

08-20-2003

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



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

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

1. Name of conveying party(ies): 8-11-03 JP Morgan Chase Bank, as Administrative Agent

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

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

3. Nature of conveyance:

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

Execution Date: 07/23/2003

2. Name and address of receiving party(ies)

Name: NBTY, Inc. Internal Address:

Street Address: 90 Orville Drive City: New York State: NY Zip: 11716

- 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 registration number(s): A. Trademark Application No.(s) SEE EXHIBIT A ATTACHED HERETO

B. Trademark Registration No.(s) SEE EXHIBIT A ATTACHED HERETO.

Additional number(s) attached Yes No

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

Name: Tonya Chapple Internal Address: c/o CSC

Street Address: 80 State St.

City: Albany State: NY Zip: 12209

6. Total number of applications and registrations involved: 101

7. Total fee (37 CFR 3.41) \$2540.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

James P. Murphy Name of Person Signing

James P. Murphy Signature

August 6, 2003 Date

Total number of pages including cover sheet, attachments, and document: 11

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

08/20/2003 GTDM11 00000021 1300093

01 FC:8521 40.00 DP 02 FC:8522 2500.00 DP

TRADEMARK REEL: 002800 FRAME: 0594

CONTINUATION OF ITEM TWO FROM THE RECORDATION SHEET

2. Name of receiving party(ies):

NATURE'S BOUNTY INC. (DE Corporation)

NATURE BOUNTY, INC. (NY Corporation)

VITAMIN WORLD, INC. (DE Corporation)

PURITAN'S PRIDE, INC. (DE Corporation)

ARCO PHARMACEUTICALS, INC. (DE Corporation)

NATURAL WEALTH NUTRITION CORPORATION (DE Corporation)

FOUNTAIN PUBLISHING, INC. (NY Corporation)

OMNI VITAMIN AND NUTRITION CORP. (DE Corporation)

UNITED VITAMIN MANUFACTURING CORP. (NY Corporation)

THE HUDSON CORPORATION (NY Corporation)

GOOD 'N NATURAL MANUFACTURING CORP. (DE Corporation)

PRIME NATURAL HEALTH LABORATORIES, INC. (CA Corporation)

AMERICAN HEALTH, INC. (NV Corporation)

NATURE'S BOUNTY MANUFACTURING CORP. (DE Corporation)

NABARCO ADVERTISING ASSOCIATES, INC. (NY Corporation)

HERBAL HARVEST, INC. (DE Corporation)

NUTRITION HEADQUARTERS (DE), INC. (DE Corporation)

HOLLAND & BARRETT, LTD. (NY Corporation)

**EXHIBIT "A"**  
**TO**  
**ASSIGNMENT OF TRADEMARKS**  
**FROM**  
**HOME HEALTH PRODUCTS, INC.**  
**TO**  
**NBTY, INC.**

**United States Registrations**

<u><b>Trademark</b></u>	<u><b>Registration Number</b></u>	<u><b>Date Issued</b></u>
ALMOND GLOW	1,300,093	10/16/84
CALCIGEST	1,457,986	09/22/87
CHAMOVERA	1,556,439	09/19/89
EVERCLEAN	1,488,974	05/24/88
GARLICHROME	1,975,298	05/21/96
HAIREVER	1,571,526	12/19/89
HAIREVER	2,004,125	10/01/96
HAIREVER	1,979,649	06/11/96
HERBACOL	1,305,707	11/20/84
HERBAL MAGIC	1,580,982	02/06/90
HERBAL MAGIC	2,014,862	11/12/96
MALE PERFORMANCE	1,997,545	05/08/98
MUMMY FOOD	1,492,443	06/14/88
MYO RUB	1,298,348	10/02/84
NATURAL HEALTH BEGINS AT HOME	1,569,126	12/05/89
NATURE'S OIL	1,330,417	04/16/85
NORMALAID	1,457,987	09/22/87
SCARGO	1,457,943	09/22/87
WASH 'N GO	1,851,848	08/30/94

CONTINUATION OF ITEM FOUR FROM RECORDATION COVER SHEET

EXHIBIT "A"  
 TO ASSIGNMENT OF TRADEMARKS  
 AND  
 TRADEMARK APPLICATIONS  
 FROM  
 BARTH-SPENCER CORPORATION  
 TO  
NBTY, INC.

