DATE: APRIL 12, 2001

REQUESTING PARTY: BRIAN J. SLATTERY, ESQ  
RIKER, DANZIG, SCHERER, HYLAND & PERRETTI

ORDER NUMBER: 111175-030

NAME: BRIGHTEN UP  
SERIAL NO: 75-508869

---

As requested, a search has been performed in the following jurisdiction(s), looking for activity and liens filed on the above name.

Jurisdiction: DC - U.S. PATENT AND TRADEMARK OFFICE

XXXX- See attached listing

Please note the responsibility for verification of the files and determination of the information therein lies with the Filing Officer; we accept no liability for errors or omissions.

If there are any questions, please call: Diana K Jones/pal

**Latest Status Info**

Thank you for your request. Here are the latest results from the TARB web server.

Serial Number: 75508869

Registration Number: (NOT AVAILABLE)

Mark (words only): BRIGHTEN UP

Current Status: The examining attorney has accepted the Statement of Use and the application will register in due course.

Date of Status: 2001-02-25

Filing Date: 1998-06-25

Registration Date: (DATE NOT AVAILABLE)

Law Office Assigned: TMEG Law Office 105

---

**CURRENT APPLICANT(S)/OWNER(S)**

I. CHANGES INTERNATIONAL OF FORT WALTON BEACH, INC.

**GOODS AND/OR SERVICES**

Dietary Supplements

---

**PROSECUTION HISTORY**

2001-03-25 - Allowed for Registration - Principal Register (SOU accepted)

2000-03-02 - Response to office action

2000-02-15 - Non-final action mailed

2000-01-28 - Case file assigned to examining attorney

1999-12-01 - Statement of use processing complete

1999-12-01 - Amendment to Use filed

1999-10-12 - Notice of allowance - mailed

1999-07-20 - Published for opposition

1999-06-18 - Notice of publication

1999-04-21 - Approved for Pub - Principal Register (Initial exam)

1999-03-01 - Case file assigned to examining attorney

---

**CONTACT INFORMATION**

Attorney of Record: JOSEPH J CONKLIN

Address:  
JOSEPH J CONKLIN  
TWIN LABORATORIES INC  
2120 SMITHTOWN AVE  
RONKONKOMA NY 11779  
US

<http://tarr.uspto.gov/service/tarr?register=serial&entry=75508869>

4/12/2001

---

TRADEMARK  
REEL: 002514 FRAME: 0668

XXXXXXXXXXXX



CSC - TRENTON  
SUITE 305  
830 BEAR TAVERN ROAD  
WEST TRENTON NJ 08628  
800-631-2155  
609-530-0877

**TRADEMARK SEARCH REPORT**

DATE: APRIL 12, 2001

REQUESTING PARTY: BRIAN J. SLATTERY, ESQ  
RIKER, DANZIG, SCHERER, HYLAND & PERRETTI

ORDER NUMBER: 111175-035

NAME: BEST FRIENDS  
REG NO: 2356088

---

As requested, a search has been performed in the following jurisdiction(s), looking for activity and liens filed on the above name.

Jurisdiction: DC - U.S. PATENT AND TRADEMARK OFFICE

XXXX- See attached listing

Please note the responsibility for verification of the files and determination of the information therein lies with the Filing Officer; we accept no liability for errors or omissions.

If there are any questions, please call: Diana K Jones/pal

Thank you for your request. Here are the latest results from the TARR web server.

Serial Number: 75508868

Registration Number: 2356088

Mark (words only): BEST FRIENDS

Current Status: Registered

Date of Status: 2000-06-06

Filing Date: 1998-06-25

Registration Date: 2000-06-06

Law Office Assigned: TMEG Law Office 105

---

**CURRENT APPLICANT(S)/OWNER(S)**

I. CHANGES INTERNATIONAL OF FORT WALTON BEACH, INC.

**GOODS AND/OR SERVICES**

Dietary Supplements

---

**PROSECUTION HISTORY**

2000-06-06 - Registered - Principal Register

2000-03-17 - Allowed for Registration - Principal Register (SOU accepted)

2000-03-16 - Case file assigned to examining attorney

2000-03-08 - Statement of use processing complete

2000-01-06 - Amendment to Use filed

1999-10-19 - Notice of allowance - mailed

1999-07-27 - Published for opposition

1999-06-25 - Notice of publication

1999-04-22 - Approved for Pub - Principal Register (Initial exam)

