

## 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
Healthy Directions, LLC		08/09/2013	LIMITED LIABILITY COMPANY:
Healthy Directions Publishing, LLC		08/09/2013	LIMITED LIABILITY COMPANY:
RECEIVING PARTY DATA			
Name:	General Electric Capital Corporation		
Street Address:	500 West Monroe Street		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60661		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 153			
Property Type	Number	Word Mark	
Serial Number:	77936379	OMEGA DEFENSE	
Registration Number:	3865736	CONFIDENT CONTROL	
Registration Number:	3788642	BRILLIANT MIND	
Registration Number:	3884145	TOTAL CARDIOCOVER	
Registration Number:	3819510	SLEEK LEGS	
Registration Number:	3750847	STRESS MELTS	
Registration Number:	3796911	DAILY BALANCE SILHOUETTE	
Registration Number:	3703493	STRESS ANSWER	
Registration Number:	3710463	BLACK COHOSH MLV	
Registration Number:	3694066	SLEEP ANSWER	
Registration Number:	3755924	TONALEAN-3	
Registration Number:	3652572	RAPID IMMUNE DAILY	

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Registration Number:	3681301	IFS DEFENSE
Registration Number:	3677786	TRILANE
Registration Number:	3659203	REJUVAMASK
Registration Number:	3586603	BONE SOLUTIONS
Registration Number:	3613741	TRIPLE LONGEVITY
Registration Number:	3681121	METABO-X
Registration Number:	3652198	ADVANCED NATTOKINASE
Registration Number:	3644423	HARMONY HORMONE BALANCE FOR WOMEN
Registration Number:	3513987	HAIR & NAILS REVITALIZER
Registration Number:	3724226	CARDIO QUALITY
Registration Number:	3513982	FORWARD NUTRITION
Registration Number:	3513881	SOOTHING GI RENEWAL
Registration Number:	3599465	DETOX ADVANTAGE
Registration Number:	3502798	Q10 ANSWER
Registration Number:	3422490	NATTOPLUS
Registration Number:	3415458	BLADDER ANSWER
Registration Number:	3415457	TRIVERATROL PLUS
Registration Number:	3742788	HERBAL SUPERFOOD ENERGIZER
Registration Number:	3477690	ADVANCED PHYTONUTRIENT SHIELD
Registration Number:	3493452	PERIPRO ESSENTIALS
Registration Number:	3419377	VEIN ANSWER
Registration Number:	3477281	NATIVE PHYTONUTRIENTS
Registration Number:	3566074	HEALTHY GI ADVANTAGE
Registration Number:	3427572	JOINT ADVANTAGE CLASSIC
Registration Number:	3497299	WOMEN'S WELLNESS TODAY
Registration Number:	3409215	VISION ESSENTIALS
Registration Number:	3386822	PENEZYME
Registration Number:	3304674	DAILY BALANCE BLOOD SUGAR ANSWER
Registration Number:	3433131	JOINT ADVANTAGE GOLD
Registration Number:	3321422	RELAX ADVANTAGE
Registration Number:	3480655	CHOLESTEROL ESSENTIALS
Registration Number:	3280916	DAILY BALANCE NATTO BP
Registration Number:	3283862	RESTFUL NIGHT ESSENTIALS
Registration Number:	3473803	OCEAN ACTIVES
Registration Number:	3270042	BIOADAPT

	3243041	DAILY BALANCE APPETITE SUPPRESSANT
Registration Number:	3181963	BLOOD SUGAR ADVANTAGE
Registration Number:	3277113	BIOSERENE
Registration Number:	3240853	O-3 ESSENTIALS
Registration Number:	3759344	PHYTONUTRIENT ESSENTIALS
Registration Number:	3411682	CIRCULATE
Registration Number:	3349485	HEALTHY DIRECTIONS
Registration Number:	3262370	DAILY BALANCE PROBIOTIC ANSWER
Registration Number:	3197445	NATTOFLOW
Registration Number:	3202704	DR. STEPHEN SINATRA'S HEART, HEALTH & NU
Registration Number:	3399416	SIMPLE LIVING
Registration Number:	3248187	METABOLIC ESSENTIALS
Registration Number:	3112860	BRAIN ADVANTAGE
Registration Number:	3027254	PROSTATE SOLUTIONS
Registration Number:	2984084	OSTEOBUILD ADVANTAGE
Registration Number:	2846130	PROBIOTIC ADVANTAGE
Registration Number:	3146155	PEARLBIOTIC
Registration Number:	2858840	BP ESSENTIALS
Registration Number:	2760171	EFA ADVANTAGE
Registration Number:	2775611	DAILY BALANCE L-CARNITINE
Registration Number:	2709066	DAILY BALANCE MEAL REPLACEMENT SHAKE
Registration Number:	2674418	NEURO-VASCULAR SUPPORT
Registration Number:	2353134	DOCTORS' PREFERRED
Registration Number:	1979760	HEALTHY DIRECTIONS
Registration Number:	1976798	FORWARD
Registration Number:	1979761	ENERGY ESSENTIALS
Registration Number:	1993549	
Registration Number:	2239656	JOINT ESSENTIALS
Registration Number:	2585577	DAILY BALANCE
Registration Number:	2455733	HEART ADVANTAGE
Registration Number:	2317016	MOUNTAIN HOME DAILY ADVANTAGE
Registration Number:	2391857	DOCTORS' PREFERRED
Registration Number:	2222042	MOUNTAIN HOME NUTRITIONALS
Registration Number:	2101255	FORWARD PLUS DAILY REGIMEN
Registration Number:	2513109	JOINT SOLUTIONS

