09-21-2001 U.S. Department of Commerce FORM PTO-1618A Patent and Trademark Office Expires 06/30/99 OMB 0651-0027 TRADEMARK 101852295 RECORDATION FORM COVER SHEET TRADEMARKS ONLY TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(less Submission Type Conveyance Type License New **Assignment** Resubmission (Non-Recordat Security Agreement **Nunc Pro Tunc Assignment** Document ID# Effective Date Month Day Year Merger Correction of PTO Error 03/01/1999 Reel # Frame # **Change of Name Corrective Document** Frame # 0147 other Corrective Brief Attached Reel # 001939 Conveying Party Mark if additional names of conveying parties attached **Execution Date** Month Day Year Name Monsanto Company **l**03/01/1999 **Formerly** Limited Partnership Corporation General Partnership Individual Association Other IDE / USA Citizenship/State of Incorporation/Organization **Receiving Party** Mark if additional names of receiving parties attached Name Starmark Wellbridge Management, L.L.C DBA/AKA/TA Composed of 1700 broadway, Suite 1900 Address (line 1) Address (line 2) Address (line 3) Denver CO / USA 80290 State/Country If document to be recorded is an Individual General Partnership Limited Partnership assignment and the receiving party is not domiciled in the United States, an Corporation **Association** appointment of a domestic representative should be attached. Other Limited Liability Company (Designation must be a separate document from Assignment.) DE / USA Citizenship/State of Incorporation/Organization 09/20/2001 LMUELLER 00000092 1993988 FOR OFFICE USE ONLY 01 FC:48 40.00 DP Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB

information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS Mail documents to be recorded with required cover sheet(s) information to: Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

ADDRESS.

FORM PTO- Expires 06/30/99 OMB 0651-0027	-1618B	Page 2	U.S. Department of Commerce Patent and Trademark Office TRADEMARK
Domestic F	Representative Name and Addre	Enter for the first Receiving Pa	rty only.
Name			
Address (line 1)			
Address (line 2)			
Address (line 3)			
Address (line 4)			
Correspond	dent Name and Address Area Coo	de and Telephone Number 303-473-2710	
Name	Scott S. Havlick, Esq.		
Address (line 1)	Holland & Hart, LLP		
Address (line 2)	1050 Walnut Street, Suite 500		
Address (line 3)	Boulder		
Address (line 4)	CO 80302		
Pages	Enter the total number of pages of t including any attachments.	he attached conveyance document	# 12
Trademark /	Application Number(s) or Regis	stration Number(s) Mark if ac	dditional numbers attached
	• • • • • • • • • • • • • • • • • • • •	ation Number (DO NOT ENTER BOTH numbers fo	
Trac	demark Application Number(s)	Registration Num	iber(s)
		1,993,988	
Number of	Properties Enter the total numbe	r of properties involved. #	
Fee Amoun	t Fee Amount for Prope	rties Listed (37 CFR 3.41): \$	40.00
Method o Deposit A	of Payment: Enclosed	Deposit Account	
(Enter for p	payment by deposit account or if additional fees Deposit Ac	can be charged to the account.) # 08-26	23
	Authorizat	tion to charge additional fees: Yes	No 🗌
Statement a	and Signature		
attac		oregoing information is true and correct and count are a	
Sco	ott S. Havlick, Esq.	Met Hankil	est 12, 2001
	of Person Signing	Signature	Date Signed

FORM PTO-1618C Expires 06/30/99

RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

U.S. Department of Commerce Patent and Trademark Office

OMB 0651-0027	TRA	ADEMARKS ONLY	,	TRADEMARK
Conveying Enter Additiona	Party I Conveying Party	Mark if additional na	mes of conveying parties atta	ched Execution Date Month Day Year
Name [Nutrasweet Company			Month Day Year
Formerly [44.			
Individu	al General Partnership	Limited Partnership	✓ Corporation	Association
Other				
	hip State of Incorporation/Organ	nization DE / USA		
Receiving Enter Additional	Party Receiving Party	Mark if additional names of	receiving parties attached	
Name				
DBA/AKA/TA				
Composed of				
Address (line 1)				
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Address (line 3)	City			
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Corporat	tion Association		not domiciled in appointment of representative s	the United States, an a domestic should be attached
Other				ust be a separate the Assignment.)
Citizens	hip/State of incorporation/Orga	nization		
	Application Number(s) of Trademark Application Number or to		· / Waikii aaalia	onal numbers attached
	demark Application Number(Registration Numbe	

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RECORDATION FORM COVER SHEET

