

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	03/01/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
ESU, Inc.		02/15/2005	CORPORATION: FLORIDA

RECEIVING PARTY DATA

Name:	Sports Nutrition Depot, LLC
Street Address:	3750 Park Central Boulevard North
City:	Pompano Beach
State/Country:	FLORIDA
Postal Code:	33064
Entity Type:	LIMITED LIABILITY COMPANY: FLORIDA

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	2916393	NUTRITION DEPOT
Registration Number:	2217734	SPORTS NUTRITION DEPOT

CORRESPONDENCE DATA


Fax Number: (716)849-0349
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: (716) 856-4000
 Email: ksuzan@hodgsonruss.com
 Correspondent Name: Kenneth D. Suzan
 Address Line 1: Hodgson Russ LLP
 Address Line 2: One M&T Plaza, Suite 2000
 Address Line 4: Buffalo, NEW YORK 14203

ATTORNEY DOCKET NUMBER:	040907.00001
NAME OF SUBMITTER:	Kenneth D. Suzan

CH \$65.00 2916393

Signature:	/Kenneth D. Suzan/
Date:	08/18/2006
Total Attachments: 10 source=SPORTS NUTRITION#page1.tif source=SPORTS NUTRITION#page2.tif source=SPORTS NUTRITION#page3.tif source=SPORTS NUTRITION#page4.tif source=SPORTS NUTRITION#page5.tif source=SPORTS NUTRITION#page6.tif source=SPORTS NUTRITION#page7.tif source=SPORTS NUTRITION#page8.tif source=SPORTS NUTRITION#page9.tif source=SPORTS NUTRITION#page10.tif	

State of Florida



NOTE

Department of State

I certify the attached is a true and correct copy of the Articles of Merger, filed on February 28, 2005, effective March 1, 2005, for SPORTS NUTRITION DEPOT, LLC, the surviving Florida entity, as shown by the records of this office.

I further certify the document was electronically received under FAX audit number H05000048139 and this certificate issued in accordance with section 15.16, Florida Statutes, and authenticated by the code noted below.

The document number of this corporation is L04000083296.

Authentication Code: 605A00014066-030105-L04000083296-1/1

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
First day of March, 2005



Glenda E. Hood
Glenda E. Hood
Secretary of State

TRADEMARK

REEL: 003372 FRAME: 0126



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

March 1, 2005

SPORTS NUTRITION DEPOT, LLC
3750 PARK CENTRAL BLVD. NORTH
POMPANO BEACH, FL 33064

NOTE



Re: Document Number L04000083296

The Articles of Merger for SPORTS NUTRITION DEPOT, LLC, the surviving Florida entity were filed on February 28, 2005, effective March 1, 2005.

The certification you requested is enclosed. To be official, the certification for a certified copy must be attached to the original document that was electronically submitted and filed under FAX audit number H05000048139.

Should you have any questions regarding this matter, please feel free to telephone (850) 245-6967, the Registration/Foreign Qualification.

Michelle Hodges
Document Specialist
Division of Corporations

Letter Number: 605A00014066

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

Sent By: MASTRIANA AND CHRISTIANSEN; 9545661592; Feb-28-05 10:20

Division of Corporations

6040000 (3296)

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

2/28 merger

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

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Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850)205-0380

MJH

From: Account Name : MASTRIANA & CHRISTIANSEN, P.A.
Account Number : 119990000141
Phone : (954)565-1234
Fax Number : 954-566-1592

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DIVISION OF CORPORATIONS

MERGER OR SHARE EXCHANGE

SPORTS NUTRITION DEPOT, LLC

Certificate of Status	1
Certified Copy	1
Page Count	08
Estimated Charge	\$385.00

345.00

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Corporate Filing

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ARTICLES OF MERGER

The following articles of merger are being submitted in accordance with section(s) 607.1109, 608.4382, and/or 620.203, Florida Statutes.

