

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Short-Form Trademark Security Agreement

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Vitamin World, Inc.		11/03/2006	CORPORATION: DELAWARE
MET-Rx Substrate Technology, Inc.		11/03/2006	CORPORATION: CALIFORNIA
Nature's Bounty, Inc.		11/03/2006	CORPORATION: NEW YORK
NBTY, Inc.		11/03/2006	CORPORATION: DELAWARE
Richardson Labs, Inc.		11/03/2006	CORPORATION: DELAWARE
Solgar, Inc.		11/03/2006	CORPORATION: DELAWARE
The Ester C Company		11/03/2006	CORPORATION: ARIZONA
United States Nutrition, Inc.		11/03/2006	CORPORATION: DELAWARE
Worldwide Sport Nutritional Supplements, Inc.		11/03/2006	CORPORATION: NEW YORK

**RECEIVING PARTY DATA**

<b>Name:</b>	JPMorgan Chase Bank, N.A., as Administrative Agent
<b>Street Address:</b>	270 Park Avenue
<b>City:</b>	New York
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10017
<b>Entity Type:</b>	N.A.:

**PROPERTY NUMBERS Total: 96**

Property Type	Number	Word Mark
Registration Number:	2036955	VITAMIN WORLD
Registration Number:	1035168	VITAMIN WORLD
Registration Number:	2020593	VITAMIN WORLD
Registration Number:	2238924	VITAMIN WORLD
Registration Number:	2224374	VITAMIN WORLD
Registration Number:	0963384	NATURE'S BOUNTY
Registration Number:	1200112	PURITAN'S PRIDE

CH \$2415.00 2036955

Registration Number:	2055378	FLEX-A-MIN
Registration Number:	1524111	REXALL
Registration Number:	1105419	SOLGAR
Registration Number:	1354735	ESTER-C
Registration Number:	2528608	ESTER-C BOOST
Registration Number:	1525207	SUNDOWN
Registration Number:	2473394	SUNDOWN
Registration Number:	2578401	SUNDOWN
Registration Number:	2205607	OSTEO BI-FLEX
Registration Number:	2058523	MET-RX
Registration Number:	2424531	WORLDWIDE SPORT NUTRITION
Registration Number:	2429344	WORLDWIDE SPORT NUTRITION
Registration Number:	2157624	KNOX NUTRAJOINT
Registration Number:	2063906	ABCDOPHILUS
Registration Number:	2691086	ADVANCED MULTI-BILLION DOPHILUS
Registration Number:	1376453	AMINO 75
Registration Number:	2907330	BOUNCIN' BERRY
Registration Number:	1436173	CAMBRIDGE
Registration Number:	2782187	DAILY HARVEST
Registration Number:	2810271	
Registration Number:	2501452	DYNAVITE
Registration Number:	2490131	DYNAVITE-PRIME
Registration Number:	2142764	EARTH SOURCE
Registration Number:	2536445	ENERGY MODULATORS
Registration Number:	1942897	GENTLE IRON
Registration Number:	2561734	GLUCOSE MODULATORS
Registration Number:	1112582	
Registration Number:	2239662	GOLD SPECIFICS
Registration Number:	2494943	HEART SALT
Registration Number:	2547282	HOMOCYSTEINE MODULATORS
Registration Number:	1041613	HY-BIO
Registration Number:	2632428	IMMUNE SUPPORT ENERGY PRODUCING STRESS ADAPTOR
Registration Number:	2666115	IMMUNE SUPPORT ENERGY PRODUCING STRESS ADAPTORS