United States Registrations

<u>Trademark</u>	<u>Registration Number</u>	<u>Date Issued</u>
All Day	908,443	02/23/71
Bacillum	2,039,000	02/18/97
Barth's	1,985,706	07/09/96
Barth's Brain Bar	2,162,090	06/02/98
Care & Comfort	1,359,833	09/10/85
CholesteRight	2,086,016	08/05/97
Citruduce	2,040,557	02/25/97
Dairy Sure	2,038,999	02/18/97
DHEA After Dark	2,143,565	03/10/98
Digesoothe	2,055,460	04/22/97
Earthly Energy	2,039,062	02/18/97
Earth Born	1,979,128	06/11/96
Easy Trim	2,035,780	02/04/97
E-Pect	958,543	05/08/73
Flex-a-Min	2,055,378	04/22/97
Flexwellia	2,128,740	01/13/98
Herbativa	2,086,017	08/05/97
Herbavision	2,086,018	08/05/97
Hi-Tor	720,267	08/22/61
H2Out	2,119,843	12/09/97
Joint Soother	2,097,318	09/16/97
Inst-E-Vite	719,563	08/08/61
L-Carnilean	2,057,487	04/29/97
Melajuven	2,035,779	02/04/97
New Man	2,039,002	02/18/97
Nutra Soup	1,890,010	04/18/97
Ocean Pure Sea Cucumber+	2,125,516	12/30/97
Phytorich	2,119,844	12/09/97
PMS Smoother	2,039,001	02/18/97
Skin-D-Tox	2,169,506	06/30/98
Stone Age Kids	1,869,198	12/27/94
Ultimate Cranberry	2,127,146	01/06/98
Univitamin	1,189,071	02/09/82
Vascuplex	2,049,037	04/01/97
Vital Iron+	2,037,256	02/11/97
Vital Vein	2,162,070	06/02/98

**Registration Applications Pending in  
the U.S. Patent and Trademark Office**

<b>Trademark</b>	<b>Serial Number</b>	<b>Date Issued</b>
3 Mighty Mushrooms	75/486392	05/18/98
CircSupport	75/352514	09/05/97
Ginger Soother	75/391223	11/17/97
Green Tea Remedy	75/391229	11/17/97
In the Mood	75/360923	09/22/97
PregnenAlert	75/352513	09/05/97
Prostene	75/216934	12/23/96
St. John's Mellow	75/194112	11/06/96

**APPENDIX A**  
**Nutrition Headquarters, Inc. Trademark Records**

<b>Trademark</b>	<b>Class</b>	<b>Goods/Services</b>	<b>® or Sn</b>	<b>Issue/File</b>
CALMERDAY	5 Int	Nutritional supplements	®1,938,546	28Nov95 Issued
CEE-PLEX	5 Int	Medicinal and nutritional supplements	®1,107,727	5Dec78 Issued
CITRI FRESH	5 Int	Odor eliminator for use in residential or commercial environments	®1,756,392	9Mar93 Issued
COLON-TIME	5 Int	Food supplement	®1,902,357	4Jul95 Issued
DERMA TIME	3 Int	Skin conditioning lotion	®881,387	25Nov69 Issued
Design (full page ad)	42 Int	Mail, phone, and fax order services for vitamin, mineral, nutritional and dietary supplements, for cosmetics, jewelry, wallets, housewares, kitchen accessories, hand tools, health aids, health foods, clothing, accessories.	Sn75-283,677	29Apr97 Filed
ENERGIN	5 Int	Nutritional supplements	Sn75-315,963	27Jun97 Filed
FEM-TIME	5 Int	Food supplements	®1,900,317	20Jun95 Issued
GAR-TABS	5 Int	Nutritional supplements	®1,794,641	28Sep93 Issued
GARLO-TIME	5 Int	Food supplements	®1,881,823	7Mar95 Issued
HEALTH'S FINEST	5, 35 Int	Nutritional Supplements, Dietary Supplements, Vitamins, Analgesics, Antihistamines, Dietary herbal supplements, Diuretic preparations, Dental polish, Dental rinse, eye drops, baby food, medicated foot powder, dietary supplements for pets, household room deodorizer (5); Mail and phone order services for Nutritional Supplements, Dietary Supplements, Vitamins, Analgesics, Antihistamines, Dietary herbal supplements, Diuretics, Dental polish, Dental rinse, eye drops, contact lens solutions, baby food, medicated foot powder, dietary supplements for pets, household room deodorizer, fruit based snacks, health beauty and personal aids (35)	Sn75-263,201	25Mar97 Filed
HEARTLAND	5 Int	Nutritional and dietary supplements	®1,854,009	13Sep94 Issued

