

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Grant of Security Interest (Trademarks)		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
BI NUTRACEUTICALS, INC.		12/28/2011	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	HSBC Bank USA, N.A.		
Street Address:	452 Fifth Avenue		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10018		
Entity Type:	National Banking Association: UNKNOWN		
PROPERTY NUMBERS Total: 8			
Property Type	Number	Word Mark	
Registration Number:	2789599	BI NUTRACEUTICALS HEALTHY LIVING THROUGH HEALTHY PRODUCTS	
Registration Number:	2876456	CORALIFE	
Registration Number:	2122473	NATURSPAN	
Registration Number:	3532411	PROTEXX HERBAL POWDERS	
Registration Number:	3357139	PROTEXX HP	
Registration Number:	3637966	PSYBERLOID	
Registration Number:	3637747	ROSEOX	
Registration Number:	2535559	ULTRAHD	
CORRESPONDENCE DATA			
Fax Number:	(213)430-6407		
Email:	gdurham@omm.com		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Correspondent Name:	Gina M. Durham, Esq.		

CH \$215.00 2789599

Address Line 1: 400 S. Hope Street  
Address Line 2: O'Melvney & Myers LLP  
Address Line 4: Los Angeles, CALIFORNIA 90071

ATTORNEY DOCKET NUMBER: 963,680-016

NAME OF SUBMITTER: Gina M. Durham

Signature: /Gina M. Durham/

Date: 01/11/2012


Total Attachments: 2  
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**NOTICE OF SECURITY INTEREST**

Notice is hereby given that BI NUTRACEUTICALS, INC., a Delaware corporation, having an address at 2550 El Presidio, Long Beach, CA 90810 ("Debtor") has granted a security interest to HSBC Bank USA, N.A. ("Lender") having an office at 452 Fifth Avenue, New York NY 10018 in and to all of Debtor's trademarks, including, without limitation, the trademarks listed on Exhibit A and the applications and registrations associated therewith, pursuant to an agreement between Debtor and Lender dated December 28, 2011 and as the same may be amended or supplemented from time to time.

Dated: as of December 28, 2011

BI NUTRACEUTICALS, INC.

By:   
\_\_\_\_\_  
Chief Financial Officer, Secretary and  
Treasurer

**TRADEMARKS****Registered United States Trademarks**

<b><u>Trademark</u></b>	<b><u>Registration Number</u></b>	<b><u>Registration Date</u></b>
BI NUTRACEUTICALS HEALTHY LIVING THROUGH HEALTHY PRODUCTS (Stylized and/or with design)	2,789,599	12/02/2003
CORALIFE	2,876,456	08/24/2004
NATURSPAN	2,122,473	12/16/1997
PROTEXX HERBAL POWDERS	3,532,411	11/11/2008
PROTEXX HP	3,357,139	12/18/2007
PSYBERLOID	3,637,966	06/16/2009
ROSEOX	3,637,747	06/16/2009
ULTRAHD	2,535,559	02/05/2002