FIRST: The exact name, street address of its principal office, jurisdiction, and entity type for each merging party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
1. ESU, Inc. 3750 Park Central Boulevard North Pompano Beach, FL 33064 Florida Document/Registration Number: K66862	Florida	Profit Corporation
2. ESU II, Inc. 3750 Park Central Boulevard North Pompano Beach, FL 33064 Florida Document/Registration Number: P96000014267	Florida	Profit Corporation
3. ESU III, Inc. 3750 Park Central Boulevard North Pompano Beach, FL 33064 Florida Document/Registration Number: P99000098610	Florida	Profit Corporation
4. ESU IV, Inc. 3750 Park Central Boulevard North Pompano Beach, FL 33064 Florida Document/Registration Number: P00000021994	Florida	Profit Corporation
5. ESU V, Inc. 3750 Park Central Boulevard North Pompano Beach, FL 33064 Florida Document/Registration Number: P00000071359	Florida	Profit Corporation
6. ESU VI, Inc. 3750 Park Central Boulevard North Pompano Beach, FL 33064 Florida Document/Registration Number: P00000071351	Florida	Profit Corporation
7. AMS, LLC 3750 Park Central Boulevard North Pompano Beach, FL 33064 Florida Document/Registration Number: L02000013577	Florida	Limited Liability Company

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- 8. 1805 ND, LLC Florida Limited Liability Company
3750 Park Central Boulevard North
Pompano Beach, FL 33064
Florida Document/Registration Number: L04000004562
- 9. Boynton Beach ND, LLC Florida Limited Liability Company
3750 Park Central Boulevard North
Pompano Beach, FL 33064
Florida Document/Registration Number: L03000015149

SECOND: The exact name, street address of its principal office, jurisdiction, and entity type of the surviving party is as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Sports Nutrition Depot LLC 3750 Park Central Boulevard North Pompano Beach, FL 33064 Florida Document/Registration Number: L04000083296	Florida	Limited Liability Company

THIRD: The attached Plan of Merger meets the requirements of section(s) 607.1108, 608.438, 617.1103, and/or 620.201, Florida Statutes, and was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with Chapter(s) 607, 617, 608, and/or 620, Florida Statutes.

FOURTH: If applicable, the attached Plan of Merger was approved by the other business entity(ies) that is/are party(ies) to the merger in accordance with the respective laws of all applicable jurisdictions.

FIFTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity hereby appoints the Florida Secretary of State as its agent for substitute service of process pursuant to Chapter 48, Florida Statutes, in any proceeding to enforce any obligation or rights of any dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger.

SIXTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity agrees to pay the dissenting shareholders, partners, and/or members of each domestic corporation, partnership, limited partnership and/or limited liability company that is a party to the merger the amount, if any, to which they are entitled under section(s) 607.1302, 620.205, and/or 608.4384, Florida Statutes.

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SENT BY: MASTRIANA AND CHRISTIANSEN; 9545861592; Feb-26-05 10:34; Page 4

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SEVENTH: If applicable, the surviving entity has obtained the written consent of each shareholder, member or person that as a result of the merger is now a general partner of the surviving entity pursuant to section(s) 607.1108(5), 608.4381(2), and/or 620.202(2), Florida Statutes.

EIGHTH: The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the agreement of any partnership or limited partnership or the regulations or articles of organization of any limited liability company that is a party to the merger.

NINTH: The merger shall become effective as of March 1, 2005.

TENTH: The Articles of Merger comply and were executed in accordance with the laws of each party's applicable jurisdiction.

ELEVENTH: SIGNATURE(S) FOR EACH PARTY:
(Note: Please see instructions for required signatures.)

ESU, INC., a Florida corporation

BY: Elaine Udell
Name: Elaine Udell
Title: President

ESU II, INC., a Florida corporation

BY: Elaine Udell
Name: Elaine Udell
Title: President

ESU III, INC., a Florida corporation

BY: Elaine Udell
Name: Elaine Udell
Title: President

ESU IV, INC., a Florida corporation

BY: Elaine Udell
Name: Elaine Udell
Title: President

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ESU V, INC., a Florida corporation

BY: Elaine Udell
Name: Elaine Udell
Title: President

ESU VI, INC., a Florida corporation

BY: Elaine Udell
Name: Elaine Udell
Title: President

AMS, LLC, a Florida limited liability company

BY: Andrew Settler
Name: Andrew Settler
Title: Managing Member

1805 ND, LLC, a Florida limited liability company

BY: Andrew Settler
Name: Andrew Settler
Title: Managing Member

Boynton Beach ND, LLC, a Florida limited liability company

BY: Andrew Settler
Name: Andrew Settler
Title: Managing Member

Sports Nutrition Depot, LLC, a Florida limited liability Company ("Surviving Party")

BY: Andrew Settler
Name: Andrew Settler
Title: Managing Member

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PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with section(s) 607.1107, 617.1103, 608.4381, and/or 620.202, is being submitted in accordance with section(s) 607.1108, 608.438, and/or 620.201, Florida Statutes.

