

12-07-1998

D



BT

To the Honorable (100915001) and Trademarks:

Please record the attached original documents or copy thereof.

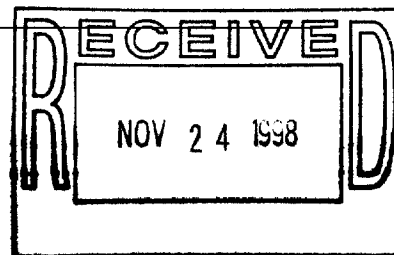
11.24.98

1. NAME OF CONVEYING PARTY(IES):
Lifestyles U.S.A.
11644 Fairgrove Industrial Blvd./18409 Edison Ave.
Maryland Heights, MO 63043 /Chesterfield, MO 63005

ENTITY: Corporation
Additional name(s) of conveying party(ies) attached? NO

2. NAME AND ADDRESS OF RECEIVING PARTY(IES):
Lifestyles U.S.A.
13789 Rider Trails North Suite 110
Earth City, MO 63045

ENTITY: Corporation
Additional names(s) & address(s) attached? NO



3. NATURE OF CONVEYANCE:
Change of Address

Execution Date: 11/11/98

4. APPLICATION NUMBER(S) OR REGISTRATION NUMBER(S):			
:1,656,385	1,993,553	2,021,881	74/727,385
1,616,941	1,996,983	2,060,015	75/435,686
1,806,813		2,074,982	

5. NAME & ADDRESS OF PARTY TO WHOM CORRESPONDENCE CONCERNING DOCUMENT SHOULD BE MAILED:
Annette P. Heller, Attorney 314/647-1200
1200 South Big Bend Blvd.
St. Louis, Missouri 63117

6. Total number of applications and registrations included: 10

7. Total fee enclosed: \$265

DO NOT USE THIS SPACE

9. Statement and signature.
To the best of my knowledge and belief, the foregoing is true and correct and any attached copy is a true copy of the original document.

Annette P. Heller

Annette P. Heller 11/16/98

Total No. of pages including cover sheet: 3

Our File No.: 02L124/89 004MI98/2

12/04/1998 BNGUYEN 00000278 1656385

01 FC:481
02 FC:482

40.00 OP
225.00 OP

TRADEMARK
REEL: 1823 FRAME: 0125

CERTIFICATE OF ADDRESS CHANGE

Old Addresses:

18409 Edison Ave.
Chesterfield, MO 63005

and

11644 Fairgrove Industrial Blvd
Maryland Heights, MO 63043

New Address:

**13789 Rider Trails North Ste 110
Earth City, MO 63045**

Registrant hereby appoints Annette P. Heller, 1200 South Big Bend Blvd., St. Louis, Missouri 63117-1614, a member of the Bar of the State of Missouri, its attorney to prosecute this Certificate of Change with full power of substitution and revocation and to transact all busines in the Patent and Trademark Office in connection therewith, and to receive the Cerificate of Change. Her telephone number is 314-647-1200.

DECLARATION

David Drutz, being warned that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the registration, declares that he is Executive Vice President of Registrant corporation and is authorized to execute this instrument on behalf of said corporation and the above change reflects the correct address of Registrant.

LIFESTYLES U.S.A.


David Drutz, Executive Vice President

Our File No.: 02L124/89 004MI98/2

11/11/98

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Registrant: **LIFESTYLES U.S.A.**

Entity: Corporation

Trademarks:

LIFESTYLES U.S.A. & DESIGN

REG No.: **1,656,385** Registration Date: 09/10/91

LIFESTYLES DIET COOKIES

REG No.: **1,616,941** Registration Date: 10/09/90

INTRA

REG No.: **1,806,813** Registration Date: 11/23/93

THE BUSINESS BEYOND BORDERS

REG No.: **2,021,881** Registration Date: 12/10/96

LIFECYCLES

REG No.: **1,993,553** Registration Date: 08/13/96

PRODUCTS FOR A BETTER YOU

REG No.: **1,996,983** Registration Date: 08/27/96

LIFESTYLES

REG No.: **2,074,982** Registration Date: 07/01/97

LIFESTYLES & DESIGN

SN No.: **74/727,385** Filing Date: 09/11/95

ENVIROLIFE & DESIGN

REG No.: **2,060,015** Registration Date: 05/06/97

LIFESTYLES NUTRIA

SN No.: **75/435686** Filing Date: 02/17/98

Commissioner of Patents and Trademarks

Box Post Registration - Assignments

2900 Crystal Drive

Arlington VA 22202-3513