Trademark	Class	Goods/Services	® or Sn	Issue/File
HEARTLAND HEALTH	35 Int	Mail order services featuring food supplements, nutritional supplements, dietary supplements, cosmetics, soap, beauty aids, health aids, books, food, drinks, teas, juices, pet foods, pet drinks, herbs, baby food, baby powder, over the counter drugs, diet products, personal care products, dental hygiene products, foot care products, eye care products, hair care products, laxatives, jewelry, kitchen and cooking aids, housewares, eye glasses, householder cleaner, and household deodorizer.	Sn75-191,065	1Nov96 Filed
HOMOCYSTEINE FIGHTERS	5 Int	Dietary supplements	Sn75-483,632	12May98 Filed
I-VITA	5 Int	Medicinal and nutritional supplements	®1,197,653	15Jun82 Issued
IRON-EZE	5 Int	Dietary food supplements	®2,160,203	26May98 Issued
KEY TO LIFE	5 Int	Nutritional supplements and health aids	Sn75-140,186	23Jul96 Filed
KLORO-TIME	5 Int	Food supplements	®1,900,316	20Jun95 Issued
LEC E TIME	5 Int	Food supplements	®1,876,304	31Jan95 Issued
LECIGEN	5 Int	Medicinal and nutritional supplements	®1,097,895	1Aug78 Issued
LIFE'S FINEST	5 Int	Vitamins	®1,835,118	10May94 Issued
LIFE'S FINEST	5, 29, 30, 32 Int	Dietary supplements; diet products, namely diet capsules and pills; herbal supplements in capsule, tablet and powder form; dietary supplements for pets (5); dried fruits; fruit-based snacks; candy bars (29); breakfast cereals; cereal-based snacks (30); fruit juices (32).	Sn74-565,539	25Aug94 Filed
MEGA-TIME	5 Int	Medicinal and Nutritional supplements	®1,281,231	12Jun84 Issued
MORE	5 Int	Nutritional supplements	®2,082,717	29Jul97 Issued
NATURE TIME	5 Int	Medicinal and nutritional supplement	®1,187,334	26Jan82 Issued

Trademark	Class	Goods/Services	® or Sn	Issue/File
NHQ	5, 35 Int	Housemark for a full Line of nutritional supplements, dietary supplements, food supplements, and vitamins (5). Mail order and telephone shop-at-home services featuring food supplements, dietary supplements, nutritional supplements, vitamins, cosmetics, soap, beauty aids, health aids, books, food, drinks, teas, juices, pet foods, pet drinks, herbs, baby food, baby powder, over the counter drugs, diet products, personal care products, dental hygiene products, foot care products, eye care products, hair care products, laxatives, jewelry, kitchen and cooking aids, housewares, eye glasses, household cleaner, and household deodorizer (35).	®2,152,276	21Apr98 Issued
NUTRI-TIME	5 Int	Medicinal and nutritional supplements	®686,176	6Oct59 Issued
NUTRITION HEADQUARTERS	5, 42 Int	A full line of food supplements (5); Mail order services featuring food supplements, cosmetics, soap, beauty aids, health aids, books, food, drinks, teas, juices, pet foods, pet drinks, herbs, baby food, baby powder, over the counter drugs, diet products, personal care products, dental hygiene products, foot care products, eye care products, hair care products, laxatives, jewelry, kitchen and cooking aids, housewares, eyeglasses, household cleaner, household deodorizer (42).	®2,010,171	22Oct96 Issued
NUTROFEM	5 Int	Vitamins	®1,776,208	15Jun93 Issued
PREVEN TIME	5 Int	Medicinal and nutritional supplements	®1,219,669	14Dec82 Issued
SILK-LAX	5 Int	Laxative	®1,881,822	7Mar95 Issued
SUPER GARLIC	5 Int	Nutritional supplements	Sn75-076,534	21Mar96 Filed
SUPER-LEENA	5 Int	Medicinal and nutritional supplements	®1,284,932	10Jul84 Issued
TAKE THE OFFENSIVE IN HELPING YOUR HEART	5 Int	Dietary Supplements	Sn 483,499-75	12May98 Filed
TRIO-ZYME	5 Int	Food Supplements	®1,902,358	4Jul95 Issued
ULTIMATE C-1000	5 Int	Food supplement	®1,981,894	25Jun96 Issued



