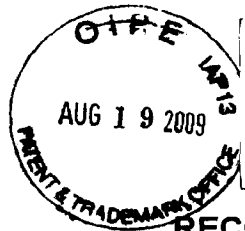


RE 8/16/09

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027



08-24-2009



103571715

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year
- Merger
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City State/Country Zip Code

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

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Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

| | | |
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Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Stewart L. Gitler

8/19/2009

Name of Person Signing

Signature

Date Signed

EXHIBIT A

| Trademark | Registration Number | Applied | Registered | Expiration Date |
|---|---------------------|----------|------------|-----------------|
| Arthropower | 3110988 | 02/14/05 | 07/04/06 | 07/04/11 |
| Arthropower Ultra | 3052807 | 01/28/05 | 01/31/06 | 01/31/11 |
| Cardiolift | 2283103 | 07/15/98 | 10/05/99 | |
| Chews to Lose | 2396825 | 07/15/98 | 10/24/00 | 10/24/10 |
| Glucopower | 2244987 | 03/17/97 | 05/11/99 | 05/11/09 |
| Longevity Enhancement Formula | 2674924 | 04/30/02 | 01/14/03 | 01/14/13 |
| Neuropower | 2243369 | 03/17/97 | 05/04/99 | 04/20/15 |
| NSI | 2411431 | 07/16/99 | 12/05/00 | 05/11/16 |
| NSI & Design | 2491928 | 10/19/99 | 09/25/01 | |
| NSI & Design Europe | 1615194 | 04/17/00 | 08/07/01 | |
| NSI-Australia | 1092679 | 12/29/05 | 12/29/05 | 12/29/15 |
| NSI-Korea | 685419 | 12/19/05 | 11/13/06 | 11/13/16 |
| Nutraceutical Sciences Institute | 2470724 | 09/23/99 | 07/17/01 | 07/17/11 |
| Nutraceutical Sciences Institute-Europe | 1382233 | 11/12/99 | 02/21/01 | |
| Nutraceutical Sciences Institute service mark | 2491928 | 10/19/99 | 09/25/01 | 09/25/11 |
| Synergy 3000 | 2970843 | 07/15/99 | 07/19/05 | 07/19/10 |
| Top Brand Vitamins at Wholesale Cost | 2434385 | 09/23/99 | 03/06/01 | 03/06/11 |
| Ultrasorb Technology | 2257056 | 04/30/98 | 08/29/99 | |

| Trademarks Applied | Registration Number | Applied |
|------------------------|---------------------|----------|
| Advanc-C in Class 5 | 77122436 | 03/05/07 |
| AdvancC | 77170779 | 05/02/07 |
| Actislim | 77101138 | 02/07/07 |
| Fibrolift | 76611509 | 09/15/04 |
| Kudzumin | 77174000 | 05/07/07 |
| MGC-7 | 2838209 | 06/03/03 |
| Neurolift | 2195734 | 09/05/97 |
| Synergy Once Daily | 77139824 | 03/26/07 |
| Ultrasorb-C in Class 5 | 78965658 | 09/01/06 |

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RECORDED: 08/09/2007

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TRADEMARK
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O:STEWART GITLER COMPANY:2461 SOUTH CLARK STREET

CORRECTED TRADEMARK ASSIGNMENT

WHEREAS, NUTRACEUTICAL SCIENCES INSTITUTE, a corporation organized under the laws of Delaware, USA having offices at 5400 Broken Sound Boulevard, Suite 500, Boca Raton Florida 33487 (hereinafter "ASSIGNOR"), is owner of:

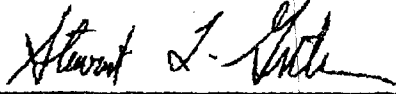
U.S. Trademark Registration Number 2,674,924 LONGEVITY ENHANCEMENT FORMULAS

WHEREAS, VITACOST.COM, a Delaware corporation, having offices at 5400 Broken Sound Boulevard, Suite 500, Boca Raton Florida 33487 (hereinafter "ASSIGNEE"), is desirous of acquiring said trademark.

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 26th day of July 2007.

NUTRACEUTICAL SCIENCES INSTITUTE

By: 

Name: Stewart L. Gitler

Title: Chairman of the Board of Directors

August 6, 2009

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TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

| | |
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| SUBMISSION TYPE: | NEW ASSIGNMENT |
|------------------|----------------|

| | |
|-----------------------|--|
| NATURE OF CONVEYANCE: | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL |
|-----------------------|--|

| | | | |
|--|-----------------|-----------------------|-----------------------|
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Nutraceutical Sciences Institute, Inc. | | 07/26/2007 | CORPORATION: DELAWARE |

| | |
|-----------------------------|-----------------------|
| RECEIVING PARTY DATA | |
| Name: | Vitacost.com Inc. |
| Street Address: | 352 S.W. 12th Ave |
| City: | Deerfield Beach |
| State/Country: | FLORIDA |
| Postal Code: | 33442 |
| Entity Type: | CORPORATION: DELAWARE |

