

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Termination and Release of Nunc Pro Nunc Contingent Trademark Assignment to Secure Assignor's Obligation to Assignee under the Loan Agreement

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
TD Bank, NA		01/30/2012	A National Banking Association: CONNECTICUT

RECEIVING PARTY DATA

Name:	Ultimate Nutrition, Inc.
Street Address:	21 Hyde Road
City:	Farmington
State/Country:	CONNECTICUT
Postal Code:	06032
Entity Type:	CORPORATION: CONNECTICUT

PROPERTY NUMBERS Total: 47

Property Type	Number	Word Mark
Serial Number:	77589364	ADRENOLINE
Serial Number:	77217107	AMINO BOLIC
Serial Number:	75782024	AMINO GOLD
Serial Number:	76586995	ARGINONE
Serial Number:	77236732	BETA K
Serial Number:	76288543	BETA METHOXY
Serial Number:	75688378	BIOVOLUMIZING
Serial Number:	75769622	BLOC
Serial Number:	78491114	B-POWER
Serial Number:	78173830	CLAPURE
Serial Number:	76475246	COLDPURE
Serial Number:	75245390	CREA/MAX
Serial Number:	75653273	CREATINE SUPREME

OP \$1190.00 77589364

Serial Number:	78786807	DAILY COMPLETE FORMULA
Serial Number:	75731012	DIET RIPPED
Serial Number:	77590637	DYNAMITE
Serial Number:	76586996	F-16
Serial Number:	76475247	FERMAPURE
Serial Number:	74622539	GLUTAMAX
Serial Number:	78140410	GLUTAPURE
Serial Number:	78653530	HORSE POWER
Serial Number:	77218568	ISO MASS
Serial Number:	77236734	ISO MASS XTREME GAINER
Serial Number:	78491118	ISOCOOL
Serial Number:	76475248	ISOPREME
Serial Number:	75561571	JOINT RENEW
Serial Number:	77651569	LEAN PHYSIQUE
Serial Number:	75653274	MAXIMUM MSM
Serial Number:	76288542	METHOXY WHEY
Serial Number:	76555348	MUSCLE JUICE
Serial Number:	78824908	PERFECT DIET
Serial Number:	75194143	PREMIUM MCT GOLD
Serial Number:	73828802	PROSTAR
Serial Number:	77348569	RED ZONE
Serial Number:	75763142	SUPER WHEY AMINO 2000
Serial Number:	77012138	TESTOSTROGROW
Serial Number:	75733966	ULTIMATE CUISINE
Serial Number:	77418115	ULTIMATE GEAR
Serial Number:	73677100	ULTIMATE NUTRITION
Serial Number:	77181059	ULTIMATE NUTRITION
Serial Number:	76576821	ULTIMATE NUTRITION THE FUTURE OF SPORTS NUTRITION
Serial Number:	77181067	ULTIMATE NUTRITION THE FUTURE OF SPORTS NUTRITION
Serial Number:	77418129	ULTIMATEGEAR
Serial Number:	75634621	ULTRA RIPPED
Serial Number:	78491111	V-POWER
Serial Number:	75733974	WHEY SUPREME

Serial Number:

75688377

WHEY SUPREME

CORRESPONDENCE DATA

Fax Number: (212)292-5391

Phone: (212) 292-5390

Email: mail@ipcounselors.com

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Correspondent Name: William C. Wright

Address Line 1: 60 East 42nd Street, Suite 2410

Address Line 4: New York, NEW YORK 10165

ATTORNEY DOCKET NUMBER:

ULTIMATE NUTRITION

NAME OF SUBMITTER:

William C. Wright

Signature:

/William C. Wright/

Date:

01/31/2012

Total Attachments: 2

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**TERMINATION AND RELEASE OF NUNC PRO TUNC CONTINGENT
TRADEMARK ASSIGNMENT TO SECURE ASSIGNOR'S OBLIGATIONS TO
ASSIGNEE UNDER THE LOAN AGREEMENT**

This **TERMINATION AND RELEASE OF NUNC PRO TUNC CONTINGENT TRADEMARK ASSIGNMENT TO SECURE ASSIGNOR'S OBLIGATIONS TO ASSIGNEE UNDER THE LOAN AGREEMENT**, dated as of 1/30/12, by and between **ULTIMATE NUTRITION, INC.**, a corporation organized and existing under the laws of the State of Connecticut, located and doing business at 21 Hyde Road, Farmington, Connecticut 06032 (hereinafter "Ultimate"), **TD BANK, N.A.**, a national banking association, with an address at 102 West Main Street, New Britain, Connecticut 06050 (hereinafter "Bank").

WHEREAS, pursuant to the terms of a *nunc pro tunc* contingent trademark assignment dated 25th of June 2010 ("Nunc Pro Tunc Security Interest") between Ultimate and Bank, Ultimate granted to the Bank a security interest in, and lien on its trademarks, its applications thereof, registrations thereof, and associated goodwill (hereinafter "Trademarks"); and

WHEREAS the parties have agreed to release the lien on all of Ultimate's Trademarks and terminate the Nunc Pro Tunc Security Interest.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Bank and Ultimate hereby agree as follows:

1. **Release:** The Bank hereby releases the lien on all of Ultimate's Trademarks and terminates the Nunc Pro Tunc Security Interest, effective as of the date set forth above.
2. **Acknowledgement and Acceptance:** Ultimate hereby accepts the foregoing release and termination by the Bank.
3. **Counterparts:** This Termination and Release may be executed in any number of counterparts, and each counterpart, when executed, shall have the same effect as if the signature on each such counterpart were upon the same instrument. Photographic, facsimile and/or PDF copies of such signed counterparts may be used in lieu of the originals for any purpose.

IN WITNESS WHEREOF, the Bank and Ultimate have executed this Release and Termination, to take effect as of the date first shown above.

ULTIMATE NUTRITION, INC.

Date: 1/30/12

By: Elizabeth A. Rubino
Name: Elizabeth Rubino
Title: President

TD BANK, N.A.

Date: 1/20/2012

By: Lacey Bigos
Name: Lacey Bigos
Title: Vice President