	2750895	NATURAL PAIN ADVANTAGE
Registration Number:	2513311	SEARCHING THE WORLD FOR BETTER HEALTH
Registration Number:	2565886	CRANBERRY ESSENTIALS
Registration Number:	2456029	CHOLESTEROL SOLUTIONS
Registration Number:	2598508	VISION ADVANTAGE
Registration Number:	2476286	ADVANCED BIOSOLUTIONS
Registration Number:	2575637	ENERGY VITALIZER
Registration Number:	2278025	MEMORY ESSENTIALS
Registration Number:	1873837	ALTERNATIVES
Registration Number:	2860515	ONESOY
Registration Number:	2434014	JOINT & MUSCLE COMFORT
Registration Number:	2127412	HEALTH & HEALING
Registration Number:	2085633	HEALTH WISDOM FOR WOMEN
Registration Number:	1679079	HEALTH & HEALING
Registration Number:	2776404	THE NATURAL BEDCOZY
Registration Number:	3036139	Q10 ADVANTAGE
Registration Number:	2680246	GLUCOSE ESSENTIALS
Registration Number:	3887962	ECKOSUN PLUS
Registration Number:	3884370	PERIVA
Serial Number:	85086472	HEART OF A WOMAN
Serial Number:	85111153	VIBRANT DAY
Serial Number:	85162675	RESVERAPRIME
Registration Number:	3195155	RIBOBOOST
Registration Number:	4133387	AMERICA'S #1 INTEGRATIVE CARDIOLOGIST
Serial Number:	85816610	AMERICA'S MOST TRUSTED WELLNESS DOCTOR
Serial Number:	85816607	AMERICA'S WELLNESS DOCTOR
Serial Number:	76713978	BERBERINE+ GLUCODEFENSE
Serial Number:	85818022	BETTER MELATONIN
Registration Number:	4081539	CINNAMON CARB BLOCKER
Registration Number:	4032803	COGNIBOOST
Registration Number:	4289804	COGNIPRIME
Registration Number:	4268353	COGNIPRIME ADVANTAGE
Registration Number:	4068894	COLD HANDS AND FEET SUPPORT
Registration Number:	4299232	COQ10 ADVANTAGE
Registration Number:	4354823	CRAN COMFORT PROBIOTIC

**TRADEMARK**

**REEL: 005086 FRAME: 0030**

	85511971	DRAMATIC RESCUE ANTI-AGING WRINKLE SERUM
Registration Number:	4068690	FOCAL POINT
Registration Number:	4259171	FORWARD GOLD
Registration Number:	4259170	FORWARD GOLD DAILY REGIMEN
Serial Number:	85926733	FREE-T SUPPORT
Serial Number:	85519927	GOOD MORNING ANTI-AGING MOISTURIZER
Registration Number:	4335862	GOOD NIGHT COLLAGEN REJUVENATOR
Registration Number:	4346855	HEALTHY DIRECTIONS
Registration Number:	4346854	HEALTHY DIRECTIONS
Registration Number:	4247628	HEALTHY GLUCOSE
Serial Number:	85932347	HERBAZYME SOOTHING BLEND
Registration Number:	1757956	HERBOZYME
Registration Number:	4318600	INTIMATE DESIRE
Serial Number:	85925588	JOINT CPR
Serial Number:	85485512	KETOSIS ESSENTIALS
Registration Number:	4249069	LEG REJUVENATION
Serial Number:	86011242	MERALEAN
Serial Number:	85748938	NATURAL PAIN ADVANTAGE
Serial Number:	85705458	NIGHT VISION ADVANTAGE
Registration Number:	4215676	O-3 BRAIN
Serial Number:	85843576	OMEGA 3 BRAIN DEFENSE
Serial Number:	85857737	OMEGA DHA BRAIN DEFENSE
Serial Number:	85874305	OMEGA-3 SLIM
Serial Number:	85928304	OXYRUB
Registration Number:	3675910	OXYRUB
Serial Number:	85926729	POST-M SUPPORT
Serial Number:	86011172	PROBIOTIC ADVANTAGE ORAL SINUS
Registration Number:	4318648	ROYAL BEE ENERGIZER
Registration Number:	4195721	SAFFRON SNACK STOPPER
Serial Number:	85756710	SKINNY YOU WEIGHT LOSS CHEWS
Registration Number:	4162488	SLIM SELECT
Registration Number:	4333866	TART CHERRY COMFORT
Registration Number:	4174115	TONALEAN
Serial Number:	85792444	WELL BEYOND MEDICINE
Serial Number:	85772573	ZEMBRIGHT MOOD

