

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM332355

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Vitamin Shoppe Industries Inc.		01/20/2015	CORPORATION: NEW YORK
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Vitamin Shoppe Procurement Services, Inc.		
<b>Street Address:</b>	2101 91st Street		
<b>City:</b>	North Bergen		
<b>State/Country:</b>	NEW JERSEY		
<b>Postal Code:</b>	07047		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	86474573	ANDRORUSH	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	3128278185		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	312-807-4350		
<b>Email:</b>	chicago.trademarks@klgates.com, sana.hakim@klgates.com		
<b>Correspondent Name:</b>	Sana Hakim c/o K&L Gates LLP		
<b>Address Line 1:</b>	P.O. Box 1135		
<b>Address Line 4:</b>	Chicago, ILLINOIS 60690-1135		
<b>NAME OF SUBMITTER:</b>	Sana Hakim		
<b>SIGNATURE:</b>	/sh/		
<b>DATE SIGNED:</b>	02/17/2015		
<b>Total Attachments: 7</b>			
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CH \$40.00 86474573



**ASSIGNMENT OF TRADEMARKS**

WHEREAS, Vitamin Shoppe Industries Inc., a New York corporation, with its principal place of business at 2101 91st Street, North Bergen, New Jersey 07047 U.S.A. ("Assignor") owns the marks, applications and registrations (the "Marks") listed in the attached Schedule; and


WHEREAS, Vitamin Shoppe Procurement Services, Inc., a Delaware corporation, with its principal place of business at 2101 91st Street, North Bergen, New Jersey 07047 U.S.A. ("Assignee"), desires to acquire the Marks and is the successor to the ongoing and existing portion of the business of Assignor to which the Marks pertain; and

WHEREAS, Assignor desires to assign the Marks to Assignee;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest in and to the Marks, including all common law rights, registrations and applications therefor, together with goodwill of the business connected with the use of the Marks and symbolized thereby, and any and all accrued rights of action, royalties or damages for any past or existing infringement or misappropriation of any such rights, in the United States and all foreign countries.

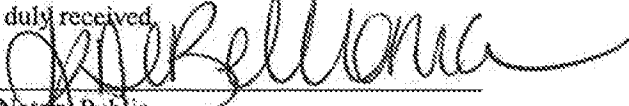
WHEREAS THIS Assignment is deemed effective as of the date signed below.

**VITAMIN SHOPPE INDUSTRIES INC.**

By:   
Name: Jean W. Frydman  
Title: Senior Vice President of Legal, General Counsel & Corporate Secretary  
Date: Jan. 20, 2015




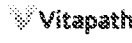



STATE OF New Jersey  
COUNTY OF Hudson SS.

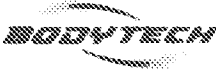
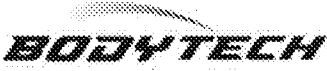





On this 20<sup>th</sup> day of January, 2015, Jean W. Frydman personally appeared before me, who is known by me to be the Senior Vice President of Legal, General Counsel & Corporate Secretary of Vitamin Shoppe Industries Inc., the assignor above named, and acknowledged that she executed the foregoing Assignment of Trademarks on behalf of said assignor and pursuant to authority duly received.







  
Notary Public  
My commission expires KERRY L. DeBELLONIA  
A NOTARY PUBLIC OF NEW JERSEY  
MY COMMISSION EXPIRES 03/08/2015


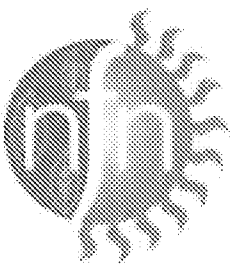

## SCHEDULE

Serial Number	Reg. Number	Word Mark	Status	
1	86084249	PURE LIVING NATURALLY TRUE	Pending	
2	86081607	PLNT	Pending	
3	86034828	BEHOLD	Pending	
4	86097996	FULL FIBER	Pending	
5	86098009	LEAN N' GREEN	Pending	
6	86454315	PRE-EFFECT	Pending	
7	86446749	TRUE ATHLETE	Pending	
8	86442000	VITAAPPS	Pending	
9	86438901	VITAPPS	Pending	
10	86438832	DUNCH	Pending	
11	86081786	COMFORT IRON	Pending	
12	86081807	4665678	ULTIMATE '10' PROBIOTIC	Registered
13	86073151	NEXT STEP	Pending	
14	86100506	<b>NEXT STEP</b>  NEXT STEP Stylized	Pending	
15	86030392	CHIEF HEALTH ENTHUSIAST	Pending	
16	86081782	4651468	CHEWY PANDA VITES	Registered
17	86081822	4600123	ULTIMATE GOLD	Registered
18	86081814	4600122	ULTIMATE WOMAN GOLD	Registered
19	86081811	4600121	ULTIMATE MAN GOLD	Registered
20	86081774	CARB SHREDDER	Pending	
21	86100492	4555446	ULTIMATE WOMAN 50+	Registered
22	86098033	GREEN COFFEE 400+	Pending	
23	86098024	GREEN COFFEE 400	Pending	
24	86098015	FORMULEAN	Pending	
25	86098000	BURN N' BOOST	Pending	
26	86097640	FIT N' FULL SHAKE	Pending	
27	86081798	4525834	ESPECIALLY FOR MEN	Registered
28	86081790	4525833	FROM THE EARTH	Registered
29	86074750	4525618	TRIBULUS-PRO	Registered
30	86074739	4525617	NITRULLINE	Registered