1999-03-01 - Case file assigned to examining attorney

---

**CONTACT INFORMATION**

Attorney of Record: JOSEPH J CONKLIN

**Address:**

JOSEPH J CONKLIN  
TWIN LABORATORIES INC  
2120 SMITHTOWN AVE  
RONKONKOMA NY 11779  
US





CSC - TRENTON  
SUITE 305  
830 BEAR TAVERN ROAD  
WEST TRENTON NJ 08628  
800-631-2155  
609-530-0877

TRADEMARK SEARCH REPORT

DATE: APRIL 12, 2001

REQUESTING PARTY: BRIAN J. SLATTERY, ESQ  
RIKER, DANZIG, SCHERER, HYLAND & PERRETTI

ORDER NUMBER: 111175-040

NAME: TIME FIGHTERS  
REG NO: 2385230

---

As requested, a search has been performed in the following jurisdiction(s), looking for activity and liens filed on the above name.

Jurisdiction: DC - U.S. PATENT AND TRADEMARK OFFICE

XXXX- See attached listing

XXXX- Please note that the NAME does not match the REGISTRATION NUMBER on record.

Please note the responsibility for verification of the files and determination of the information therein lies with the Filing Officer; we accept no liability for errors or omissions.

If there are any questions, please call: Diana K Jones/pal

**Thank you for your request. Here are the latest results from the TARR web server.**

**This page was generated by the TARR system on 05/14/2002 11:15:09 ET**

**Serial Number:** 75508871

**Registration Number:** 2386230

**Mark (words only):** TIME FIGHTERS

**Current Status:** Registered.

**Date of Status:** 2000-09-12

**Filing Date:** 1998-06-25

**Registration Date:** 2000-09-12

**Law Office Assigned:** TMEG Law Office 105

**CURRENT APPLICANT(S)/OWNER(S)**

1. CHANGES INTERNATIONAL OF FORT WALTON BEACH, INC.

**Address:**

CHANGES INTERNATIONAL OF FORT WALTON BEACH, INC.  
1008 Airport Road  
Destin, FL 32541  
United States

**State or Country of Incorporation:** Florida

**Legal Entity Type:** Corporation

**GOODS AND/OR SERVICES**

Dietary Supplements  
**International Class:** 005  
**First Use Date:** 19980400  
**First Use in Commerce Date:** 19980400

**Basis:** 1(a)

**ADDITIONAL INFORMATION**

(NOT AVAILABLE)

**PROSECUTION HISTORY**

- 2000-09-12 - Registered - Principal Register
- 2000-06-02 - Allowed for Registration - Principal Register (SOU accepted)
- 1999-10-28 - Non-final action mailed
- 1999-10-20 - Case file assigned to examining attorney
- 1999-10-18 - Statement of use processing complete

1999-09-23 - Amendment to Use filed

1999-08-17 - Notice of allowance - mailed

1999-05-25 - Published for opposition

1999-04-23 - Notice of publication

1999-03-08 - Approved for Pub - Principal Register (Initial exam)

1999-03-01 - Case file assigned to examining attorney

**CONTACT INFORMATION**

**Correspondent (Owner)**

JOSEPH J CONKLIN (Attorney of record)

JOSEPH J CONKLIN  
TWIN LABORATORIES INC  
2120 SMITHTOWN AVE  
RONKONKOMA NY 11779  
United States



CSC - TRENTON  
SUITE 305  
830 BEAR TAVERN ROAD  
WEST TRENTON NJ 08628  
800-631-2155  
609-530-0877

**TRADEMARK SEARCH REPORT**

**DATE: APRIL 12, 2001**

**REQUESTING PARTY: BRIAN J. SLATTERY, ESQ  
RIKER, DANZIG, SCHERER, HYLAND & PERRETTI**

**ORDER NUMBER: 111175-045**

**NAME: SOY DEFENSE  
REG NO: 2409175**

---

As requested, a search has been performed in the following jurisdiction(s), looking for activity and liens filed on the above name.

**Jurisdiction: DC - U.S. PATENT AND TRADEMARK OFFICE**

**XXXX- See attached listing**

**Please note the responsibility for verification of the files and determination of the information therein lies with the Filing Officer; we accept no liability for errors or omissions.**

**If there are any questions, please call: Diana K Jones/pal**

Thank you for your request. Here are the latest results from the TARR web server.

Serial Number: 75508872

Registration Number: 2409175

Mark (words only): SOY DEFENSE

Current Status: Registered.

