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

102744154

Tab settings

05-04-2004

U.S. Patent & TMO/c/TM Mail Rcpt Dt. #74

To the Honorable Commissioner of Patent

ached original documents or copy thereof.

1. Name of conveying party(ies):
Nature's Bounty, Inc.

5-4-04

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other: Short Form Trademark Sec. Agmt.
- Merger
- Change of Name

Execution Date: 04/30/2004

2. Name and address of receiving party(ies)

Name: JPMorgan Chase Bank, as
 Internal Address: Administrative Agent
 Street Address: 270 Park Avenue
 City: New York State: NY Zip: 10017

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State: New York Banking Corporation
- 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 Schedule I

B. Trademark Registration No.(s)

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: 12207

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 65.00

- 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

April 30, 2004
Date

Total number of pages including cover sheet, attachments, and document: 5

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

05/12/2004 MGETACHE 00000079 78313767

01 FC:0521
02 FC:0522

40.00 OP
25.00 OP

ADDITIONAL NAME OF CONVEYING PARTIES (In connection with Item 1 of Trademark Cover Sheet):

United States Nutrition, Inc.

SCHEDULE I
to
TRADEMARK SECURITY AGREEMENT
TRADEMARK REGISTRATIONS AND TRADEMARK APPLICATIONS

Trademark Registrations: None.

Trademark Applications:

OWNER	APPLICATION NUMBER	TRADEMARK
Nature's Bounty, Inc.	78/313767	CARB SOLUTIONS FRUIT SMOOTHY BERRY BREEZE
United States Nutrition, Inc.	78/313870	EXTREME THERMO RUSH

SHORT-FORM TRADEMARK SECURITY AGREEMENT

WHEREAS, Nature's Bounty, Inc. and United States Nutrition, Inc. (collectively, the "Debtors") have adopted, used, are using and own the trademarks listed next to their respective names on the attached Schedule I and the registrations and pending applications associated therewith;

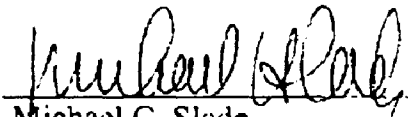
WHEREAS, the Debtors have contemporaneously with the execution of this Short-Form Trademark Security Agreement or previously entered into a Guarantee and Collateral Agreement dated as of July 24, 2003 (the "Security Agreement") in which Debtors respectively have granted certain interests in favor of JPMorgan Chase Bank (the "Secured Party"); and

WHEREAS, pursuant to the Security Agreement, the Debtors have agreed with the Secured Party to execute this Short-Form Trademark Security Agreement;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Debtors respectively hereby assign, transfer and respectively hereby grant to the Secured Party, according to the terms of the Security Agreement, a security interest in all of their respective right, title, interest, priorities and privileges in, to and under the trademarks listed on the attached Schedule I, and all registrations and pending applications associated therewith, as collateral security for the prompt and complete payment and performance when due of all the Obligations, as such term is defined in the Security Agreement.

Date: April 30, 2004

NATURE'S BOUNTY, INC.
UNITED STATES NUTRITION, INC.

By: 
Michael C. Slade
Secretary

SCHEDULE I
to
TRADEMARK SECURITY AGREEMENT
TRADEMARK REGISTRATIONS AND TRADEMARK APPLICATIONS

Trademark Registrations: None.

Trademark Applications:

OWNER	APPLICATION NUMBER	TRADEMARK
Nature's Bounty, Inc.	78/313767	CARB SOLUTIONS FRUIT SMOOTHY BERRY BREEZE
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