FIRST: The exact name, street address of its principal office, jurisdiction, and entity type for each merging party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
1. ESU, Inc. 3750 Park Central Boulevard North Pompano Beach, FL 33064 Florida Document/Registration Number: K66862	Florida	Profit Corporation
2. ESU II, Inc. 3750 Park Central Boulevard North Pompano Beach, FL 33064 Florida Document/Registration Number: P96000014257	Florida	Profit Corporation
3. ESU III, Inc. 3750 Park Central Boulevard North Pompano Beach, FL 33064 Florida Document/Registration Number: P99000098610	Florida	Profit Corporation
4. ESU IV, Inc. 3750 Park Central Boulevard North Pompano Beach, FL 33064 Florida Document/Registration Number: P00000021994	Florida	Profit Corporation
5. ESU V, Inc. 3750 Park Central Boulevard North Pompano Beach, FL 33064 Florida Document/Registration Number: P00000071559	Florida	Profit Corporation
6. ESU VI, Inc. 3750 Park Central Boulevard North Pompano Beach, FL 33064 Florida Document/Registration Number: P00000071551	Florida	Profit Corporation
7. AMS, LLC 3750 Park Central Boulevard North Pompano Beach, FL 33064 Florida Document/Registration Number: L02000013577	Florida	Limited Liability Company

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- 8. 1805 ND, LLC Florida Limited Liability Company
3750 Park Central Boulevard North
Pompano Beach, FL 33064
Florida Document/Registration Number: L04000004562
- 9. Boynton Beach ND, LLC Florida Limited Liability Company
3750 Park Central Boulevard North
Pompano Beach, FL 33064
Florida Document/Registration Number: L03000015149

SECOND: The exact name, street address of its principal office, jurisdiction, and entity type of the surviving party is as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
Sports Nutrition Depot LLC 3750 Park Central Boulevard North Pompano Beach, FL 33064 Florida Document/Registration Number: L04000083296	Florida	Limited Liability Company

THIRD: The terms and conditions of the merger are as follows: *No cash will change hands, it being the intention of the parties that the interest in the merging parties will be exchanged for equity interest in surviving party and shall be an even exchange.*

FOURTH:

- A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property are as follows: *No cash will change hands, it being the intention of the parties that the interest in the merging parties will be exchanged for equity interest in surviving party and shall be an even exchange.*
- B. The manner and basis of converting rights to acquire interests, shares, obligations or other securities of each merged party into rights to acquire interests, shares, obligations or other securities of the surviving entity, in whole or in part, into cash or other property are as follows: *No cash will change hands, it being the intention of the parties that the interest in the merging parties will be exchanged for equity interest in surviving party and shall be an even exchange.*

FIFTH: If a partnership or limited partnership is the surviving entity, the name(s) and address(es) of the general partner(s) are as follows: *N/A -- Surviving Entry is a limited liability company*

SIXTH: If a limited liability company is the surviving entity the name(s) and address(es) of the manager(s)managing members are as follows:

Andy Settler, Managing Member
Nutrition Depot
3750 Park Central Boulevard North
Pompano Beach, FL 33064

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Sent By: MASTRIANA AND CHRISTIANSEN;

9545661592;

Feb-28-05 10:36;

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SEVENTH: All statements that are required by the laws of the jurisdiction(s) under which each Non-Florida business entity that is a party to the merger is formed, organized, or incorporated are as follows: *N/A - all business entities that are parties to the merger are either Florida for profit corporations or Florida limited liability companies*

EIGHTH: Other provisions, if any, relating to the merger: *None*

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