



12-02-2002



102297480

Form PTO-1594

(Rev. 03/01)

OMB No. 0651-0027 (exp. 6/30/2002)

Tab settings ⇐ ⇐ ⇐ ▼

U.S. 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):

ANTARES CAPITAL CORPORATION, AS AGENT

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

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

3. Nature of conveyance:

- ☐ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☒ Other TRADEMARK RELEASE AND REASSIGNMENT

Execution Date: 04/30/2002

2. Name and address of receiving party(ies)

Name: VITAMIN SHOPPE INDUSTRIES, INC.

Internal

Address: _____

Street Address: 4700 WESTSIDE AVENUECity: NORTH BERGEN State: NJ Zip: 07047

- ☐ Individual(s) citizenship _____
☐ Association _____
☐ General Partnership _____
☐ Limited Partnership _____
☒ Corporation-State NY
☐ 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 registration number(s):

A. Trademark Application No.(s) 76/175,001;
76/174,901B. Trademark Registration No.(s) 1,506,651Additional number(s) attached ☐ Yes ☒ No

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

Name: Penelope JohnsonInternal Address: Katten Muchin Zavis Rosenman
Suite 1600Street Address: 525 West Monroe StreetCity: Chicago State: IL Zip: 60661

6. Total number of applications and

registrations involved: _____

37. Total fee (37 CFR 3.41).....\$ 90.00

- ☒ Enclosed
☐ Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Penelope Johnson

Name of Person Signing

Penelope Johnson

Signature

11/22/2002

Date

Total number of pages including cover sheet, attachments, and document: 5Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

11/29/2002 6TON11 00000008 76175001

01 FC:8521

40.00 OP

02 FC:8522

50.00 OP

TRADEMARK
REEL: 002625 FRAME: 0123

TRADEMARK RELEASE AND REASSIGNMENT

THIS TRADEMARK RELEASE AND REASSIGNMENT is made as of April 30, 2002, by ANTARES CAPITAL CORPORATION, a Delaware corporation, as Collateral Agent ("**Collateral Agent**").

WITNESSETH:

WHEREAS, Collateral Agent and Vitamin Shoppe Industries Inc., a New York corporation ("**Vitamin Shoppe**"), were parties to a certain Trademark Security Agreement dated as of May 20, 2001 (the "**Security Agreement**"; capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed thereto in the Security Agreement), pursuant to which Vitamin Shoppe granted a security interest to Collateral Agent in, and a collateral assignment to Collateral Agent of, among other things, the Trademarks (as defined below) as security for certain obligations owing by Vitamin Shoppe to the financial institutions (collectively, the "**Lenders**") from time to time party to that certain Credit Agreement dated as of May 15, 1997 by and among Vitamin Shoppe, such Lenders, Collateral Agent and The Chase Manhattan Bank, as Administrative Agent, including the Trademarks set forth on Exhibit A hereto; and

WHEREAS, the Security Agreement was recorded in the Trademark Division of the United States Patent and Trademark Office on July 23, 2001, at Reel 2333, Frame 0777; and

WHEREAS, Vitamin Shoppe has requested that Collateral Agent release its security interest in the Trademarks and reassign the same to Vitamin Shoppe;

NOW THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged:

1. Collateral Agent hereby releases its security interest in all of Vitamin Shoppe's right, title and interest in and to all of the following:

(a) each Trademark, Trademark registration and Trademark application, including, without limitation, the Trademarks, Trademark registrations (together with any reissues, continuations or extensions thereof) and Trademark applications referred to in Exhibit A annexed hereto, and all of the goodwill of the business connected with the use of, and symbolized by, each Trademark, Trademark registration and Trademark application;

(b) each Trademark license and all of the goodwill of the business connected with the use of, and symbolized by, each Trademark license; and

(c) all products and proceeds of the foregoing, including, without limitation, any claim by Grantor against third parties for past, present or future (a)

infringement or dilution of any Trademark or Trademark registration including, without limitation, the Trademarks and Trademark registrations referred to in Exhibit A annexed hereto, the Trademark registrations issued with respect to the Trademark applications referred in Exhibit A and the Trademarks licensed under any Trademark license or (b) injury to the goodwill associated with any Trademark, Trademark registration or Trademark licensed under any Trademark license.

2. Collateral Agent hereby reassigns, grants and conveys to Vitamin Shoppe, without any representation, recourse or undertaking by Collateral Agent, all of Collateral Agent's right, title and interest in and to the Trademarks, and the goodwill of Vitamin Shoppe's business connected with the use of and symbolized by the Trademarks.

*- Remainder of Page Intentionally Left Blank –
[Signature Page Follows]*

IN WITNESS WHEREOF, Collateral Agent has caused this Release and Reassignment to be duly executed by its duly authorized officer as of the day and year first above written.

ANTARES CAPITAL CORPORATION,
a Delaware corporation, as Collateral Agent

By: 

Name: _____

Title: _____

DAVID M. BRACKETT

MANAGING DIRECTOR

ACKNOWLEDGEMENT

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

On this 18 day of April, 2002 before me personally appeared David M. Brackett, to me known to be the individual who executed the foregoing instrument and acknowledged to me that such person executed the same as the duly authorized officer above designated of ANTARES CAPITAL CORPORATION, a Delaware corporation.



Notary Public Therese A. Marus
My Commission Expires: 12/3/03

Trademark Release and Reassignment

TRADEMARK
REEL: 002625 FRAME: 0126

EXHIBIT A to Trademark Release and Reassignment

U.S. TRADEMARK REGISTRATIONS

MARK

REGISTRATION NO.

THE VITAMIN SHOPPE

1,506,651

U.S. TRADEMARK APPLICATIONS

THE VITAMIN SHOPPE SINCE 1977

76/175,001

THE VITAMIN SHOPPE SINCE 1977

76/174,901