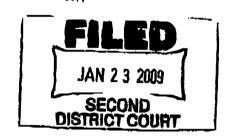
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Attorneys for Plaintiff Mineral Resources International, Inc.



IN THE SECOND JUDICIAL DISTRICT COURT WEBER COUNTY, STATE OF UTAH

MINERAL RESOURCES INTERNATIONAL, INC.,

Plaintiff,

VS.

TRACE MINERALS RESEARCH, L.C., a Utah limited liability company; JAMES M. CRAWFORD, an individual; S & G PROPERTIES, LLC, a Pennsylvania limited liability company, d/b/a LuckyVitamin.com; HERBAL REMEDIES USA, LLC, a Wyoming limited liability company; AMAZON.COM INC., a Delaware corporation; VITACOST.COM, INC., a Delaware corporation; Jimmy C. Barker and/or Christopher J. Oleary and/or an unknown entity d/b/a MineralOasis.com; an unknown entity d/b/a NOKOMIS NUTRITION; TOTAL HEALTH DISCOUNT, INC., a New York corporation; J & M NATURALS, INC. d/b/a Tao of Herbs, Inc.; and JOHN DOES I through X,

Defendants.

ORDER OF DISMISSAL

Civil No. 080905123

Judge: Ernie W. Jones

JAN 2 3 2009

Order of Dismissal

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080905123 TRACE MINERALS RESEARCH I

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This matter came on for hearing before the Honorable Ernie W. Jones on December 4, 2008, at 9:00 a.m., on the Motion for Dismissal filed by Defendant Trace Minerals Research, L.C. ("TMR") and James M. Crawford ("Crawford) (collectively referred to as "Defendants"). Defendants were present and were represented by their attorney Mark L. Callister. Plaintiff, Mineral Resources International, Inc. ("MRI"), was present and was represented by Paul H. Johnson and Blynn A. Simmons.

The Court, having reviewed the court file and heard oral argument of the parties, makes the following findings:

FINDINGS

- 1. A federal lawsuit was filed in 2006, which involved many of the same parties, many of the same issues and many of the same claims as the pending case in the above-entitled Court [Case No. 1:06-CV-00068, filed in the U.S. District Court for the District of Utah on June 15, 2006] (hereafter "Federal Lawsuit").
- 2. In the Federal Lawsuit, on June 4, 2007, Judge Tina Campbell ruled that MRI committed trademark infringement and unfair competition and granted partial summary judgment for TMR.
- 3. On June 17, 2008, MRI and TMR entered into a settlement agreement in which the parties agreed to release all damage claims that were asserted in the Federal Lawsuit, which included claims for intentional interference and unfair competition.

- 4. The above-entitled lawsuit was filed on August 11, 2008, in the Utah Second District Court. MRI has not formally served civil process on any of the defendants named in the above-entitled lawsuit.
- 5. Many of the same facts, issues, parties and claims are involved both in the aboveentitled lawsuit and in the Federal Lawsuit.
- 6. The Stipulation and Order of Dismissal entered in the Federal Lawsuit [dated June 4, 2008] stated that (1) TMR's Complaint in the Federal Lawsuit alleged claims for trademark infringement, breach of contract, intentional interference, conspiracy, breach of fiduciary duty, misrepresentation and unfair competition, and (2) MRI's Counterclaim in the Federal Lawsuit alleged claims for trademark infringement, breach of contract, intentional interference, misappropriation of trade secrets, unjust enrichment, unfair competition, conversion and conspiracy. Those claims are delineated in the Stipulation as claims that are included in the Order of Dismissal entered in the Federal Lawsuit.
- 7. All damage claims asserted in the above-entitled lawsuit are barred by the Settlement Agreement, which was entered between the parties in the Federal Lawsuit, on June 17, 2008, and Defendants' Motion to Dismiss should be granted as to all damage claims asserted in the above-entitled lawsuit.
- 8. All claims for injunctive relief asserted in the above-entitled case are barred by MRI's agreement that the Federal Court should retain jurisdiction for purposes of injunctive relief, because the claims for injunctive relief set forth in the above-entitled lawsuit were either

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the same claims as those asserted in the Federal Lawsuit or are claims that should have been asserted in the Federal Lawsuit.

ORDER

Based on the Court's Findings set forth above, and good cause appearing therefore; IT IS HEREBY ORDERED as follows:

- Defendants' Motion to Dismiss is granted concerning all damage claims asserted 1. in the above-entitled lawsuit, and all damage claims are dismissed with prejudice.
- The Federal Court retains jurisdiction over the non-damage claims asserted in the 2. above-entitled lawsuit, and therefore, all non-damage claims asserted in the above-entitled lawsuit are dismissed without prejudice.

DATED this 23 day of January, 2009.

Henorable Ernie W. Jones Utah Second District Court Judge

IN THE SECOND JUDICIAL DISTRICT COURT OF WEBER COUNTY, STATE OF UTAH

MINERAL RESOURCES INTERNATIONAL: Case No. 080905123 MI

Plaintiff.

v

TRACE MINERALS RESEARCH, et al.,

Defendants.

: With Keyword Index

MOTION TO ALTER OR AMEND THE JUDGMENT MARCH 25, 2009
BEFORE

THE HONORABLE ERNIE W. JONES

CAROLYN ERICKSON, CSR CERTIFIED COURT TRANSCRIBER 1775 East Ellen Way Sandy, Utah 84092 801-523-1186



court. It just, to me, it all makes sense that this case really belongs in federal court rather than up here in state court. The federal court still has jurisdiction over your non-damage claims. I just think it's crazy that we're trying to split this case and run back and forth between federal and state court when we're dealing with essentially the same parties, same issues. I just think it needs to be in federal court rather than here.

And I guess the thing that's troubling to me is it almost appears to me, at least on the surface, that this is an end run. You didn't like what happened in federal court, you didn't agree with some of the rulings from Judge Campbell, you didn't like the settlement agreement or release, and so you turn around and file up here. And I just don't think that that was ever intended that if we don't like the ruling, we don't like the outcome, we then turn around and file essentially the same lawsuit in a different courtroom. And at least that's the way I look at it and that's why I'm going to deny the motion.

Just a couple of other things that I wanted to at least put on the record. You know, I agree with Mr.

Callister. As I look at the release, it really involved, it says TMR, which is Trace Minerals, and its affiliates, subsidiaries or agents. So it just seems to me that the release does include all of the affiliates. Those