**TRADEMARK**

**REEL: 005086 FRAME: 0031**

77285340

DAILY BALANCE JOINT ANSWER

## CORRESPONDENCE DATA

Fax Number: 2125562222

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

Phone: 2125562100

Email: clein@kslaw.com

Correspondent Name: King &amp; Spalding LLP

Address Line 1: 1185 Avenue of the Americas

Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER:

09631-009220

NAME OF SUBMITTER:

Susan Shen-Frattura

Signature:

/Susan Shen-Frattura/

Date:

08/09/2013

## Total Attachments: 10

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**TRADEMARK SECURITY AGREEMENT**

This TRADEMARK SECURITY AGREEMENT, dated August 9, 2013, is made by HEALTHY DIRECTIONS, LLC, a Delaware limited liability company (the "Borrower") and HEALTHY DIRECTIONS PUBLISHING, LLC, a Delaware limited liability company ("HDP") and together with the Borrower, collectively the "Grantors" and each individually a "Grantor"), in favor of GENERAL ELECTRIC CAPITAL CORPORATION, a Delaware corporation, in its capacity as Agent.

**WITNESSETH:**

WHEREAS, pursuant to that certain Fourth Amended and Restated Credit Agreement, dated as of August 9, 2013, by and among the Borrower, PH Holdco, LLC, a Delaware limited liability company ("Holdings"), the lenders named therein (the "Lenders"), and General Electric Capital Corporation, as collateral agent and administrative agent for Lenders (the "Agent") (including all annexes, exhibits and schedules thereto, and as from time to time further amended, restated, supplemented or otherwise modified, the "Credit Agreement"), the Lenders have agreed to make Loans to, and incur Letter of Credit Obligations for the benefit, of the Borrower;

WHEREAS, Agent and Lenders are willing to make the Loans and to incur Letter of Credit Obligations as provided for in the Credit Agreement, but only upon the condition, among others, that each Grantor shall have executed and delivered to Agent, for itself and the benefit of the other Secured Parties, this Trademark Security Agreement;

NOW, THEREFORE, in consideration of the premises and mutual covenants herein contained and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, each Grantor hereby agrees as follows:

1. DEFINED TERMS. All capitalized terms used but not otherwise defined herein have the meanings given to them in the Credit Agreement.

2. GRANT OF SECURITY INTEREST IN TRADEMARK COLLATERAL. Each Grantor hereby grants to Agent, on behalf of itself and the other Secured Parties, a continuing first priority security interest in all of such Grantor's right, title and interest in, to and under the following, whether presently existing or hereafter created or acquired (collectively, the "Trademark Collateral");

(a) all of its Trademarks and Trademark Licenses to which it is a party including those referred to on Schedule I hereto;

(b) all renewals or new filings;

(c) all goodwill of the business connected with the use of, and symbolized by, each Trademark and each Trademark License; and

(d) all products and proceeds of the foregoing, including, without limitation, any claim by such Grantor against third parties for past, present or future (i) infringement or dilution of any Trademark or Trademark licensed under any Trademark License or (ii) injury to the goodwill associated with any Trademark or any Trademark licensed under any Trademark License.