Date of Status: 2000-11-28

Filing Date: 1998-06-25

Registration Date: 2000-11-28

Law Office Assigned: TMEG Law Office 105

---

**CURRENT APPLICANT(S)/OWNER(S)**

**I. CHANGES INTERNATIONAL OF FORT WALTON BEACH, INC.**

**GOODS AND/OR SERVICES**

Dietary Supplements

---

**PROSECUTION HISTORY**

2000-11-28 - Registered - Principal Register

2000-07-20 - Allowed for Registration - Principal Register (SOU accepted)

2000-02-23 - Response to office action

2000-01-11 - Non-final action mailed

1999-12-20 - Case file assigned to examining attorney

1999-11-08 - Statement of use processing complete

1999-10-14 - Amendment to Use filed

1999-08-24 - Notice of allowance - mailed

1999-06-01 - Published for opposition

1999-04-30 - Notice of publication

1999-03-15 - Approved for Pub - Principal Register (Initial exam)

1999-03-09 - Examiner's amendment mailed

1999-03-01 - Case file assigned to examining attorney

---

**CONTACT INFORMATION**

Attorney of Record: JOSEPH J CONKLIN

Address:

JOSEPH J CONKLIN  
TWIN LABORATORIES INC  
2120 SMITHTOWN AVE

RONKONKOMA NY 11779  
US

---



CSC - TRENTON  
SUITE 305  
830 BEAR TAVERN ROAD  
WEST TRENTON NJ 08628  
800-631-2155  
609-530-0877

**TRADEMARK SEARCH REPORT**

**DATE: APRIL 12, 2001**

**REQUESTING PARTY: BRIAN J. SLATTERY, ESQ  
RIKER, DANZIG, SCHERER, HYLAND & PERRETTI**

**ORDER NUMBER: 111175-050**

**NAME: SYSTE-MAX  
SERIAL NO: 75738438**

---

As requested, a search has been performed in the following jurisdiction(s), looking for activity and liens filed on the above name.

Jurisdiction: DC - U.S. PATENT AND TRADEMARK OFFICE

XXXX- See attached listing

Please note the responsibility for verification of the files and determination of the information therein lies with the Filing Officer; we accept no liability for errors or omissions.

If there are any questions, please call: Diana K Jones/pal

**Latest Status Info**

**Thank you for your request. Here are the latest results from the TARR web server.**

**Serial Number: 75738438**

**Registration Number: 2441576**

**Mark (words only): SYSTE-MAX**

**Current Status: Registered.**

**Date of Status: 2001-04-03**

**Filing Date: 1999-06-25**

**Registration Date: 2001-04-03**

**Law Office Assigned: TMEG Law Office 105**

---

**CURRENT APPLICANT(S)/OWNER(S)**

**I. CHANGES INTERNATIONAL OF FORT WALTON BEACH, INC.**

**GOODS AND/OR SERVICES**

**Dietary Supplements**

---

**PROSECUTION HISTORY**

**2001-04-03 - Registered - Principal Register**

**2000-10-13 - Allowed for Registration - Principal Register (SOU accepted)**

**2000-10-03 - Case file assigned to examining attorney**

**2000-09-29 - Statement of use processing complete**

**2000-07-31 - Amendment to Use filed**

**2000-03-14 - Notice of allowance - mailed**

**1999-12-21 - Published for opposition**

**1999-11-19 - Notice of publication**

**1999-09-24 - Approved for Pub - Principal Register (Initial exam)**

**1999-09-23 - Case file assigned to examining attorney**

---

**CONTACT INFORMATION**

**Attorney of Record: Joseph J. Conklin**

**Address:  
JOSEPH J. CONKLIN  
TWIN LABORATORIES INC.  
150 MOTOR PARKWAY  
HAUPPAUGE, NEW YORK 11788  
US**





CSC - TRENTON  
SUITE 305  
830 BEAR TAVERN ROAD  
WEST TRENTON NJ 08628  
800-631-2155  
609-530-0877

TRADEMARK SEARCH REPORT

DATE: APRIL 12, 2001

REQUESTING PARTY: BRIAN J. SLATTERY, ESQ  
RIKER, DANZIG, SCHERER, HYLAND & PERRETTI

ORDER NUMBER: 111175-055

NAME: TRU-SORB  
SERIAL NO: 75738437

---

As requested, a search has been performed in the following jurisdiction(s), looking for activity and liens filed on the above name.

Jurisdiction: DC - U.S. PATENT AND TRADEMARK OFFICE

XXXX- See attached listing

Please note the responsibility for verification of the files and determination of the information therein lies with the Filing Officer; we accept no liability for errors or omissions.

If there are any questions, please call: Diana K Jones/pal

**Latest Status Info**

Thank you for your request. Here are the latest results from the TARR web server.