Trademark	Class	Goods/Services	® or Sn	Issue/File
VITAMIN HEADQUARTERS OF AMERICA	35 Int	Mail order catalogue, telephone order, facsimile order, and computer online order services featuring personal care, home care, health and wellness products; pillows, clothing, fitness aids, dietary and nutritional supplements, bed and bath supplies, kitchen aids, household products, garden tools, soaps and cosmetics, automobile and travel accessories, tools and hardware, jewelry, skincare, footcare, books, home medical equipment and supplies, namely wheelchairs, walkers, canes, and handrails. Vitamin and America disclaimed.	Sn75-410,085	23Dec97 Filed
ZINGO	5 Int	Medicinal and nutritional supplements	®1,300,137	16Oct84 Issued

## RELEASE OF SECURITY INTEREST IN TRADEMARKS

**THIS RELEASE OF SECURITY INTERESTS IN TRADEMARKS** (this "Release") is made as of July 23, 2003 ("Effective Date") by and between NBTY, Inc., the other Grantors party to the Security Agreement (collectively, "Grantors"), and JPMorgan Chase Bank, which is the legal successor to The Chase Manhattan Bank ("Grantee").

**WHEREAS**, pursuant to the terms and conditions of that certain Amended and Restated Guarantee and Collateral Agreement, dated as of April 16, 1999, as amended and modified by and between Grantors and Grantee (the "Security Agreement"), Grantors pledged, assigned and granted to Grantee a continuing first priority security interest in and lien on and right of set-off against all of its right, title and interest in and to its Trademarks (as defined in the Security Agreement), including without limitation the trademark registrations and applications set forth on Schedules A hereto (collectively, the "Trademarks") together with the goodwill associated therewith;

**WHEREAS**, Grantors and Grantee entered into the Security Agreement pursuant to the terms and conditions of that certain Amended and Restated Credit Agreement, dated as of April 16, 1999, as amended and modified by and between Grantors and Grantee (the "Credit Agreement")

**WHEREAS**, the Security Agreement and subsequent filings in respect thereof were recorded with the United States Patent and Trademark Office ("PTO") at Reel 001907/Frame 0101 on June 9, 1999;

**AND WHEREAS**, Grantors have paid all of its outstanding indebtedness to Grantee.

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantee hereby terminates the Security Agreement, and hereby terminates, cancels, re-pledges, reassigns and releases any and all security interests it has against the Trademarks.

If and to the extent Grantee has acquired any right, title or interest to any of the Trademarks, it hereby assigns and transfers such rights, title or interest to Grantors.

Grantee shall take all further actions, and provide to Grantors and each of its successors, assigns or other legal representatives, all such cooperation and assistance (including, without limitation, the execution and delivery of any and all documents or other instruments), requested by Grantors to more fully and effectively effectuate the purposes of this Release.

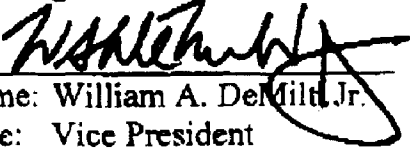
**IN WITNESS WHEREOF**, Grantee has caused this Release to be executed by its duly authorized representative as of the Effective Date and further declares that:

An agreement has been executed with respect to the release reported herein;

JPMorgan Chase Bank is the legal successor to The Chase Manhattan Bank;

JPMorgan Chase Bank has a good faith intention to consummate the release of the security interest described herein.

**JPMorgan Chase Bank, as Administrative Agent**

By:   
Name: William A. DeMilt, Jr.  
Title: Vice President

**EXHIBIT "A"**  
**TO**  
**ASSIGNMENT OF TRADEMARKS**  
**FROM**  
**HOME HEALTH PRODUCTS, INC.**  
**TO**  
**NBTY, INC.**

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HAIREVER	1,571,526	12/19/89
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