3. SECURITY AGREEMENT. The security interests granted pursuant to this Trademark Security Agreement are granted in conjunction with the security interests granted to Agent, on behalf of itself and the other Secured Parties, pursuant to that certain Guarantee and Collateral Agreement, dated as of August 31, 2004, by Holdings, the Borrower and each Subsidiary Guarantor (as amended by that certain Second Master Reaffirmation and Amendment of First Lien Loan Documents, dated as of October 26, 2006, that certain Third Master Reaffirmation and Amendment of Existing Loan Documents, dated as of December 21, 2010, and that certain Fourth Master Reaffirmation and Amendment of Existing Loan Documents, dated as of August 9, 2013, and as otherwise amended, restated supplemented or modified from time to time, the "Security Agreement"). Each Grantor hereby acknowledges and affirms that the rights and remedies of Agent with respect to the security interest in the Trademark Collateral made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein. In the event that any provision of this Trademark Security Agreement is deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall control.

4. GENERAL. This Trademark Security Agreement may be executed in one or more counterparts each of which when taken together shall be deemed to constitute one and the same instrument. Delivery of an executed signature page of this Trademark Security Agreement by facsimile transmission or in ".pdf" format shall be effective as delivery of a manually executed counterpart hereof. This Trademark Security Agreement and the rights and obligations of the parties under this agreement shall be governed by, and construed and interpreted in accordance with, the law of the State of New York.

[signature page follows]



IN WITNESS WHEREOF, each Grantor has caused this Trademark Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

HEALTHY DIRECTIONS, LLC

By: Connie Hallquist  
Name: Connie Hallquist  
Title: Chief Executive Officer

HEALTHY DIRECTIONS PUBLISHING,  
LLC

By: Connie Hallquist  
Name: Connie Hallquist  
Title: Chief Executive Officer

[SIGNATURE PAGE TO TRADEMARK SECURITY AGREEMENT]

ACCEPTED AND ACKNOWLEDGED BY:

GENERAL ELECTRIC CAPITAL  
CORPORATION

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

Name: David Indelicato

Title: Duly Authorized Signatory

[SIGNATURE PAGE TO TRADEMARK SECURITY AGREEMENT]

TRADEMARK  
REEL: 005086 FRAME: 0036

**SCHEDULE I  
TO  
TRADEMARK SECURITY AGREEMENT**

**A. U.S. Trademarks Registrations and Applications for Registration**

<b><u>Mark</u></b>	<b><u>App. No.</u></b>	<b><u>App. Date</u></b>	<b><u>Reg. No.</u></b>	<b><u>Reg. Date</u></b>	<b><u>Owner</u></b>	<b><u>Country</u></b>
OMEGA DEFENSE	77/936379	2/16/2010			Healthy Directions, LLC	USA
CONFIDENT CONTROL	77/870837	11/12/2009	3865736	10/19/2010	Healthy Directions, LLC	USA
BRILLIANT MIND	77/768059	6/25/2009	3788642	5/11/2010	Healthy Directions, LLC	USA
TOTAL CARDIOCOVER	77/865516	11/5/2009	3884145	11/30/2010	Healthy Directions, LLC	USA
SLEEK LEGS	77/724586	4/29/2009	3819510	7/13/2010	Healthy Directions, LLC	USA
STRESS MELTS	77/677933	2/25/2009	3750847	2/16/2010	Healthy Directions, LLC	USA
DAILY BALANCE SILHOUETTE	77/666015	2/9/2009	3796911	6/1/2010	Healthy Directions, LLC	USA
STRESS ANSWER	77/664725	2/6/2009	3703493	10/27/2009	Healthy Directions, LLC	USA
BLACK COHOSH MLV	77/658940	1/29/2009	3710463	11/10/2009	Healthy Directions, LLC	USA
SLEEP ANSWER	77/625719	12/3/2008	3694066	10/6/2009	Healthy Directions, LLC	USA
TONALEAN-3	77/649412	1/14/2009	3755924	3/2/2010	Healthy Directions, LLC	USA
RAPID IMMUNE DAILY	77/579783	9/26/2008	3652572	7/7/2009	Healthy Directions, LLC	USA
IFS DEFENSE	77/588015	10/8/2008	3681301	9/8/2009	Healthy Directions, LLC	USA
TRILANE	77/615648	11/17/2008	3677786	9/1/2009	Healthy Directions, LLC	USA
REJUVAMASK	77/543758	8/11/2008	3659203	7/21/2009	Healthy Directions, LLC	USA
BONE SOLUTIONS	77/535775	7/31/2008	3586603	3/10/2009	Healthy Directions, LLC	USA
TRIPLE LONGEVITY	77/526837	7/21/2008	3613741	4/28/2009	Healthy Directions, LLC	USA
METABO-X	77/521633	7/14/2008	3681121	9/8/2009	Healthy Directions, LLC	USA
ADVANCED NATTOKINASE	77/432767	3/27/2008	3652198	7/7/2009	Healthy Directions, LLC	USA
HARMONY HORMONE BALANCE FOR WOMEN	77/387824	2/4/2008	3644423	6/23/2009	Healthy Directions, LLC	USA
HAIR & NAILS REVITALIZER	77/367589	1/9/2008	3513987	10/7/2008	Healthy Directions, LLC	USA
CARDIO QUALITY	77/388935	2/6/2008	3724226	12/15/2009	Healthy Directions, LLC	USA
FORWARD NUTRITION	77/362730	1/2/2008	3513982	10/7/2008	Healthy Directions, LLC	USA
SOOTHING GI RENEWAL	77/321581	11/5/2007	3513881	10/7/2008	Healthy Directions, LLC	USA
DETOX ADVANTAGE	77/303100	10/12/2007	3599465	3/31/2009	Healthy Directions, LLC	USA
Q10 ANSWER	77/272121	9/5/2007	3502798	9/16/2008	Healthy Directions, LLC	USA