**Serial Number:** 75738437

**Registration Number:** 2443420

**Mark (words only):** TRU-SORB

**Current Status:** Registered.

**Date of Status:** 2001-04-10

**Filing Date:** 1999-06-25

**Registration Date:** 2001-04-10

**Law Office Assigned:** TMEG Law Office 105

---

**CURRENT APPLICANT(S)/OWNER(S)**

**I. CHANGES INTERNATIONAL OF FORT WALTON BEACH, INC.**

**GOODS AND/OR SERVICES**

Ingredients sold as a component of dietary supplements

---

**PROSECUTION HISTORY**

2001-04-10 - Registered - Principal Register

2000-11-03 - Allowed for Registration - Principal Register (SOU accepted)

2000-10-16 - Examiner's amendment mailed

2000-10-03 - Case file assigned to examining attorney

2000-09-29 - Statement of use processing complete

2000-07-31 - Amendment to Use filed

2000-03-14 - Notice of allowance - mailed

1999-12-21 - Published for opposition

1999-11-19 - Notice of publication

1999-09-24 - Approved for Pub - Principal Register (Initial exam)

1999-09-23 - Case file assigned to examining attorney

---

**CONTACT INFORMATION**

**Attorney of Record:** Joseph J. Conklin

**Address:**

JOSEPH J. CONKLIN

TWIN LABORATORIES INC.

150 MOTOR PARKWAY

HAUPPAUGE, NEW YORK 11788

US





CSC - TRENTON  
SUITE 305  
830 BEAR TAVERN ROAD  
WEST TRENTON NJ 08628  
800-631-2155  
609-530-0877

TRADEMARK SEARCH REPORT

DATE: APRIL 12, 2001

REQUESTING PARTY: BRIAN J. SLATTERY, ESQ  
RIKER, DANZIG, SCHERER, HYLAND & PERRETTI

ORDER NUMBER: 111175-060

NAME: PINNA-CAL  
SERIAL NO: 75738436

---

As requested, a search has been performed in the following jurisdiction(s), looking for activity and liens filed on the above name.

Jurisdiction: DC - U.S. PATENT AND TRADEMARK OFFICE

XXXX- See attached listing

Please note the responsibility for verification of the files and determination of the information therein lies with the Filing Officer; we accept no liability for errors or omissions.

If there are any questions, please call: Diana K Jones/pal

Thank you for your request. Here are the latest results from the TARR web server.

Serial Number: 75738436

Registration Number: (NOT AVAILABLE)

Mark (words only): PINNA-CAL

Current Status: A statement of use has been filed and all processing in the Intent to Use Section is complete.

Date of Status: 2001-04-02

Filing Date: 1999-06-25

Registration Date: (DATE NOT AVAILABLE)

Law Office Assigned: TMEG Law Office 105

**CURRENT APPLICANT(S)/OWNER(S)**

I. CHANGES INTERNATIONAL OF FORT WALTON BEACH, INC.

GOODS AND/OR SERVICES

Dietary Supplements containing calcium

**PROSECUTION HISTORY**

- 2001-04-02 - Statement of use processing complete
- 2001-03-05 - Amendment to Use filed
- 2001-01-30 - Notice of allowance - mailed
- 2000-11-07 - Published for opposition
- 2000-10-06 - Notice of publication
- 2000-07-10 - Approved for Pub - Principal Register (Initial exam)
- 2000-03-22 - Response to office action
- 1999-09-24 - Non-final action mailed
- 1999-09-23 - Case file assigned to examining attorney

**CONTACT INFORMATION**

Attorney of Record: Joseph J. Conklin

Address:  
 JOSEPH J. CONKLIN  
 TWIN LABORATORIES INC.  
 150 MOTOR PARKWAY  
 HAUPPAUGE, NEW YORK 11788  
 US



CSC - TRENTON  
SUITE 305  
830 BEAR TAVERN ROAD  
WEST TRENTON NJ 08628  
800-631-2155  
609-530-0877

**TRADEMARK SEARCH REPORT**

DATE: APRIL 12, 2001

REQUESTING PARTY: BRIAN J. SLATTERY, ESQ  
RIKER, DANZIG, SCHERER, HYLAND & PERRETTI

ORDER NUMBER: 111175-065

NAME: DISCOVER YOUR THINNER SELF  
SERIAL NO: 76043158

---

As requested, a search has been performed in the following jurisdiction(s), looking for activity and liens filed on the above name.

Jurisdiction: DC - U.S. PATENT AND TRADEMARK OFFICE

XXXX- See attached listing

Please note the responsibility for verification of the files and determination of the information therein lies with the Filing Officer; we accept no liability for errors or omissions.

