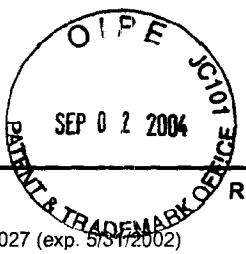


9/2/04



09-09-2004

PF

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings ⇌ ⇌ ⇌

RECC TT 102832630

DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
SportPharma USA, Inc., a Nevada corp.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: ProMax Nutrition, Inc.
Internal Address: _____
Street Address: 1915 Mark Court, Suite 150
City: Concord State: CA Zip: 94520

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State NV
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be a separate document from assignment)
 Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: _____

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s) 78/228,040
 B. Trademark Registration No.(s) 2244098; 2500584; 2731958; 2785177

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Richard A. Nebb
 Internal Address: _____
 Street Address: Four Embarcadero Center
 Suite 1450
 City: San Francisco State: CA Zip: 94111

6. Total number of applications and registrations involved: 5

7. Total fee (37 CFR 3.41).....\$ 140.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
040822

DO NOT USE THIS SPACE

9. Signature.
 Richard A. Nebb
 Name of Person Signing

Richard A. Nebb
 Signature

August 30, 2004
 Date

Total number of pages including cover sheet, attachments, and document: 3

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

09/08/2004 ECDOPER 0000065 78228040

01 FC:8521 40.00 OP
02 FC:8522 100.00 OP

ASSIGNMENT

WHEREAS, SportPharma USA, Inc. (Assignor) is the owner of the trademarks listed on Schedule A (the "Marks"); and

WHEREAS, Promax Nutrition, Inc. (Assignee) is the successor to the portion of Assignor's business to which the Marks pertain and is desirous of acquiring title to said Marks;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign to Assignee all right, title and interest in and to the Marks, including issued registrations and pending applications as identified on Schedule A, together with the good will of the business symbolized by the Marks.

SportPharma USA, Inc.

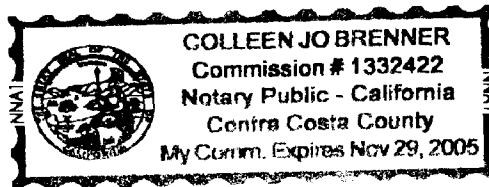
Dated: 8-24-04

By: Robert M Walls
Robert M. Walls
President

VERIFICATION

State of California,)
County of Contra Costa)

SS.



On this 24 day of AUGUST, 2004, before me appeared Robert M. Walls, the person who signed this instrument, who acknowledged that she signed it as a free act on behalf of SportPharma

Colleen Jo Brenner
NOTARY PUBLIC

SCHEDULE A

Active Trademarks

<i>Mark</i>	<i>No.</i>	<i>Date</i>
PROMAX	<i>U.S. Reg. No. 2,785,177</i>	<i>11/25/03</i>
PROMAX BAR	<i>U.S. Reg. No. 2,500,584</i>	<i>10/23/01</i>
PROMAX MUSCLE BUILDING PROTEIN	<i>U.S. Reg. No. 2,244,098</i>	<i>5/11/99</i>
PROMAX MUSCLE BUILDING PROTEIN	<i>California Reg. No. 100,604</i>	<i>11/4/95</i>
RAMPAGE	<i>U.S. App. No. 78/228,040</i> <i>(pending)</i>	<i>3/20/03</i>
REALLY DELICIOUS. REALLY NUTRITIOUS.	<i>U.S. Reg. No. 2,731,958</i>	<i>7/1/03</i>

Inactive Trademarks

<i>Mark</i>	<i>No.</i>	<i>Date</i>
COMPLETE NUTRITION. COMPLETELY SATISFYING.	<i>U.S. App. No. 76/315,215</i> <i>(abandoned)</i>	<i>9/19/01</i>
PROMAX II	<i>U.S. App. No. 75/204,680</i> <i>(abandoned)</i>	<i>11/26/96</i>
PROMAX COOKIE (disclaims "cookie")	<i>U.S. App. No. 76/076,577</i> <i>(abandoned)</i>	<i>6/23/00</i>
PROMAX HIGH PROTEIN BAR	<i>U.S. App. No. 75/166,563</i> <i>(abandoned)</i>	<i>9/16/96</i>