<b><u>Mark</u></b>	<b><u>App. No.</u></b>	<b><u>App. Date</u></b>	<b><u>Reg. No.</u></b>	<b><u>Reg. Date</u></b>	<b><u>Owner</u></b>	<b><u>Country</u></b>
NATTOPLUS	77/263485	8/24/2007	3422490	5/6/2008	Healthy Directions, LLC	USA
BLADDER ANSWER	77/215366	6/26/2007	3415458	4/22/2008	Healthy Directions, LLC	USA
TRIVERATROL PLUS	77/215356	6/26/2007	3415457	4/22/2008	Healthy Directions, LLC	USA
HERBAL SUPERFOOD ENERGIZER	77/203558	6/12/2007	3742788	1/26/2010	Healthy Directions, LLC	USA
ADVANCED PHYTONUTRIENT SHIELD	77/203586	6/12/2007	3477690	7/29/2008	Healthy Directions, LLC	USA
PERIPRO ESSENTIALS	77/168686	4/30/2007	3493452	8/26/2008	Healthy Directions, LLC	USA
VEIN ANSWER	77/100545	2/6/2007	3419377	4/29/2008	Healthy Directions, LLC	USA
NATIVE PHYTONUTRIENTS	77/063249	12/13/2006	3477281	7/29/2008	Healthy Directions, LLC	USA
HEALTHY GI ADVANTAGE	78/971458	9/11/2006	3566074	1/20/2009	Healthy Directions, LLC	USA
JOINT ADVANTAGE CLASSIC	77/054930	12/1/2006	3427572	5/13/2008	Healthy Directions, LLC	USA
WOMEN'S WELLNESS TODAY	78/967312	9/5/2006	3497299	9/2/2008	Healthy Directions, LLC	USA
VISION ESSENTIALS	78/937537	7/26/2006	3409215	4/8/2008	Healthy Directions, LLC	USA
PENEZYME	78/912478	6/20/2006	3386822	2/19/2008	Healthy Directions, LLC	USA
DAILY BALANCE BLOOD SUGAR ANSWER	78/911901	6/20/2006	3304674	10/2/2007	Healthy Directions, LLC	USA
JOINT ADVANTAGE GOLD	78/861064	4/13/2006	3433131	5/20/2008	Healthy Directions, LLC	USA
RELAX ADVANTAGE	78/852241	4/3/2006	3321422	10/23/2007	Healthy Directions, LLC	USA
CHOLESTEROL ESSENTIALS	78/848668	3/29/2006	3480655	8/5/2008	Healthy Directions, LLC	USA
DAILY BALANCE NATTO BP	78/834249	3/10/2006	3280916	8/14/2007	Healthy Directions, LLC	USA
RESTFUL NIGHT ESSENTIALS	78/824404	2/27/2006	3283862	8/21/2007	Healthy Directions, LLC	USA
OCEAN ACTIVES	78/763460	11/30/2005	3473803	7/22/2008	Healthy Directions, LLC	USA
BioAdapt	78/748290	11/7/2005	3270042	7/24/2007	Healthy Directions, LLC	USA
DAILY BALANCE APPETITE SUPPRESSANT	78/704212	8/31/2005	3243041	5/15/2007	Healthy Directions, LLC	USA
BLOOD SUGAR ADVANTAGE	78/689842	8/10/2005	3181963	12/5/2006	Healthy Directions, LLC	USA
BIOSERENE	78/686728	8/5/2005	3277113	8/7/2007	Healthy Directions, LLC	USA
0-3 ESSENTIALS	78/656063	6/22/2005	3240853	5/8/2007	Healthy Directions, LLC	USA
PHYTONUTRIENT ESSENTIALS	78/676009	7/22/2005	3759344	3/9/2010	Healthy Directions, LLC	USA
CIRCULATE	78/637878	5/26/2005	3411682	4/15/2008	Healthy Directions, LLC	USA
HEALTHY DIRECTIONS	78/583680	3/9/2005	3349485	12/4/2007	Healthy Directions, LLC	USA

