

Form PTO-1594  
(Rev. 03/01)  
OMB No. 0651-0027 (exp. 5/31/2002)

### RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office

Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies).

GN Investment Oldco Company

- Individual(s)
- General Partnership
- Corporation-State of Arizona
- 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: December 5, 2003

2. Name and address of receiving party(ies)

Name General Nutrition Investment Company

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

Street Address: 300 Sixth Street

City: Pittsburgh State: PA Zip: 15222

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State of Arizona
- 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) \_\_\_\_\_  
\_\_\_\_\_

B. Trademark Registration No.(s) 756,715  
1,124,836 and 1,419,682

Additional number(s) attached  Yes  No

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

Name: Holly Miller

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

Vedder, Price, Kaufman & Kammholz

Street Address: 222 North LaSalle St. - 24th Floor

City: Chicago State: IL Zip: 60601

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

3

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number

22-0259

**DO NOT USE THIS SPACE**

9. Signature.

Michael J. Turgeon  
Name of Person Signing

Signature

December 9, 2003  
Date

Total number of pages including cover sheet, attachments, and document. 6

Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patent & Trademarks, Box Assignments  
Washington, D.C. 20231

CH \$90.00 220269 0756715

**QUIT CLAIM TRADEMARK ASSIGNMENT**

WHEREAS, GN Investment Oldco Company, an Arizona corporation, having a principal place of business at 300 Sixth Street, Pittsburgh, Pennsylvania 15222 (referred to herein as "Assignor") has rights in and to the trademarks and registrations which are listed on Exhibit A attached hereto (the "Trademarks");

WHEREAS, General Nutrition Investment Company, an Arizona corporation, having its principal place of business at 300 Sixth Street, Pittsburgh, Pennsylvania 15222 (referred to herein as "Assignee") is desirous of acquiring Assignor's rights in and to the Trademarks;

NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN, be it known that, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged by Assignor, Assignor does hereby sell, assign, transfer, convey and forever quit claims to Assignee, without representation or warranty by or recourse against Assignor of any kind, all of Assignor's rights in, to and under the Trademark, together with the goodwill of the business symbolized by the Trademarks and in accordance with which the Trademarks are used, together with all common law rights of Assignor, including without limitation, the right to bring action and recover for past infringements, if any, of the Trademarks.

This Assignment is made pursuant to and subject to the terms and conditions of the Contribution, Assignment and Assumption Agreement among GN Investment Oldco Company and General Nutrition Investment Company dated as of even date herewith.

Upon request from time to time by Assignee, Assignor agrees to execute all such papers as may be reasonably necessary or desirable in order to further quit claim Assignor's rights in, to and under the Trademarks in Assignee, and consents to Assignee applying alone for recordal of the Trademarks, all at Assignee's expense.

***[Signature Page Follows]***

IN WITNESS WHEREOF, the undersigned representatives of Assignor and Assignee, being properly authorized to execute this Agreement, hereunto set their hands and affixed their seals.

GN Investment Oldco Company

General Nutrition Investment Company

James Sander  
By: James Sander  
Title: VP  
Date: 12/5/03

James Sander  
By: James Sander  
Title: VP  
Date: 12/5/03

**[Notary Page Follows]**

STATE: Illinois ) SS  
COUNTY: Cook )

I, Catherine A. [Signature], a Notary Public in and for the country and territory aforesaid, do hereby certify that James M. Sanders, personally known to me to be the same person whose name and corporate title is subscribed to the foregoing instrument, is duly entitled to execute said instrument on behalf of GN Investment Oldco Company, and appeared before me this day in person and acknowledged that he executed, sealed and delivered the said instrument on behalf of said corporation as a duly authorized officer thereof and as said corporation's free and voluntary act for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Notarial Seal, this 9<sup>th</sup> day of December, 2003.

[Signature]  
Notary Public

My Commission Expires:

SEAL

8/1/04



STATE: Illinois ) SS  
COUNTY: Cook )

I, Catherine A. [Signature], a Notary Public in and for the country and territory aforesaid, do hereby certify that James M. Sanders, personally known to me to be the same person whose name and corporate title is subscribed to the foregoing instrument, is duly entitled to execute said instrument on behalf of General Nutrition Investment Company, and appeared before me this day in person and acknowledged that he executed, sealed and delivered the said instrument on behalf of said corporation as a duly authorized officer thereof and as said corporation's free and voluntary act for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and Notarial Seal, this 9<sup>th</sup> day of December, 2003.

[Signature]  
Notary Public

My Commission Expires:

SEAL

8/1/04



**[Exhibit A Follows]**

**EXHIBIT A****General Nutrition Investment Company Trademarks****UNITED STATES**

<b>Reg. No./ Appl. No.</b>	<b>Status</b>	<b>Trademark</b>	<b>Class</b>
756,715	Registration	Preventron	5
1,124,836	Registration	BIG 50 and Design	5
1,419,682	Registration	Natural Solution	

**[END OF QUIT CLAIM TRADEMARK ASSIGNMENT]**