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TRADEMARK

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TRADE	MARKS ONLY
TO: The Commissioner of Patents and Trademarks:	Please record the attached original document(s) or copyties).
Submission Type XX New	Conveyance Type XX Assignment License
Resubmission (Non-Recordation) Document ID # Correction of PTO Error Reel # Frame # Corrective Document Reel # Frame # Conveying Party	Security Agreement Nunc Pro Tunc Assignment Effective Date Month Day Year 03/01/99 Change of Name Other Mark if additional names of conveying parties attached Execution Date
Name Monsanto Company	Month: Day Year 03/01/99
Formerly	
Individual General Partnership	Limited Partnership XX Corporation Association
Other	
XX Citizenship/State of Incorporation/Organiza	tion Delaware
Receiving Party	Mark if additional names of receiving parties attached
Name Starmark Wellbridge Manager	
DBA/AKA/TA	
Composed of	
Address (line 1) 1700 Broadway, Suite 1900	
Address (line 2)	
Address (line 3) Denver -	Colorado 80290 State/Country Zip Code
Individual General Partnership	Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an
Corporation Association XX Other Limited Liability Company	appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
XX Citizenship/State of Incorporation/Organiza	tion Delaware
1/1999 HTHRII 00000219 755/2650 FOR 1:461 40.00 0P 275.00 0P	R OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to: Commissioner of Patents and Trademarks, Box Assignments , Washington, D.C. 20231

FORM PTO- Expres 08/30/99 OMB 0851-0027	1618B U.S. Department of Commerce Parent and Tradement Office TRADEMARK
Domestic R	epresentative Name and Address Enter for the first Receiving Party only.
Name	
Address (line 1)	
Address (line 2)	
-Address (line 3)	
Address (line 4)	
Correspond	lent Name and Address Area Code and Telephone Number (303) 473-2710
Name	Scott S. Havlick, Esq.
Balalana an us	
Address (line 1)	Holland & Hart, LLP
Address (line 2)	1050 Walnut Street, Suite 500
Address (line 3)	Boulder, Colorado 80302
Address (line 4)	
Pages	Enter the total number of pages of the attached conveyance document # 8
	including any attachments.
Trademark A	Application Number(s) or Registration Number(s) Mark if additional numbers attached
Enter either the	Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).
Enter either the	Trademark Application Number <u>or</u> the Registration Number (DO NOT ENTER BOTH numbers for the same property). Registration Number(s) Registration Number(s)
Enter either the Trac 75/572,85	Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property). Registration Number(s) Registration Number(s)
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Trac 75/572,85 75/548,42 Number of I Fee Amount Method of Deposit A	Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property). Registration Number(s) 75/584,665 75/489,152 1,876,094 1,993,986 1,993,987 1,986,190 1,984,623 1,890,684 2,209,339 Properties Enter the total number of properties involved. # 12 **Telemark Application Number(s) Registration Number(s) 1,893,987 1,986,190 1,984,623 1,890,684 2,209,339 **Telemark Application Number(s) 1,893,987 1,986,190 1,984,623 1,890,684 2,209,339 **Telemark Application Number(s) 1,890,684 2,209,339 **Telemark Application Number(s) 1,876,094 1,993,986 1,993,987 1,890,684 2,209,339 **Telemark Application Number(s) 1,876,094 1,984,623 1,890,684 2,209,339 **Telemark Application Number(s) 1,876,094 1,983,986 1,993,987
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TRADEMARK

REEL: 002370 FRAME: 0781

Intellectual Property Schedule

WELLBRIDGE Design

Part 1. Trademarks

1. Registered Trademarks

County	Trademark	Reg. Number	Reg. Date
United Kingdom	WELLBRIDGE	1516977	10/27/92
United Kingdom	WELLBRIDGE	1516979	10/27/92
United States	WELLBRIDGE	1676094	01/24/95
United States	WELLBRIDGE	1993986	08/13/96
United States	WELLBRIDGE	1993987 /	08/13/96
United States	WELLBRIDGE DESIGN	1 1986190	07/09/96
United States	WELLBRIDGE DESIGN	1 1984623	07/02/96
United States	WELLBRIDGE DESIGN	1 1890684	04/18/95
United States	WELLBRIDGE	2,209,339	12/08/98

2. Pending Trademark Applications

County	Trademark	App. Number	Filing Date
Canada	WELLBRIDGE	690093	09/23/91
United States	WELLBRIDGE	74/553976	07/26/94*
United States	WELLBRIDGE	74/553977	07/26/94*
United States	WELLBRIDGE	74/553979	07/26/94*
United States	WELLBRIDGE	74/553980	07/26/94*

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Intellectual Property Schedule (Cont'd)

County	Trademark	App. Number	Filing Date
United States	WELLBRIDGE	74/553978	07/26/94*
United States	WELLBRIDGE DESIGN	74/554025	07/26/94*
United States	WELLBRIDGE DESIGN	74/554024	07/26/94
United States	WELLBRIDGE	75/489152	05/21/98
United States	WELLBRIDGE	75/548422	09/04/98
United States	WELLBRIDGE	75/548423	09/04/98

^{*}May have been abandoned.