If there are any questions, please call: Diana K Jones/pal



Florida Department of State, Jim Smith, Secretary of State

ASSIGNMENT OF MARK REGISTRATION

1.) The mark to be assigned is

CHANGES INTERNATIONAL

Registration Number T,941,257

2.) ASSIGNOR:

Name Terry Paulson

(If Assignor is a corporation, the State in which incorporated) \_\_\_\_\_

Address 212 Dolphin Estates CT.

City Destin State/Zip Florida, 32541-2235

3.) ASSIGNEE:

Name Changes International of Fort Walton Beach, Inc.

(If Assignee is a corporation, the state in which incorporated) Florida

Address 548 Mary Ester Cutoff #325

City Ft. Walton Beach State/Zip Florida, 32548

4.) All Right, title and interest in and to said mark, together with the good v of the business in which the mark is used (or that part of the good will of t business connected with the use of the mark) is hereby assigned

Terry Paulson (the Assignor) to Changes International of Fort Walton Beach, Inc. (the Assignee).

TERRY PAULSON  
(Assignor)

By Terry Paulson

CHANGES INTERNATIONAL OF FORT WALTON BEACH, INC.  
(Assignee)

By Terry Paulson  
TERRY PAULSON, VICE PRESIDENT

STATE OF NY  
COUNTY OF NY

Subscribed and sworn to before me this the 11<sup>th</sup> day of November, 19 97.

(Notary Seal)

FABIOLA ARELLANO  
Notary Public, State of New York  
No. 01495072866  
Qualified in New York County  
Commission Expires Feb. 19, 1998

Fabiola Arellano  
Notary Public

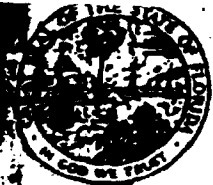
INSTRUCTIONS: The assignment must be signed by both the assignee and the assignor. If a corporation, an officer of the corporation must sign. Both the assignee and the assignor's signature must be acknowledged before a Notary Public. If you need assistance, call the Trademark Section at (904)487-6051.

FILING FEE: \$50

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314

TRADEMARK

REEL: 002514 FRAME: 0686



Florida Department of State, Jim Smith, Secretary of State

ASSIGNMENT OF MARK REGISTRATION

1.) The mark to be assigned is
THERMO LIFT HERBAL ENERGIZER SUPER FAT BURNER

Registration Number T.941.197

2.) ASSIGNOR:

Name Terry Paulson

(If Assignor is a corporation, the State in which incorporated)

Address 212 Dolphin Estates Ct.

City Destin State/Zip Florida, 32541-2235

3.) ASSIGNEE:

Name Changes International of Fort Walton Beach, Inc.

(If Assignee is a corporation, the state in which incorporated) Florida

Address 548 Mary Ester Cutoff #325

City Ft. Walton Beach State/Zip Florida 32548

4.) All Right, title and interest in and to said mark, together with the good will of the business in which the mark is used (or that part of the good will of the business connected with the use of the mark) is hereby assigned by Terry Paulson (the Assignor) to Changes International of Fort Walton Beach, Inc. (the Assignee).

Terry Paulson (Assignor signature)

(Assignor)

Terry Paulson (Assignee signature)

(Assignee)

CHANGES INTERNATIONAL OF FORT WALTON BEACH, INC

By Terry Paulson

By Terry Paulson VICE PRESIDENT

STATE OF NY

COUNTY OF NY

Subscribed and sworn to before me this the 11th day of November, 1997.

FABIOLA ARELLANO Notary Public, State of New York No. 01AR5072898 Qualified in New York County Commission Expires Feb. 10, 1999

(Notary Seal)

INSTRUCTIONS: The assignment must be signed by both the assignee and the assignor. If a corporation, an officer of the corporation must sign. Both the assignee and the assignor's signature must be acknowledged before a Notary Public. If you need assistance, call the Trademark Section at (904)487-6051.

FILING FEE: \$50

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314

TRADEMARK REEL: 002514 FRAME: 0687



22

Ass't	Seq	Cap'd	Description	Acquisition Val	Accumulated	Book Value	Curr
90005	0	4/1/1998	Changes Trademark	40,000.00	-3,833.00	36,167.00	USD
*Assol class 00008300 Trademarks							
**Bal. Sht. Act. APC 0000193001 Trademarks							
				40,000.00	-3,833.00	36,167.00	USD
				40,000.00	-3,833.00	36,167.00	USD
				40,000.00	-3,833.00	36,167.00	USD
				1,186,045.59	-779,172.76	406,872.83	USD

FINANCIAL STATEMENTS