**SCHEDULE I TO TRADEMARK SECURITY AGREEMENT**

**TRADEMARK**  
**REEL: 005086 FRAME: 0038**

<b><u>Mark</u></b>	<b><u>App. No.</u></b>	<b><u>App. Date</u></b>	<b><u>Reg. No.</u></b>	<b><u>Reg. Date</u></b>	<b><u>Owner</u></b>	<b><u>Country</u></b>
DAILY BALANCE PROBIOTIC ANSWER	78/578718	3/2/2005	3262370	7/10/2007	Healthy Directions, LLC	USA
NATTOFLOW	78/540110	12/30/2004	3197445	1/9/2007	Healthy Directions, LLC	USA
DR. STEPHEN SINATRA'S - HEART, HEALTH & NUTRITION	78/519411	11/18/2004	3202704	1/23/2007	Healthy Directions, LLC	USA
SIMPLE LIVING	78/507440	10/28/2004	3399416	3/18/2008	Healthy Directions, LLC	USA
METABOLIC ESSENTIALS	78/488588	9/23/2004	3248187	5/29/2007	Healthy Directions, LLC	USA
BRAIN ADVANTAGE	78/459054	7/29/2004	3112860	7/4/2006	Healthy Directions, LLC	USA
PROSTATE SOLUTIONS	78/428771	6/2/2004	3027254	12/13/2005	Healthy Directions, LLC	USA
OSTEOBUILD ADVANTAGE	78/324711	11/7/2003	2984084	8/9/2005	Healthy Directions, LLC	USA
PROBIOTIC ADVANTAGE	76/471997	11/21/2002	2846130	5/25/2004	Healthy Directions, LLC	USA
PEARLBIOTIC	78/218620	2/25/2003	3146155	9/19/2006	Healthy Directions, LLC	USA
BP ESSENTIALS	78/156337	8/21/2002	2858840	6/29/2004	Healthy Directions, LLC	USA
EFA ADVANTAGE	76/429908	7/3/2002	2760171	9/2/2003	Healthy Directions, LLC	USA
DAILY BALANCE L-CARNITINE	78/156326	8/21/2002	2775611	10/21/2003	Healthy Directions, LLC	USA
DAILY BALANCE MEAL REPLACEMENT SHAKE	76/407000	5/10/2002	2709066	4/22/2003	Healthy Directions, LLC	USA
NEURO-VASCULAR SUPPORT	76/327204	10/19/2001	2674418	1/14/2003	Healthy Directions, LLC	USA
DOCTOR'S PREFERRED & MORTAR DESIGN	75/471658	4/22/1998	2353134	5/30/2000	Healthy Directions, LLC	USA
HEALTHY DIRECTIONS	74/700637	7/13/1995	1979760	6/11/1996	Healthy Directions, LLC	USA
FORWARD	74/700636	7/13/1995	1976798	5/28/1996	Healthy Directions, LLC	USA
ENERGY ESSENTIALS	74/700638	7/13/1995	1979761	6/11/1996	Healthy Directions, LLC	USA
ARROW DESIGN	74/727251	9/11/1995	1993549	8/13/1996	Healthy Directions, LLC	USA
JOINT ESSENTIALS	75/322800	7/11/1997	2239656	4/13/1999	Healthy Directions, LLC	USA
DAILY BALANCE	75/352072	9/5/1997	2585577	6/25/2002	Healthy Directions, LLC	USA
HEART ADVANTAGE	75/456993	3/25/1998	2455733	5/29/2001	Healthy Directions, LLC	USA
MOUNTAIN HOME DAILY ADVANTAGE	75/323049	7/11/1997	2317016	2/8/2000	Healthy Directions, LLC	USA
DOCTORS' PREFERRED INC.	75/318069	7/1/1997	2391857	10/3/2000	Healthy Directions, LLC	USA
MOUNTAIN HOME NUTRITIONALS	75/318074	7/1/1997	2222042	2/2/1999	Healthy Directions, LLC	USA

