

FORM PTO-1594 (Modified)
(Rev. 10/02)
OMB No. 0651-0027 (exp. 8/30/2005)
Copyright 1994-97 LegalStar
TM05/REV03

RECORDATION FORM COVER SHEET

Docket No.:

TRADEMARKS / SERVICE MARKS ONLY

T-9441

Tab settings

To the Director of the United States Patent and Trademark Office: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Vitacost.com, Inc.
2055 High Ridge Road
Boynton Beach, FL 33426

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

Additional names(s) of conveying party(ies) Yes No

2. Name and address of receiving party(ies):

Name: Nutraceutical Sciences Institute, Inc.

Internal Address: 2055 High Ridge Road

Street Address: _____

City: Boynton Beach State: FL ZIP: 33426

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

If assignee is not domiciled in the United States, a domestic designation is Yes No
(Designations must be a separate document from Additional name(s) & address(es) Yes No

3. Nature of conveyance:

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

Execution Date: October 11, 2005

4. Application number(s) or registration numbers(s):

A. Trademark / Service Mark Application No.(s)

76/629,196 Filing Date: January 28, 2005

B. Trademark / Service Mark Registration No.(s)

Additional numbers Yes No

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

Name: Stewart L. Gitler
Internal Address: Hoffman, Wasson & Gitler, P.C.
Crystal Center 2
2461 South Clark Street, Suite 522

Street Address: _____

City: Arlington State: VA ZIP: 22202

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41):.....\$ \$40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

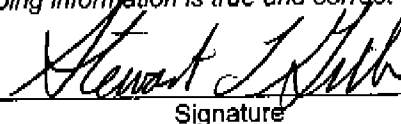
08-2455

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

10-18-2005
Date

Total number of pages including cover sheet, attachments, and 2

Mail documents to be recorded with required cover sheet information to:
Mail Stop Recordation Services
Director of the United States Patent and Trademark Office
P.O. Box 1450, Alexandria, VA 22313-1450

CHI \$40.00 082455 76629196

TRADEMARK ASSIGNMENT

WHEREAS, **VITACOST.COM, INC.**, a corporation organized under the laws of Delaware, USA having offices at 2055 High Ridge Road, Boynton Beach, FL 33426 (hereinafter "ASSIGNOR"), is owner of:

U.S. Trademark Application Serial Number 76/629, 196 ARTHRIPOWER ULTRA; and

WHEREAS, **Nutraceutical Sciences Institute, Inc.**, a Delaware corp[oration, having offices at 2055 High Ridge Road, Boynton Beach, FL 33426 (hereinafter "ASSIGNEE"), is desirous of acquiring said trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, said ASSIGNOR does hereby assign to ASSIGNEE all right, title and interest in and to said trademark, together with the goodwill of the business symbolized by said trademark.

IN TESTIMONY WHEREOF, ASSIGNOR has caused this agreement to be executed effective as of this 11th day of October, 2005.

VITACOST.COM, INC

By: 

Name: Wayne Gorsck

Title: Chairman of The Board