PROPERTY NUMBERS Total: 21

| Property Type | Number | Word Mark |
|----------------------|---------|--------------------------------------|
| Registration Number: | 2838209 | MGC-7 |
| Registration Number: | 2195734 | NEURO LIFT |
| Registration Number: | 3110988 | ARTHRIPOWER |
| Registration Number: | 3052807 | ARTHRIPOWER ULTRA |
| Registration Number: | 2283103 | CARDIOLIFT |
| Registration Number: | 2396825 | CHEWS TO LOSE |
| Registration Number: | 2244987 | GLUCOPOWER |
| Registration Number: | 2674924 | LONGEVITY ENHANCEMENT FORMULAS |
| Registration Number: | 2243369 | NEUROPOWER |
| Registration Number: | 2411431 | NSI |
| Registration Number: | 2491928 | NSI NUTRACEUTICAL SCIENCES INSTITUTE |
| Registration Number: | 2970843 | SYNERGY 3000 |
| Registration Number: | 2434385 | TOP BRAND VITAMINS AT WHOLESALE COST |
| Registration Number: | 2257056 | ULTRABSORB TECHNOLOGY |

OP \$540.00 2838209

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| Serial Number: | 77122436 | ADVAN-C |
| Serial Number: | 77170779 | ADVAN C |
| Serial Number: | 77101138 | ACTISLIM |
| Serial Number: | 76611509 | FIBROLIFT |
| Serial Number: | 77174000 | KUDZUMIN |
| Serial Number: | 77139824 | SYNERGY ONCE DAILY |
| Serial Number: | 78965658 | ULTRASORB-C |

CORRESPONDENCE DATA

Fax Number: (312)706-8248
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 3127018607
Email: zbeal@mayerbrownrowe.com
Correspondent Name: Joan L. Long
Address Line 1: P.O. Box 2828
Address Line 4: Chicago, ILLINOIS 606902828

| | |
|-------------------------|--------------|
| ATTORNEY DOCKET NUMBER: | 07072607 |
| NAME OF SUBMITTER: | Joan L. Long |
| Signature: | /joanllong/ |
| Date: | 08/09/2007 |

Total Attachments: 5
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TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT (the "Assignment") is between NUTRACEUTICAL SCIENCES INSTITUTE, INC. (the "Assignor") and VITACOST.COM INC. (the "Assignee").

WHEREAS, Assignor is the owner of all right, title, and interest in the trademarks, trademark applications, service marks and trade names listed on the attached Exhibit A incorporated by reference into this Agreement (collectively, the "Trademarks"); and

WHEREAS, Assignor desires to assign all right, title and interest in the Trademarks to Assignee and Assignee desires to acquire all of Assignor's right, title and interest in, to and under the Trademarks, together with the goodwill of the business in connection with which the Trademarks are used;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby sell, assign, transfer and set over to Assignee, its successors, legal representatives and assigns, all of Assignor's right, title and interest in and to the Trademarks together with the goodwill of the business associated with said Trademarks and registrations thereof, including any rights under common law, and which include the Trademarks alone or in combination with other words, figures, designs or indicia, including any rights, title and interest as service marks, trademarks, trade names and all common law rights connected therewith, together with the goodwill of the business with respect to which the Trademarks or any such other marks or names have been used and/or registered and all claims, proceeds and causes of action relating to past, present or future infringement of said Trademarks or said other marks or names.

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**TRADEMARK
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Assignor hereby requests the Commissioner of Patents and Trademarks to record Assignee, as assignee and owner of any and all of Assignor's right in the Trademarks and to issue to Assignee any and all trademark registrations and service mark registrations resulting from said trademark applications and service mark applications, or any renewals of said registrations.

Assignor agrees to execute and deliver at a future date, for no additional consideration any additional documents that the Assignee reasonably determines are required to reflect the Assignee's ownership of the Trademarks anywhere in the world.

Assignor will assist in obtaining or providing any further documents which may be required to confirm chain or title thereto.

This Assignment may be signed in counterparts, each of which shall be deemed an original, but together shall constitute a single instrument.

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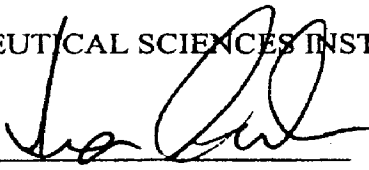
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In witness of this assignment, authorized representatives of Assignor and Assignee have executed this Assignment as of the 26th day of July, 2007.

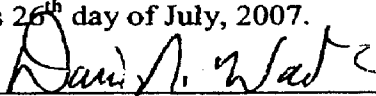
NUTRACEUTICAL SCIENCES INSTITUTE, INC.

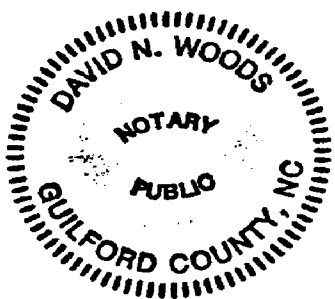
By: 
Name: Ira P. Kerker
Title: Chief Executive Officer

STATE OF North Carolina)
) SS.
COUNTY OF Guilford)

Before me, the undersigned, a notary public, on this day personally appeared Ira P. Kerker, known to me to be the person and officer who signed the foregoing instrument, and acknowledged to me his signing was the act of Nutraceutical Sciences Institute, Inc., a Delaware corporation, and that he signed as the act of such corporation, for the purposes and consideration expressed therein, and in the capacity therein stated.

Given under my hand and seal of office on this 26th day of July, 2007.


Notary Public Signature
My Commission Expires: May 23, 2011



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