**SCHEDULE I TO TRADEMARK SECURITY AGREEMENT**

**TRADEMARK**  
**REEL: 005086 FRAME: 0039**

<b><u>Mark</u></b>	<b><u>App. No.</u></b>	<b><u>App. Date</u></b>	<b><u>Reg. No.</u></b>	<b><u>Reg. Date</u></b>	<b><u>Owner</u></b>	<b><u>Country</u></b>
FORWARD PLUS DAILY REGIMEN	75/156143	8/23/1996	2101255	9/30/1997	Healthy Directions, LLC	USA
JOINT SOLUTIONS	75/652326	3/5/1999	2513109	11/27/2001	Healthy Directions, LLC	USA
NATURAL PAIN ADVANTAGE	76/175396	12/5/2000	2750895	8/12/2003	Healthy Directions, LLC	USA
SEARCHING THE WORLD FOR BETTER HEALTH	75/843236	11/8/1999	2513311	11/27/2001	Healthy Directions, LLC	USA
CRANBERRY ESSENTIALS	75/893401	1/7/2000	2565886	4/30/2002	Healthy Directions, LLC	USA
CHOLESTEROL SOLUTIONS	75/654905	3/5/1999	2456029	5/29/2001	Healthy Directions, LLC	USA
VISION ADVANTAGE	75/768606	8/5/1999	2598508	7/23/2002	Healthy Directions, LLC	USA
ADVANCED BIOSOLUTIONS	75/640006	2/12/1999	2476286	8/7/2001	Healthy Directions, LLC	USA
ENERGY VITALIZER	76/165410	11/15/2000	2575637	6/4/2002	Healthy Directions, LLC	USA
MEMORY ESSENTIALS	75/526836	7/28/1998	2278025	9/14/1999	Healthy Directions, LLC	USA
ALTERNATIVES	74/487512	2/7/1994	1873837	1/17/1995	Healthy Directions Publishing, LLC	USA
ONESOY	75/938251	3/8/2000	2860515	7/6/2004	Healthy Directions, LLC	USA
JOINT & MUSCLE COMFORT	75/598269	12/2/1998	2434014	3/6/2001	Healthy Directions, LLC	USA
HEALTH & HEALING	75/241374	1/23/1997	2127412	1/6/1998	Healthy Directions Publishing, LLC	USA
HEALTH WISDOM FOR WOMEN	75/101017	4/30/1996	2085633	8/5/1997	Healthy Directions Publishing, LLC	USA
HEALTH & HEALING	74/164072	5/6/1991	1679079	3/10/1992	Healthy Directions Publishing, LLC	USA
THE NATURAL BEDCOZY	76/314716	9/20/2001	2776404	10/21/2003	Healthy Directions Publishing, LLC	USA
Q10 ADVANTAGE	76/336046	11/9/2001	3036139	12/27/2005	Healthy Directions, LLC	USA
GLUCOSE ESSENTIALS	76/327206	10/19/2001	2680246	1/28/2003	Healthy Directions, LLC	USA
ECKOSUN PLUS	77/937938	2/17/2010	3887962	12/7/2010	Healthy Directions, LLC	USA
PERIVA	77/963321	3/19/2010	3884370	11/30/2010	Healthy Directions, LLC	USA
HEART OF A WOMAN	85/086472	7/16/2010			Healthy Directions, LLC	USA
VIBRANT DAY	85/111153	8/19/2010			Healthy Directions, LLC	USA
ResveraPrime	85/162675	10/27/2010			Healthy Directions, LLC	USA
RIBOBOOST	78/637735	5/26/2005	3195155	1/2/2007	Healthy Directions, LLC	USA
AMERICA'S #1 INTEGRATIVE CARDIOLOGIST	85374990	7/19/2011	4133387	2/28/2012	Healthy Directions, LLC	USA
AMERICA'S MOST TRUSTED WELLNESS DOCTOR	85816610	1/7/2013			Healthy Directions, LLC	USA