3. Dispatched Trademarks

Country	Trademark	
United States	W.I.S.E.	

United States WB Day Spa and Design

4. Domain name

www.wellbridge.com

EXHIBIT A

Additional Conveyin	g Party
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Name:

The Nutrasweet Company, a Delaware corporation

TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT ("Assignment") is made and entered into as of this 1st day of March, 1999 (the "Effective Date"), by and among Monsanto Company, a Delaware corporation ("Seller"), and NutraSweet Company, a Delaware corporation ("NutraSweet" and, together with Seller, the "Assignors"), and Starmark WellBridge Management, L.L.C., a Delaware limited liability company ("Assignee").

WHEREAS, Seller and Assignee have entered into that Asset Purchase Agreement dated as of December 30, 1998 (the "Purchase Agreement"), pursuant to which Seller has agreed, inter alia, to assign and to cause NutraSweet to assign to Assignee certain assets relating to the intellectual property of the WellBridge health and wellness business, including: (a) all of Assignors' right, title and interest in and to the marks WELLBRIDGE, used alone or in combination with other terms and/or designs, but excluding such other terms and/or designs, the WELLBRIDGE Design displayed on Schedule A and other common law marks used in connection with the WellBridge health and wellness business(collectively "the Marks"); (b) all domain name registrations, trademark and service mark registrations and applications for the Marks, including without limitation, the registrations and applications identified and set forth on Schedule A; and (c) the goodwill of the business associated with the Marks; and

WHEREAS, pursuant to the Purchase Agraement, Assignee wishes to acquire and Assignors wish to assign Assignors' right, title and interest in and to the Marks, together with the goodwill of the business with which the Marks are used.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignors do hereby sell, assign, transfer and set over to Assignee, each Assignor's entire right, title and interest in and to the Marks throughout the world, all registrations and applications therefor, together with the goodwill of the business with which the Marks are used, including any renewals and extensions of the registrations that are or may be secured under the laws of any country, now or hereafter in effect, for Assignee's own use and enjoyment, and for the use and enjoyment of Assignee's successors, assigns or other legal representatives, as fully and entirely as the same would have been held and enjoyed by either Assignor if this Assignment and sale had not been made; together with all income, royalties, damages or payments due or payable as of the Effective Date or thereafter, including, without limitation, all claims for damages by reason of past, present or future infringement or other unauthorized use of the Marks, with the right to sue for, and collect the same for Assignee's own use and enjoyment, and for the use and enjoyment of its successors, assigns, or other legal representatives.

Assignors authorize and request the Commissioner of Patents and Trademarks to record Assignee as the assignee and owner of the Marks in the United States. Assignor agrees to provide Assignee with reasonable assistance, without expenditure of money, in recording this Trademark Assignment, including without limitation, the execution of

documents.

This Assignment may be executed in counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

To the extent any provision herein is inconsistent with the Purchase Agreement, the provisions of the Purchase Agreement shall control.

IN TESTIMONY WHEREOF, Assignors and Assignee have caused this Assignment to be signed and executed by the undersigned officers thereunto duly authorized this 1" day of March, 1998.

MONSANTO COMPANY STATE OF Illinois

COUNTY OF COUK SS.:

On this 15+ day of March 1999, there appeared before me Tan i warpert , personally known to me, who acknowledged that the signed the foregoing Assignment as his/her voluntary act and deed on behalf and with full authority of

Fatrice a will Notary Public

"OFFICIAL SEAL" Patrice A. Wells Notary Public. State of Illinois My Commission Expires Sept. 18, 2000

THE NUTRASWEET COMPANY
By: S. Walant
Name: Vau 5 Wows
Title: UP, Untre Capital - Parents Campany-Marsanta
STATE OF Illinois) COUNTY OF Cook) ss.:
On this 18th day of March 1999, there appeared before me Land S. Wolpert, personally known to me, who acknowledged that he signed the foregoing Assignment as his/her voluntary act and deed on behalf and with full authority of
Patrice a Willer Notary Public
"OFFICIAL SEAL" Patrice A. Wells Notary Public, State of Illinois My Commission Explires Sept. 16, 2000
Name: J. Kyle Hood
Title: Anthorozed Representative
STATE OF Illinois) COUNTY OF Cook) ss.:
On this 15t day of March 1999, there appeared before me J. Kyle Hord, personally known to me, who acknowledged that he signed the oregoing Assignment as his/her voluntary act and deed on behalf and with full authority of
Patrice a Willer Notary Public
"OFFICIAL SEAL" Patrice A. Wells Notary Public, State of Illinois My Commission Expires Sept. 18, 2000

TRADEMARK REEL: 002370 FRAME: 0789

RECORDED: 09/12/2001