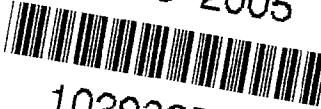


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RECORD

02-03-2005



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OFFICE OF PROSECUTION
705 1117 01 27
FINANCIAL SECTION

Commissioner for Patents: Please record the attached original document(s).	
1. Name of conveying party(ies): Terry Grossman and Raymond C. Kurzweil Additional name(s) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2. Name and address of receiving party(ies): Ray and Terry's Health Products, Inc. 15 Walnut Street Wellesley Hills, MA 02481 Additional names/addresses attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other: Execution Date: 01/24/05 and 01/07/05	
4. Application number(s) or patent number(s): If this document is being filed with a new application, the execution date of the application is: A. Patent Application No(s).: 10/939,604 B. Patent No(s).: Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
5. Name/address of party to whom correspondence concerning document should be mailed: DENIS G. MALONEY Fish & Richardson P.C. 225 Franklin Street Boston, MA 02110-2804	6. Total number of applications/patents involved: 1 7. Total fee (37 CFR §3.41): \$40 <input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to charge Deposit Account. 8. Deposit Account No.: 06-1050 Please apply any additional charges, or any credits, to our Deposit Account No. 06-1050.
DO NOT USE THIS SPACE	
9. Statement and Signature: <i>To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.</i> Catherine M. McCarty Reg. No. 54,301 Name of Person Signing Catherine M. McCarty Signature January 26, 2005 Date Total number of pages including coversheet, attachments and document: 4	

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CERTIFICATE OF MAILING BY FIRST CLASS MAIL

I hereby certify under 37 CFR §1.8(a) that this correspondence is being deposited with the United States Postal Service as first class mail with sufficient postage on the date indicated below and is addressed to the Mail Stop Assignment Recordation Services, Commissioner of Patents, P.O. Box 1450, Alexandria, VA 22313-1450.

January 26, 2005
Date of Deposit

Linda M. White
Signature

Linda M. White
Typed Name of Person Signing Certificate

PATENT
REEL: 016205 FRAME: 0709

ASSIGNMENT

For valuable consideration, we, Terry Grossman, of 7682 E. Arizona Drive, Denver, Colorado 80231, United States of America; Raymond C. Kurzweil, of 203 Lake Avenue, Newton, Massachusetts 02161, United States of America; hereby assign to RAY AND TERRY'S HEALTH PRODUCTS, INC., a corporation of Delaware, having a place of business at 15 Walnut Street
Wellesley Hills, MA 02481

and its successors and assigns (collectively hereinafter called "the Assignee"), the entire right, title and interest throughout the world in the inventions and improvements which are subject of applications for United States Patent signed by us, entitled MEAL REPLACEMENT BEVERAGE, filed September 13, 2004, and assigned U.S. Serial Number 10/939,604, and entitled MEAL REPLACEMENT BEVERAGE, filed September 12, 2003, and assigned U.S. Serial Number 60/502,813, this assignment including said applications, any and all United States and foreign patents, utility models, and design registrations granted for any of said inventions or improvements, and the right to claim priority based on the filing date of said application under the International Convention for the Protection of Industrial Property, the Patent Cooperation Treaty, the European Patent Convention, and all other treaties of like purposes; and we authorize the Assignee to apply in all countries in our name or in its own name for patents, utility models, design registrations and like rights of exclusion and for inventors' certificates for said inventions and improvements; and we agree for ourselves and our respective heirs, legal representatives and assigns, without further compensation to perform such lawful acts and to sign such further applications, assignments, Preliminary Statements and other lawful documents as the Assignee may reasonably request to effectuate fully this assignment.

DATE:

~~1/25/04~~
1/24/05
corrected
TH

TERRY GROSSMAN

Terry Grossman

STATE OF COLORADO)

) SS.

COUNTY OF JEFFERSON)

On JANUARY 24 2005, before me, the undersigned, a notary public for the State of COLORADO there personally appeared TERRY GROSSMAN personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to this Assignment, who acknowledged having executed the same in his authorized capacity and that by his signature on this Assignment, the person or the entity upon behalf of which he acted, executed this Assignment.

WITNESS my hand and official seal.

Notary Public

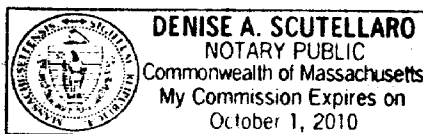
John C. Caud

My Commission Expires
6/10/08

DATE: 1/7/05
RAYMOND C. KURZWEILSTATE OF MA)
COUNTY OF Norfolk) SS.

On 1/7/05, before me, the undersigned, a notary public for the State of MA there personally appeared RAYMOND C. KURZWEIL personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to this Assignment, who acknowledged having executed the same in his authorized capacity and that by his signature on this Assignment, the person or the entity upon behalf of which he acted, executed this Assignment.

WITNESS my hand and official seal.


Notary Public

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