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AMERICA'S WELLNESS DOCTOR	85816607	1/7/2013			Healthy Directions, LLC	USA
BERBERINE+ GLUCODEFENSE	76713978	4/17/2013			Healthy Directions, LLC	USA
BETTER MELATONIN	85818022	1/8/2013			Healthy Directions, LLC	USA
CINNAMON CARB BLOCKER	85362810	7/5/2011	4081539	1/3/2012	Healthy Directions, LLC	USA
COGNIBOOST	85211978	1/6/2011	4032803	9/27/2011	Healthy Directions, LLC	USA
COGNIPRIME	85412755	9/1/2011	4289804	2/12/2013	Healthy Directions, LLC	USA
COGNIPRIME ADVANTAGE	85686511	7/25/2012	4268353	1/1/2013	Healthy Directions, LLC	USA
COLD HANDS AND FEET SUPPORT	85350189	6/20/2011	4068894	12/6/2011	Healthy Directions, LLC	USA
COQ10 ADVANTAGE	85543443	2/15/2012	4299232	3/5/2013	Healthy Directions, LLC	USA
CRAN COMFORT PROBIOTIC	85493004	12/12/2011	4354823	7/3/2012	Healthy Directions, LLC	USA
DRAMATIC RESCUE ANTI-AGING WRINKLE SERUM	85511971	1/9/2012			Healthy Directions, LLC	USA
FOCAL POINT	85263575	3/10/2011	4068690	12/6/2011	Healthy Directions, LLC	USA
FORWARD GOLD	85536633	2/8/2012	4259171	12/11/2012	Healthy Directions, LLC	USA
FORWARD GOLD DAILY REGIMEN	85536631	2/8/2012	4259170	12/11/2012	Healthy Directions, LLC	USA
FREE-T SUPPORT	85926733	5/8/2013			Healthy Directions, LLC	USA
GOOD MORNING ANTI-AGING MOISTURIZER	85519927	1/19/2012			Healthy Directions, LLC	USA
GOOD NIGHT COLLAGEN REJUVENATOR	85519964	1/19/2012	4335862	5/14/2013	Healthy Directions, LLC	USA
HEALTHY DIRECTIONS	85763394	10/25/2012	4346855	6/4/2013	Healthy Directions, LLC	USA
HEALTHY DIRECTIONS	85763362	10/25/2012	4346854	6/4/2013	Healthy Directions, LLC	USA
HEALTHY GLUCOSE	85477519	11/21/2011	4247628	11/20/2012	Healthy Directions, LLC	USA
HERBAZYME SOOTHING BLEND	85932347	5/15/2013			Healthy Directions, LLC	USA
HERBOZYME	74292527	7/9/1992	1757956	3/16/1993	Healthy Directions, LLC	USA
INTIMATE DESIRE	85563709	3/8/2012	4318600	4/9/2013	Healthy Directions, LLC	USA
JOINT CPR	85925588	5/7/2013			Healthy Directions, LLC	USA
KETOSIS ESSENTIALS	85485512	12/2/2011			Healthy Directions, LLC	USA
LEG REJUVENATION	85509062	1/5/2012	4249069	11/27/2012	Healthy Directions, LLC	USA
MERALEAN	86011242	7/16/2013			Healthy Directions, LLC	USA

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NATURAL PAIN ADVANTAGE	85748938	10/9/2012			Healthy Directions, LLC	USA
NIGHT VISION ADVANTAGE	85705458	8/16/2012			Healthy Directions, LLC	USA
O-3 BRAIN	85546041	2/17/2012	4215676	9/25/2012	Healthy Directions, LLC	USA
O-3 ESSENTIALS	78656063	6/22/2005	3240853	5/8/2007	Healthy Directions, LLC	USA
OMEGA 3 BRAIN DEFENSE	85843576	2/7/2013			Healthy Directions, LLC	USA
OMEGA DHA BRAIN DEFENSE	85857737	2/22/2013			Healthy Directions, LLC	USA
OMEGA-3 SLIM	85874305	3/12/2013			Healthy Directions, LLC	USA
OXYRUB	85928304	5/13/2013			Healthy Directions, LLC	USA
OXYRUB	77662496	6/16/2009	3675910	9/1/2009	Healthy Directions, LLC	USA
POST-M SUPPORT	85926729	5/8/2013			Healthy Directions, LLC	USA
PROBIOTIC ADVANTAGE ORAL SINUS	86011172	7/16/2013			Healthy Directions, LLC	USA
ROYAL BEE ENERGIZER	85577173	3/22/2012	4318648	7/3/2012	Healthy Directions, LLC	USA
SAFFRON SNACK STOPPER	85344256	6/13/2011	4195721	12/6/2011	Healthy Directions, LLC	USA
SKINNY YOU WEIGHT LOSS CHEWS	85756710	10/17/2012			Healthy Directions, LLC	USA
SLIM SELECT	85431762	9/26/2011	4162488	2/14/2012	Healthy Directions, LLC	USA
TART CHERRY COMFORT	85629306	5/18/2012	4333866	2/26/2013	Healthy Directions, LLC	USA
TONALEAN	85340762	6/8/2011	4174115	5/1/2012	Healthy Directions, LLC	USA
WELL BEYOND MEDICINE	85792444	12/2/2012			Healthy Directions, LLC	USA
ZEMBRIGHT MOOD	85772573	11/6/2012			Healthy Directions, LLC	USA
DAILY BALANCE JOINT ANSWER	77285340	9/21/2007	3502834	9/16/2008	Healthy Directions, LLC	USA

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RECORDED: 08/09/2013

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