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101398679

shd original documents or copy thereof.

1. Name of conveying party(ies):

Nature's Wealth Company

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: June 1, 2000

2. Name and address of receiving party(ies)

Name: VitaCost.com, Inc.

Internal Address: \_\_\_\_\_

Street Address: 2401 West White Oaks Drive

City: Springfield State: IL ZIP: 62704

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Delaware
- 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

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

S.N. 75/447,219 filed 4-30-98  
 S.N. 75/519,546 filed 7-15-98  
 S.N. 75/519,548 filed 7-15-98

B. Trademark Registration No.(s)

1,975,080 registered 5-21-96  
 2,173,973 registered 7-14-98  
 2,195,734 registered 10-13-98

Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Stewart L. Gitler, Esq.

Internal Address: Hoffman, Wasson & Gitler, PC

Street Address: 2361 Jefferson Davis Highway  
Suite 522

City: Arlington State: VA ZIP: 22202

6. Total number of applications and registrations involved: \_\_\_\_\_

24

7. Total fee (37 CFR 3.41).....\$ 615.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

08-2455

(Attach duplicate copy of this page if paying by deposit account)

07/07/2000 DNGUYEN 00000004 75447219

01 FC:481 40.00 DP  
 02 FC:482 575.00 DP

DO NOT USE THIS SPACE

9. Statement and signature.

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.

Stewart L. Gitler  
Name of Person Signing

Signature

6-9-00

Date

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

5

S.N. 75/519,548 filed 07/15/98  
S.N. 75/702,889 filed 05/11/99  
S.N. 75/702,883 filed 05/11/99  
S.N. 75/753,119 filed 07/16/99  
S.N. 75/753,120 filed 07/16/99  
S.N. 75/806,335 filed 09/23/99  
S.N. 75/806,322 filed 09/23/99  
S.N. 75/826,132 filed 10/19/99

1,975,080 registered 05/21/96  
2,173,973 registered 07/14/98  
2,195,734 registered 10/13/98  
2,220,987 registered 01/26/99  
2,220,988 registered 01/26/99  
2,232,919 registered 03/16/99  
2,240,007 registered 04/13/99  
2,243,369 registered 05/04/99  
2,244,987 registered 05/11/99  
2,257,056 registered 06/29/99  
2,267,242 registered 08/03/99  
2,267,243 registered 08/03/99  
2,276,031 registered 09/07/99  
2,283,103 registered 10/05/99

A S S I G N M E N T

WHEREAS, NATURE'S WEALTH COMPANY, a Delaware corporation, having its principal place of business at 2401 West White Oaks Drive, Springfield, Illinois 62704, is the owner of the following trademarks and patents in the United States Patent and Trademark Office and abroad:

TRADEMARKS

<u>Mark</u> <u>Country</u>	<u>Serial No. or</u> <u>Registration No.</u>	<u>Filing Date or</u> <u>Registration</u> <u>Date</u>
NUTRISLIM United States	S.N. 75/447,219	04/30/98
CHEWS TO LOSE United States	S.N. 75/519,546	07/15/98
SYNERGY 3000 United States	S.N. 75/519,548	07/15/98
VITACOST.COM United States	S.N. 75/702,889	05/11/99
VITACOST United States	S.N. 75/702,883	05/11/99
NUTRACEUTICAL SCIENCE United States	S.N. 75/753,119	07/16/99
NSI United States	S.N. 75/753,120	07/16/99
NUTRACEUTICAL SCIENCES INSTITUTE United States	S.N. 75/806,335	09/23/99
TOP BRAND VITAMINS AT WHOLESALE COST United States	S.N. 75/806,322	09/23/99
NSI & Design United States	S.N. 75/826,132	10/19/99

TRADEMARKS - continued

<u>Mark</u> <u>Country</u>	<u>Serial No. or</u> <u>Registration No.</u>	<u>Filing Date or</u> <u>Registration</u> <u>Date</u>
AN OPPORTUNITY FOR LIFE United States	1,975,080	05/21/96
ARTHRIPOWER United States	2,173,973	07/14/98
NEURO LIFT United States	2,195,734	10/13/98
PEDIAPOWER United States	2,220,987	01/26/99
OCUPOWER United States	2,220,988	01/26/99
THERMOACTIVES United States	2,232,919	03/16/99
NATURAL MEDICINE JOURNAL United States	2,240,007	04/13/99
NEUROPOWER United States	2,243,369	05/04/99
GLUCOPOWER United States	2,244,987	05/11/99
ULTRABSORB TECHNOLOGY United States	2,257,056	06/29/99
WARRIOR'S EDGE United States	2,267,242	08/03/99
CREAPLEX United States	2,267,243	08/03/99
NUTRIFORM United States	2,276,031	09/07/99
CARDIOLIFT United States	2,283,103	10/05/99
VITACOST European Union	S.N. 1,381,672	11/12/99
NUTRACEUTICAL SCIENCES INSTITUTE European Union	S.N. 1,382,233	11/12/99

PATENTS

<u>Title</u>	<u>Serial No. or Patent No.</u>	<u>Filing Date or Issue Date</u>
OCULAR ORALLY INGESTED COMPOSITION FOR PREVENTION AND TREATMENT OF INDIVIDUALS	S.N. 09/372,055	08/11/99

WHEREAS, VITACOST.COM, INC., a corporation organized under the laws of Delaware, having its principal offices at 2401 West White Oaks Drive, Springfield, Illinois 62704, is desirous of acquiring said trademarks and patents,

NOW, THEREFORE, in consideration of the sum of Five Dollars (\$5.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, NATURE'S WEALTH COMPANY hereby assigns to VITACOST.COM, INC. all right, title and interest in the United States and abroad, in and to the trademarks, applications and patents, associated therewith, together with the goodwill of the business symbolized by said trademarks, applications and patents thereof.

VITACOST.COM, INC.

06/01/00  
Date

Wayne F. Gorsek  
Name : Wayne F. GORSEK  
Title: President

Attorney's Docket: gorsek.assignment/tfiles/lat