Registration Number:	2180209	ISO-SOY
Registration Number:	2861323	KANGAVITES
Registration Number:	2926991	
Registration Number:	2681761	LIP SOOTHE
Registration Number:	2588373	MICROBIAL MODULATORS
Registration Number:	2561733	MOOD MODULATORS
Registration Number:	1458960	MULTI II CAPS
Registration Number:	2124434	MULTI-BILLION DOPHILUS
Registration Number:	2149428	MULTI II
Registration Number:	1018276	NATURVITE
Registration Number:	1018278	NATURVITE
Registration Number:	2116983	OMNIUM
Registration Number:	2483411	OPTEIN
Registration Number:	2547966	OPTEIN
Registration Number:	2547962	OPTEIN
Registration Number:	2521050	
Registration Number:	2116987	PHYTO2X
Registration Number:	1024479	SOLAMINS
Registration Number:	2446924	SOY FROM NATURE
Registration Number:	2506417	TRIUMPH
Registration Number:	2506420	TRIUMPH
Registration Number:	2320934	V
Registration Number:	2637438	VISION GUARD
Registration Number:	1016242	VITAREX
Registration Number:	1629787	VM-2000
Registration Number:	1049361	VM-75
Registration Number:	2505275	VM-PRIME
Registration Number:	2042265	WHEY TO GO
Registration Number:	2108887	WHEY TO GO
Registration Number:	1527754	REXALL
Registration Number:	2395667	OSTEO-BI-FLEX
Registration Number:	2169788	MET-RX
Serial Number:	76519221	MET-RX
Serial Number:	78313767	CARB SOLUTIONS FRUIT SMOOTHY BERRY BREEZE
Serial Number:	78492103	TASTE SENSATIONS!

Serial Number:	78459488	METABOSURGE
Serial Number:	78459782	GOOD MORNINGS!
Serial Number:	78313870	EXTREME THRMO RUSH
Serial Number:	78616074	AIRRAIDERS
Serial Number:	78542324	PHYSIQUE SMART
Serial Number:	78599808	MET-RX AMPED ECN
Serial Number:	78616810	EXTREME THERMO RUSH
Serial Number:	78611483	THE TRUSTED BRAND OF PHOSPHATIDYLSERINE
Serial Number:	78631405	ZINC THINK
Serial Number:	78632028	MET-RX ENGINEERED ARMOR
Serial Number:	78655104	MET-RX ENGINEERED PROTECTION
Serial Number:	78665710	MET-RX GAME DAY
Serial Number:	78049514	SOLOVITE
Serial Number:	78284298	
Serial Number:	78244808	WILD ABOUT NUTRITION
Registration Number:	1003147	REXALL
Registration Number:	1141226	SOLGAR
Registration Number:	2684329	SOLGAR
Registration Number:	1598104	ESTER-C
Registration Number:	1742066	ESTER-C
Registration Number:	2977776	ESTER-C

**CORRESPONDENCE DATA**

Fax Number: (202)756-9299  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 8002210770  
Email: matthew.mayer@thomson.com  
Correspondent Name: Corporation Service Company  
Address Line 1: 1133 Avenue of the Americas  
Address Line 2: Suite 3100  
Address Line 4: New York, NEW YORK 10036

NAME OF SUBMITTER:	Matthew Mayer
Signature:	/Matthew Mayer/
Date:	11/15/2006

Total Attachments: 11  
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**TRADEMARK**  
**REEL: 003428 FRAME: 0247**

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**ITEM 1 cont'd**  
**to Trademarks Recordation Form Cover Sheet**

**Additional Conveying Parties**

<u>Entity</u>	<u>Jurisdiction of Organization</u>	<u>Type of Entity</u>
MET-Rx Substrate Technology, Inc.	California	Corporation
Nature's Bounty, Inc.	New York	Corporation
NBTY, Inc.	Delaware	Corporation
Richardson Labs, Inc.	Delaware	Corporation
Solgar, Inc.	Delaware	Corporation
The Ester C Company	Arizona	Corporation
United States Nutrition, Inc.	Delaware	Corporation
Worldwide Sport Nutritional Supplements Inc.	New York	Corporation

## SHORT-FORM TRADEMARK SECURITY AGREEMENT

WHEREAS, NBTY, Inc., a Delaware corporation, and the other parties signatory hereto (the "Debtors") have adopted, used, are using and own the trademarks listed in the attached Schedule of Trademarks and the registrations and pending applications associated therewith;

WHEREAS, the Debtors have contemporaneously with the execution of this Short-Form Trademark Security Agreement entered into a Guarantee and Collateral Agreement dated as of November 3, 2006 (the "Security Agreement") in which Debtors have granted certain interests in favor of JPMorgan Chase Bank, N.A., as Administrative Agent (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 hereby assign, transfer and hereby grant to the Secured Party, according to the terms of the Security Agreement, a security interest in all of their right, title, interest, priorities and privileges in, to and under all of the Trademarks and Trademark Licenses (each as defined in the Security Agreement) of Debtors located in the United States of America, including the trademarks listed on the attached Schedule of Trademarks, 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: November 3, 2006

NBTY, INC.

