

02-13-2003

COVER SHEET ONLY

To the Honorable Com



1. Name of conveying part:

Jarrow Industries, Inc.
12246 Hawkins Street
Santa Fe Springs, CA 90670-3365

102365076

- [] Individual(s) [] Association
[] General Partnership [] Limited Partnership
[X] Corporation: a California Corporation
[] Other:

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

3. Nature of conveyance:

- [X] Assignment [] Merger
[] Security Agreement [] Change of Name
[] Other:

Execution Date: January 29, 2003

record the attached original documents or copy thereof.

Name and address of receiving party(ies):

Jarrow Formulas, Inc.
1824 South Robertson Blvd.
Los Angeles, CA 90035

2/11/03

- [] Individual(s) citizenship:
[] Association
[] General Partnership
[] Limited Partnership
[X] Corporation: a California Corporation

[] Other:
If assignee is not domiciled in the United States, a domestic representative designation is attached: [] Yes [X] No

(Designations must be a separate document from Assignment)
Additional name(s) & address(es) attached? [] Yes [X] No

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

A. Trademark Application No.(s):
78/124,415 and 78/124,423

B. Trademark Registration No.(s):

Additional numbers attached? [] Yes [X] No

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

Name: Mark D. Giarratana, Esq.
Internal Address: Cummings & Lockwood
Street Address: 700 State Street
Post Office Box 1960
City: New Haven State: Connecticut Zip: 06509-1960

6. Total number of applications and registrations involved: [2]

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

- [X] Enclosed
[] Authorized to be charged to deposit account

8. Deposit account number:
(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.

Signature: Mark D. Giarratana

Feb. 6, 2003

Total number of pages comprising cover sheet: [3]

02/13/2003 DBYRNE 00000078 78124415

01 FC:8521 40.00 OP
02 FC:8522 25.00 OP

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Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

FINANCIAL SECTION
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Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

SERVICE MARK ASSIGNMENT

WHEREAS, Jarrow Industries, Inc., organized and existing under the laws of the State of California, having a place of business at 12246 Hawkins Street, Santa Fe Springs, California 90670-3365 ("Assignor"), has adopted, used and is using and is the owner of the JARROW INDUSTRIES and the JII service marks (the "Marks"), and is the owner of the following pending U.S. applications for the Marks:

JARROW INDUSTRIES, Serial No. 78/124,415, filed on April 26, 2002; and
JII, Serial No. 78/124,423, filed on April 26, 2002.

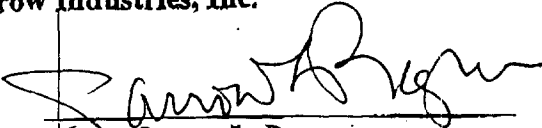
WHEREAS, Jarrow Formulas, Inc., organized and existing under the laws of the State of California, having its place of business at 1824 South Robertson Blvd., Los Angeles, California 90035 ("Assignee"), desires to acquire said Marks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee, its successors and assigns, all right, title and interest in and to the Marks, the applications therefor, together with the goodwill of the business symbolized by the Marks and with the right to recover and have damages and profits for past infringement.

IN WITNESS WHEREOF, Assignor has caused this Service Mark Assignment to be executed by its duly authorized officer and delivered as of this 29th day of January 2003.

Jarrow Industries, Inc.

By:


Name: Jarrow L. Rogovin
Title: Chairman of the Board

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