

01-20-2004



Attorney Docket No.: 5158-35

102649278

TO THE COMMISSIONER OF PATENTS AND TRADEMARKS

Please record the attached original documents or copy thereof.

1-15-04

1. Name of conveying party(ies):
Bernard Food Industries, Inc.

Individuals(s) Association
 General Partnership Limited Partnership
 Corporation-State Illinois
 Other

2. Name and address of receiving party(ies):
Name: **eDiets.com, Inc.**
Internal Address:
Street Address: **3801 West Hillsboro Boulevard**
City: **Deerfield Beach**
Country/State/Zip: **Florida 33442**

Individual Citizenship ___
 Association ___
 General Partnership ___
 Limited Partnership ___
 Corporation-State Delaware
 Other ___

Additional names and addresses attached? yes no

OFFICE OF PATENT RECORDS
2004 JAN 15 PM 3:08
FINANCE SECTION

3. Nature of Conveyance
 Assignment Merger
 Security Agreement Change of Name
 Other _

Execution Date: December 29, 2003

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

A. Trademark Application No.(s) 76/041,076	B. Trademark Registration No.(s): N/A
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Additional numbers attached? Yes No

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

Name: Edward M. Weisz, Esq.

Internal Address: Cohen, Pontani, Lieberman & Pavane
Street Address: 551 Fifth Avenue, Suite 1210
City: New York State: NY ZIP: 10176

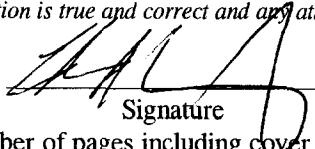
6. Total number of applications and trademarks involved:
[1]

7. Total fee (37 C.F.R. 3.41)..... \$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 03-2412
(Attach duplicate copy of this page if paying by deposit account)

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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.

Edward M. Weisz, Esq.  January 13, 2004
Name of Person Signing Signature Date

Reg. No. 37,257 Total number of pages including cover sheet, attachments and document **[2]**

OMB No. 0651-0011 (exp. 4/84)

do not detach this portion
Mail documents to be recorded with required cover sheet information to:

01/16/2004 LNUELLER 00000109 76041076

01 FC:8521

40.00 OP

Mail Stop Assignment Recordation
Director of the US Patent and Trademark Office
PO Box 1450
Alexandria, VA 22313-1450

TRADEMARK ASSIGNMENT

In consideration of ten (\$10.00) dollars and other good and valuable consideration the receipt of which is hereby acknowledged, the undersigned, Bernard Food Industries, Inc., an Illinois corporation, having its principal place of business at 1125 Hartley Avenue, Evanston, Illinois 60204, hereby sells, assigns and transfers unto eDiets.com, Inc., a Delaware corporation having its principal place of business at 3801 West Hillsboro Boulevard, Deerfield Beach, Florida 33442, its entire right, title and interest in and to the marks EDIETSHOP and EDIETSHOP.COM in the United States and to its United States Trademark Application No. 76/041076 for its EDIETSHOP.COM mark, including the goodwill connected with the use of said mark, and the right to sue third parties for past infringement of said mark.

BERNARD FOOD INDUSTRIES, INC.

Dated: 12-29-03

By: 

Name: Steven Bernard

Title: President