By: \_\_\_\_\_



Name:

Title:


HARVEY KAMIL  
PRESIDENT

*[Signature of Short-Form Trademark Agreement]*



AMERICAN HEALTH, INC., a Nevada corporation  
ARCO PHARMACEUTICALS, INC., a Delaware corporation  
ARTHRITIS RESEARCH CORP., a Delaware corporation  
BIOSMART DIRECT SALES, LLC, a Colorado limited liability company  
DE TUINEN LTD., a New York corporation  
DIABETES AMERICAN RESEARCH CORP., a Delaware corporation  
DYNAMIC ESSENTIALS (DE), INC., a Delaware corporation  
EUROLEAN RESEARCH, LLC, a New York corporation  
FOOD SYSTEMS, INC., a Delaware corporation  
GOOD 'N NATURAL MANUFACTURING CORP., a Delaware corporation  
HEALTHWATCHERS (DE), INC., a Delaware corporation  
HOLLAND & BARRETT LTD., a New York corporation  
MET-RX NUTRITION, INC., a Delaware corporation  
MET-RX SUBSTRATE TECHNOLOGY, INC., a California corporation  
MET-RX USA, INC., a Nevada corporation  
NABARCO ADVERTISING ASSOCIATES, INC., a New York corporation  
NATURAL WEALTH NUTRITION CORPORATION, a Delaware corporation  
NATURE'S BOUNTY INC., a Delaware corporation  
NATURE'S BOUNTY MANUFACTURING CORP., a Delaware corporation  
NATURE'S BOUNTY, INC., a New York corporation  
NATURESMART, LLC, a Colorado limited liability company  
NBTY AVIATION, LLC, a Delaware limited liability company  
NBTY CAH COMPANY, a Delaware corporation  
NBTY CAM COMPANY, a Delaware corporation  
NBTY CANADA ACQUISITION, INC., a Delaware corporation  
NBTY CHINA HOLDINGS, INC., a Delaware corporation  
NBTY CHINA, INC., a Delaware corporation  
NBTY DISTRIBUTION, INC., a New York corporation  
NBTY FLIGHT SERVICES, LLC, a Delaware limited liability company  
NBTY GLOBAL, INC., a Delaware corporation  
NBTY MANUFACTURING, LLC, a Delaware limited liability company  
NBTY PAH, LLC, a Delaware limited liability company  
NBTY TRANSPORTATION, INC., a Delaware corporation  
NBTY UKRAINE 1, LLC, a Delaware limited liability company  
NBTY UKRAINE 2, LLC, a Delaware limited liability company  
NBTY UKRAINE, INC., a Delaware corporation  
NUTRITION HEADQUARTERS (DE), INC., a Delaware corporation  
OMNI VITAMIN AND NUTRITION CORP., a Delaware corporation  
PHYSIOLOGICS, LLC, a Colorado limited liability company  
PRECISION ENGINEERED LIMITED (USA), a Delaware corporation  
PURITAN'S PRIDE OF JAPAN, INC., a Delaware corporation  
PURITAN'S PRIDE, INC., a Delaware corporation  
REXALL SUNDOWN, INC., a Florida corporation

REXALL US DELAWARE, INC., a Delaware corporation  
REXALL, INC., a Florida corporation  
RICHARDSON LABS, INC., a Delaware corporation  
RXSD INC., a Nevada corporation  
SOLGAR HOLDINGS, INC., a Delaware corporation  
SOLGAR MEXICO HOLDINGS, LLC, a Delaware limited liability company  
SOLGAR, INC., a Delaware corporation  
SUNDOWN, INC., a Florida corporation  
THE ESTER C COMPANY, an Arizona corporation  
THE NON-IRRADIATED HERBAL MANUFACTURERS  
GROUP, LLC, a Delaware limited liability company  
UNITED STATES NUTRITION, INC., a Delaware corporation  
UNITED VITAMIN MANUFACTURING CORP., a New York corporation  
VITAMIN WORLD (BOCA), LLC, a Delaware limited liability company  
VITAMIN WORLD (VI), INC., a U.S. Virgin Islands corporation  
VITAMIN WORLD OF GUAM LLC, a Delaware corporation  
VITAMIN WORLD ONLINE, INC., a New York corporation  
VITAMIN WORLD OUTLET STORES, INC., a Nevada corporation  
VITAMIN WORLD, INC., a Delaware corporation  
WORLDWIDE SPORT NUTRITIONAL SUPPLEMENTS INC., a New York corporation,

