

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
JOINT JUICE ACQUISITION SUB, INC.		10/04/2011	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	BANK OF AMERICA, N.A., AS ADMINISTRATIVE AGENT
Street Address:	901 MAIN STREET
Internal Address:	ATTN: MONITORING & COMPLIANCE
City:	DALLAS
State/Country:	TEXAS
Postal Code:	75202-3714
Entity Type:	NATIONAL ASSOCIATION: UNITED STATES

PROPERTY NUMBERS Total: 16

Property Type	Number	Word Mark
Registration Number:	2481535	PREMIER NUTRITION
Registration Number:	3080031	PREMIER NUTRITION
Registration Number:	2444257	PREMIER PROTEIN
Registration Number:	2909608	ODYSSEY
Registration Number:	2731878	ROCKET SHOT
Registration Number:	2731877	ROCKET SHOT
Registration Number:	2899702	ODYSSEY SLIM ADVANTAGE
Registration Number:	2906446	SLIM ADVANTAGE
Registration Number:	3371453	TWISTED
Registration Number:	3445168	TWISTED
Registration Number:	3591085	TITAN
Registration Number:	3839717	PRO2O
Registration Number:	3996603	PREMIER PROTEIN

CH \$415.00 2481535

Registration Number:	3222465	SOLEIL
Registration Number:	3222464	SOLEIL
Serial Number:	85281742	PREMIER NUTRITION

CORRESPONDENCE DATA

Fax Number: (312)577-4688
Phone: (312)577-8416
Email: carole.dobbins@kattenlaw.com
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Correspondent Name: Carole Dobbins c/o Katten Muchin
Address Line 1: 525 W. Monroe St.
Address Line 4: Chicago, ILLINOIS 60661

ATTORNEY DOCKET NUMBER:	213879-00217
NAME OF SUBMITTER:	Carole Dobbins
Signature:	/Carole Dobbins/
Date:	10/11/2011

Total Attachments: 4
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**NOTICE OF
GRANT OF SECURITY INTEREST
IN TRADEMARKS**

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of October 4, 2011 (as amended, modified, extended, restated, renewed, replaced, or supplemented from time to time, the "Agreement") and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as administrative agent (the "Administrative Agent") for the Secured Parties referenced therein, the undersigned Obligor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications shown on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the Secured Parties.

The undersigned Obligor and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

JOINT JUICE ACQUISITION SUB INC.

By: 

Name: David Ritterbush

Title: Chief Executive Officer and President

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,
as Administrative Agent

By: _____

Name: _____

Title: _____

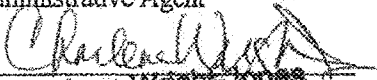
Very truly yours,

JOINT JUICE ACQUISITION SUB INC.

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,
as Administrative Agent

By: 
Name: Charlene Wright-Jones
Title: Vice President

Notice of Grant of Security Interest in Trademarks

TRADEMARK
REEL: 004639 FRAME: 0525

Schedule 1

Trademark Registrations

MARK	FILING DATE	SERIAL NO.	REG. DATE	REG. NO.
PREMIER NUTRITION	10/18/1999	75824400	08/28/2001	2481535
PREMIER NUTRITION	07/12/2001	76283573	04/11/2006	3080031
PREMIER PROTEIN	02/15/2000	75919381	04/17/2001	2444257
ODYSSEY	01/22/2003	76497750	12/14/2004	2909608
ROCKET SHOT	08/26/2002	76443882	07/01/2003	2731878
ROCKET SHOT	08/26/2002	76443881	07/01/2003	2731877
ODYSSEY SLIM ADVANTAGE	07/15/2003	78274651	11/02/2004	2899702
SLIM ADVANTAGE	07/15/2003	78274649	11/30/2004	2906446
TWISTED	10/29/2006	77031785	01/22/2008	3371453
TWISTED	11/08/2005	78749431	06/10/2008	3445168
TITAN	08/13/2008	77546130	03/17/2009	3591085
PRO2O	08/13/2008	77546145	08/31/2010	3839717
PREMIER PROTEIN	10/05/2010	85145755	07/19/2011	3996603
SOLEIL	05/12/2006	78882910	03/27/2007	3222465
SOLEIL	05/12/2006	78882900	03/27/2007	3222464

Trademark Applications

MARK	FILING DATE	SERIAL NO.
PREMIER NUTRITION	03/30/2011	85281742