

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
AMERIFIT NUTRITION, INC.		10/16/2007	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	AMERIFIT, INC.		
<b>Street Address:</b>	55 Sebeth Drive		
<b>City:</b>	Cromwell		
<b>State/Country:</b>	CONNECTICUT		
<b>Postal Code:</b>	06416		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 6</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2528460	AMERIFIT NUTRITION	
Registration Number:	2899660	SOOTHERBS	
Registration Number:	2906777	EAT RIGHT KEEP ACTIVE FEEL GREAT!	
Registration Number:	3104882	CALCI-FRESH	
Serial Number:	78661788	CALCIUM ADVANTAGE	
Serial Number:	78661798	ESTROVEN MENOPAUSE TEST	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(860)286-0115		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	(860)286-2929		
<b>Email:</b>	TM-CT@cantorcolburn.com		
<b>Correspondent Name:</b>	George A. Pelletier, Jr.		
<b>Address Line 1:</b>	55 Griffin Road South		
<b>Address Line 4:</b>	Bloomfield, CONNECTICUT 06002		
<b>ATTORNEY DOCKET NUMBER:</b>	AMF-0078-A		

CH \$165.00 2528460

NAME OF SUBMITTER:	George A. Pelletier, Jr.
Signature:	/gapjr/
Date:	10/18/2007
Total Attachments: 2 source=Assignment Amerifit Nutrition to Amerifit#page1.tif source=Assignment Amerifit Nutrition to Amerifit#page2.tif	

**U.S. TRADEMARKS ASSIGNMENT**

This Trademark Assignment (the "Assignment") is made effective as of this 16<sup>th</sup> day of October, 2007, by and between Amerifit Nutrition, Inc., a Delaware corporation ("Assignor"), and Amerifit, Inc., a Delaware corporation ("Assignee").

WHEREAS, Assignor, having its principal offices at 55 Sebeth Drive, Cromwell, Connecticut 06416, 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 55 Sebeth Drive, Cromwell, Connecticut 06416, 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 NUTRITION, INC.**

Assignor

By: Victor E. Emerson

Name: Victor E. Emerson

Title: CFO

**AMERIFIT, INC.**

Assignee

By: Craig R. Larsen

Name: Craig R. Larsen

Title: VP-Legal

**EXHIBIT A**

**REGISTRATIONS**

AMERIFIT NUTRITION	Reg. No. 2,528,460	Issued: January 8, 2002
CALCI-FRESH	Reg. No. 3,104,882	Issued: June 13, 2006
EAT RIGHT KEEP ACTIVE FEEL GREAT!	Reg. No. 2,906,777	Issued: November 30, 2004
SOOTHERBS	Reg. No. 2,899,660	Issued: November 2, 2004

**APPLICATIONS**

CALCIUM ADVANTAGE	Ser. No. 78/661,788	Filed: June 30, 2005
ESTROVEN MENOPAUSE TEST	Ser. No. 78/661,798	Filed: June 30, 2005