By:   
Name: HARVEY KAMIL  
Title: PRESIDENT

STATE OF New York  
:SS:  
COUNTY OF Suffolk

On this, 3<sup>rd</sup> day of November, 2006, personally appeared Halvey Kanel to me known to me to be a President of DBM the debtors above named, and acknowledged that he/she executed the foregoing Short-Form Trademark Security Agreement on behalf of said debtors pursuant to authority duly received.

  
\_\_\_\_\_  
Notary Public

**MADLINE STIBER**  
Notary Public, State of New York  
No. 01-4843262  
Qualified in Suffolk County  
Commission Expires January 31, 2010

STATE OF New York  
:SS:  
COUNTY OF Suffolk

On this 3 day of November, 2006, personally appeared Harvey Kami to me known to me to be a debt person of \_\_\_\_\_, the debtors above named, and acknowledged that he/she executed the foregoing Short-Form Trademark Security Agreement on behalf of said debtors pursuant to authority duly received.

Madeline Strder  
Notary Public

MADELINE STRDER  
Notary Public, State of New York  
No. 01-4843282  
Qualified in Suffolk County  
Commission Expires January 31, 2010

**SCHEDULE OF TRADEMARKS**

**TRADEMARK AND TRADEMARK LICENSES**

**Trademark Registrations**

<b>Trademark</b>	<b>Registration No.</b>	<b>Owner</b>
Vitamin World	2,036,955	Vitamin World, Inc.
Vitamin World	1,035,168	
Vitamin World & Design	2,020,593	Vitamin World, Inc.
Vitamin World & Design	2,238,924	
Vitamin World & Design	2,224,374	
Nature's Bounty	963,384	NBTY, Inc.
Puritan's Pride	1,200,112	NBTY, Inc.
FLEX-A-MIN	2,055,378	NBTY, Inc.
Rexall	1,524,111	NBTY, Inc.
	1,527,754	
	1,003,147	
Solgar & Design	1,105,419	Solgar, Inc.
	1,141,226	
	2,684,329	
Ester-C & Design	1354735	The Ester C Company
	1598104	
	1742066	
	2977776	
Ester-C Boost & Design	2528608	The Ester C Company
Sundown	1,525,207	NBTY, Inc.
Sundown & Design	2,473,394	NBTY, Inc.
Sundown & Design	2,578,401	
Osteo-Bi-Flex	2,205,607	NBTY, Inc.
	2,395,667	
Met-RX	2,058,523	NBTY, Inc.
	2,169,788	
Worldwide Sport Nutrition	2,424,531	NBTY, Inc.
Worldwide Sport Nutrition & Design	2,429,344	NBTY, Inc.
Knox Nutrajoint	2,157,624	NBTY, Inc.
ABCDOPHILUS	2063906	SOLGAR, Inc.
ADVANCED MULTI-BILLION DOPHILU		
	2691086	SOLGAR, Inc.
AMINO 75	1376453	SOLGAR, Inc.
BOUNCIN' BERRY	2907330	SOLGAR, Inc.
CAMBRIDGE	1436173	SOLGAR, Inc.

