

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
AMERIFIT PHARMA (PUERTO RICO), INC.		01/29/2007	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	AMERIFIT, INC.
Street Address:	166 Highland Park Drive
City:	Bloomfield
State/Country:	CONNECTICUT
Postal Code:	06002
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 18

Property Type	Number	Word Mark
Registration Number:	0398137	U R I S E D
Registration Number:	0586346	AQUACHLORAL
Registration Number:	0586347	SUPPRETTES
Registration Number:	0600655	NEOCERA
Registration Number:	0781682	CYSTOSPAZ
Registration Number:	0855436	ANESTACON
Registration Number:	1030547	SUPPRETTES
Registration Number:	1033593	SUPPRETTE
Registration Number:	1817683	AZO STANDARD
Registration Number:	1884553	B & O NO. 15A
Registration Number:	1898508	B & O NO. 16A
Registration Number:	1987046	AZO CRANBERRY
Registration Number:	2349020	AZO TEST STRIPS

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Registration Number:	2541398	AZO PMS
Registration Number:	2574098	AZO MENOPAUSE
Registration Number:	2583165	AZO YEAST
Registration Number:	3070332	AZO INTIMACY
Registration Number:	0826365	NEOPAP

CORRESPONDENCE DATA

Fax Number: (860)286-0115

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: (860)286-2929

Email: TM@cantorcolburn.com

Correspondent Name: George A. Pelletier, Jr.

Address Line 1: 55 Griffin Road South

Address Line 2: Cantor Colburn LLP

Address Line 4: Bloomfield, CONNECTICUT 06002

ATTORNEY DOCKET NUMBER:	AMF-0079-A
NAME OF SUBMITTER:	George A. Pelletier, Jr.
Signature:	/gapjr/
Date:	03/22/2007

Total Attachments: 2

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U.S. TRADEMARKS ASSIGNMENT


This Trademark Assignment (the "Assignment") is made effective as of this 29th day of January, 2007, by and between Amerifit Pharma (Puerto Rico), Inc., a Delaware corporation ("Assignor"), and Amerifit, Inc., a Delaware corporation ("Assignee").

WHEREAS, Assignor, having its principal offices at 11 State Street, Woburn, Massachusetts 01801, U.S.A., is the owner of the trademarks and the associates registrations and/or applications for registration thereof in the United States Patent and Trademark office listed on Exhibit A attached hereto (collectively, the "Marks").

WHEREAS, Assignee, having its principal offices at 166 Highland Park Drive, Bloomfield, Connecticut 06002, U.S.A., is desirous of acquiring all right, title and interest in and to said Marks.

NOW, THEREFORE, be it known that for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest in the United States in and to said Marks, together with the goodwill of the business symbolized by said Marks and any registrations or future registrations thereof.

AMERIFIT PHARMA (PUERTO RICO), INC.
Assignor

By: 
Name: VP Legal & Regulatory Affairs
Title: Craig B. Larsen, Esq.

AMERIFIT, INC.
Assignee

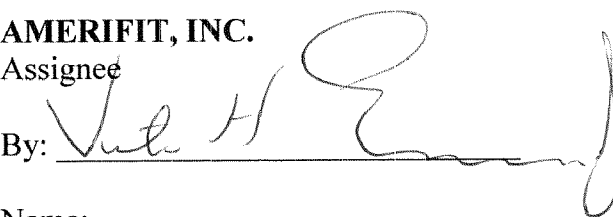
By: 
Name: _____
Title: Victor H. Emerson, Jr.
Senior Vice President Finance, CFO

EXHIBIT A

ANESTACON	Reg. No. 855,436	Issued: August 27, 1968
AQUACHLORAL	Reg. No. 586,346	Issued: March 2, 1954
AZO CRANBERRY	Reg. No. 1,987,046	Issued: July 16, 1996
AZO INTIMACY	Reg. No. 3,070,332	Issued: March 21, 2006
AZO MENOPAUSE	Reg. No. 2,574,098	Issued: May 28, 2002
AZO PMS	Reg. No. 2,541,398	Issued: February 19, 2002
AZO STANDARD	Reg. No. 1,817,683	Issued: January 25, 1994
AZO TEST STRIPS	Reg. No. 2,349,020	Issued: May 9, 2000
AZO YEAST	Reg. No. 2,583,165	Issued: June 18, 2002
B & O NO. 15A	Reg. No. 1,884,553	Issued: March 21, 1995
B & O NO. 16A	Reg. No. 1,898,508	Issued: June 13, 1995
CYSTOSPAZ	Reg. No. 781,682	Issued: December 15, 1964
NEOCERA (stylized)	Reg. No. 600,655	Issued: January 11, 1955
NEOPAP	Reg. No. 826,365	Issued: March 28, 1967
SUPPRETTE	Reg. No. 1,033,593	Issued: February 17, 1976
SUPPRETTES	Reg. No. 1,030,547	Issued: January 20, 1976
SUPPRETTES (stylized)	Reg. No. 586,347	Issued: March 2, 1954
URISED	Reg. No. 398,137	Issued: October 13, 1942