DAILY HARVEST	2782187	SOLGAR, Inc.
DAILY HARVEST DESIGN MARK	2810271	SOLGAR, Inc.
DYNAVITE	2501452	SOLGAR, Inc.
DYNAVITE-PRIME	2490131	SOLGAR, Inc.
EARTH SOURCE STYLIZED	2142764	SOLGAR, Inc.
ENERGY MODULATORS	2536445	SOLGAR, Inc.
GENTLE IRON	1942897	SOLGAR, Inc.
GLUCOSE MODULATORS	2561734	SOLGAR, Inc.
GOLD LABEL DESIGN	1112582	SOLGAR, Inc.
GOLD SPECIFICS AND DESIGN	2,239,662	SOLGAR, Inc.
HEART SALT	2,494,943	SOLGAR, Inc.
HOMOCYSTEINE MODULATORS	2547282	SOLGAR, Inc.
HY-BIO	1041613	SOLGAR, Inc.
IMMUNE SUPPORT. ENERGY PRODUCI	2632428	SOLGAR, Inc.
IMMUNE SUPPORT. ENERGY PRODUCI	2666115	SOLGAR, Inc.
ISO-SOY & DESIGN	2180209	SOLGAR, Inc.
KANGAVITES	2861323	SOLGAR, Inc.
KANGAVITES DESIGN	2926991	SOLGAR, Inc.
LIP SOOTHE AND DESIGN	2681761	SOLGAR, Inc.
MICROBIAL MODULATORS	2588373	SOLGAR, Inc.
MOOD MODULATORS	2561733	SOLGAR, Inc.
MULTI II CAPS	1458960	SOLGAR, Inc.
MULTI-BILLION DOPHILUS	2124434	SOLGAR, Inc.
MULTI-II	2149428	SOLGAR, Inc.
NATURVITE	1018276	SOLGAR, Inc.
NATURVITE	1018278	SOLGAR, Inc.
OMNIUM	2116983	SOLGAR, Inc.
OPTEIN	2,483,411	SOLGAR, Inc.
OPTEIN	2547966	SOLGAR, Inc.
OPTEIN	2547962	SOLGAR, Inc.
PERSON HOLDING CIRCLE DESIGN	2521050	SOLGAR, Inc.
PHYTO2 X AND DESIGN	2116987	SOLGAR, Inc.
SOLAMINS	1024479	SOLGAR, Inc.
SOLGAR	1105419	SOLGAR, Inc.

SOLGAR	2684329	SOLGAR, Inc.
SOLGAR & LOGO	1141226	SOLGAR, Inc.
SOY FROM NATURE AND DESIGN OF	2,446,924	SOLGAR, Inc.
TRIUMPH	2,506,417	SOLGAR, Inc.
TRIUMPH AND DESIGN	2,506,420	SOLGAR, Inc.
V	2,320,934	SOLGAR, Inc.
VISION GUARD	2637438	SOLGAR, Inc.
VITAREX	1016242	SOLGAR, Inc.
VM-2000	1629787	SOLGAR, Inc.
VM-75	1049361	SOLGAR, Inc.
VM-PRIME	2,505,275	SOLGAR, Inc.
WHEY TO GO	2042265	SOLGAR, Inc.
WHEY TO GO DESIGN	2108887	SOLGAR, Inc.

**Trademark Applications**

<b>Trademark</b>	<b>Application No.</b>	<b>Owner</b>
Met-RX & Design	76/519221	NBTY, Inc.
CARB SOLUTIONS FRUIT SMOOTHY BARRY BREEZE	78/313767	Nature's Bounty, Inc.
EXTREME THERMO RUSH	78/313870	United States Nutrition, Inc.
TASTE SENSATIONS!	78/492103	NBTY, Inc.
METABOSURGE	78/459488	Vitamin World, Inc.
GOOD MORNINGS!	78/459782	Richardson Labs, Inc.
EXTREME THERMO RUSH	78/313870	United States Nutrition, Inc.
THE TRUSTED BRAND OF PHOSPHATIDYLSERINE	78/611483	United States Nutrition, Inc.
AIRRAIDERS	78/616074	United States Nutrition, Inc.
PHYSIQUE SMART (Stylized)	78/542324	Vitamin World, Inc.
MET-RX AMPED ECN	78/599808	Met-Rx Substrate Technology, Inc.
EXTREME THERMO RUSH	78/616810	Worldwide Sport Nutritional Supplements, Inc.
THE TRUSTED BRAND OF PHOSPHATIDYLSERINE	78/611483	United States Nutrition, Inc.
MET-RX AMPED ECN	78/599808	Met-Rx Substrate

		Technology, Inc.
ZINC THINK	78/631405	United States Nutrition, Inc.
MET-RX ENGINEERED ARMOR	78/632028	Met-Rx Substrate Technology, Inc.
MET-RX ENGINEERED PROTECTION	78/655104	Met-Rx Substrate Technology, Inc.
MET-RX GAME DAY	78/665710	Met-Rx Substrate Technology, Inc.
SOLOVITE	78/049514	SOLGAR, Inc.
V STYLIZED	78/284298	SOLGAR, Inc.
WILD ABOUT NUTRITION	78/244808	SOLGAR, Inc.