31	85575560		NUTRITION DEPOT & Design 	Pending
32	85983124	4668290	 V Stylized	Registered
33	85651957		 V Stylized	Pending
34	85534631	4641558	SIMPLY SMART	Registered
35	85768517	4664216	PERSONAL PACKS	Registered
36	85768478	4664215	ELEMENTS FOR HAIR, SKIN, NAILS	Registered
37	85885635	4629359	VITA GROOVES	Registered
38	85779342		 Vitapath	Pending
39	85779257		 Vitapath <small>every body matters</small>	Pending
40	85727922		EVERY BODY MATTERS	Pending
41	85982612		NUTRITION DEPOT &  Design	Pending
42	85028572	3886398	 S & Design	Registered
43	85655259	4282743	FDC	Registered
44	85323011	4169130	ADAPTODREN	Registered
45	85322997	4169129	PHOSFLEX	Registered
46	85212420	4195372	NUTRALA	Registered
47	86474573		ANDRORUSH	Pending
48	85189039	4047181	HEALTHY CORE	Registered

49	85189037	4047180	CARDIOCORE	Registered
50	85189034	4036319	FLEXCORE	Registered
51	85174229	4172379	FULLDOSE	Registered
52	85600782		TRUE ATHLETE	Pending
53	85646807		HELLO DAY	Pending
54	85828710		 BODYTECH & Design	Pending
55	85529505		PROSTAX100	Pending
56	85646826		READY GO	Pending
57	85931355		NEXT STEP	Pending
58	85930257		TECH X PRE-EFFECT	Pending
59	85821158	4526654	 BODYTECH & Design	Registered
60	85779204		 V THE VITAMIN SHOPPE Stylized	Pending
61	85777781		PROBIOCARE	Pending
62	85768827		V THE VITAMIN SHOPPE Stylized 	Pending
63	85768524		V THE VITAMIN SHOPPE EVERY BODY MATTERS &  Design	Pending
64	85768497		V THE VITAMIN SHOPPE & Design 	Pending
65	85768371		V THE VITAMIN SHOPPE & Design 	Pending
66	85646812	4419460	MYTRITION	Registered
67	85642012	4530185	CALM ZONE MAGNESIUM	Registered

68	85634040	4278959		Pending
69	85584417	4359408	K-FREE MULTIVITAMIN	Registered
70	85440600	4270680	HEALTH ENTHUSIAST	Registered
71	85317788	4081398	NATURALLY DRIVEN	Registered
72	85317783	4081397	TRUE ATHLETE NATURALLY DRIVEN	Registered
73	85237619	4050886	AMAZING WELLNESS	Registered
74	85211829	4039828	PRIMALPRO	Registered
75	85164185	4027248	ELECTROLYTE FIZZ	Registered
76	85158876	4023878	RESERVIE	Registered
77	85067697	4010359	DIGEST EXTRA	Registered
78	85042536	3952545	PRIMALJAX	Registered
79	85037335	4010235	CRITICAL AMINOS XT	Registered
80	85037331	4057133	TRUE ATHLETE	Registered
81	78631397	3090067	 S & Design	Registered
82	78956845	3339971	NUTRITION DEPOT DISCOUNT VITAMIN CENTER &  Design	Registered
83	78922849	3373042	ULTIMATE WOMAN	Registered
84	78922844	3378676	ULTIMATE MAN	Registered
85	78802195	3241641	THE VITAMIN SHOPPE SINCE 1977 & Design 	Registered
86	78801960	3186751	THE VITAMIN SHOPPE SINCE 1977 & Design 	Registered
87	78799895	3183591	THE VITAMIN SHOPPE SINCE 1977 &  Design	Registered

88	78630096	3285545	S SUPER SUPPLEMENTS & Design  SuperSupplements	Registered
89	78587201	3190036	HYDROTHERM	Registered
90	78507280	3030896	AMERICA'S HEALTH SUPERSTORE	Registered
91	78426082	2967041	WE TAKE VITAMINS SERIOUSLY	Registered
92	78446059	3133952	HEALTHY AWARDS	Registered
93	78419941	3001345	ULTIMATE MEMORYAID	Registered
94	78337961	2916393	NUTRITION DEPOT	Registered
95	78070985	2872484	BODYTECH	Registered
96	77725724	3692565	TRI-SCORB	Registered
97	77846482	3799032	SUPERSUPPLEMENTS	Registered
98	77757735	3736761	WELLNESS STARTS HERE	Registered
99	77640835	3727489	SUPERSUPPLEMENTS	Registered
100	77942815	3968519	RIPPED JUICE	Registered
101	77535990	3590669	 NFN & Design	Registered
102	77535987	3691248	NUTRI-FORCE	Registered
103	77939104	3948990	BREATHPEP	Registered
104	77834089	3895057	BERRYZYMES	Registered
105	77775435	3935082	AMAZING WELLNESS	Registered
106	77766320	3735487	MUSCLE & PERFORMANCE	Registered
107	77725721	3789496	ACTIVE-C	Registered
108	77694969	3829174		Registered
109	77625601	3788223	SO GOOD . . . NATURALLY	Registered
110	77500911	3572000	HEALTHY AWARDS	Registered
111	77186687	3644115	THE SUPREME VITAMIN C	Registered



112	77224422	3407529	ECO SHOPPE	Registered
113	77177210	3477629	ANSWERS FOR EVERY BODY	Registered
114	77074132	3349216	ULTIMATE MAN ELITE	Registered
115	77066097	3349211	ULTIMATE MAN LIQUITHERM	Registered
116	77029788	3294546	ADVANCED SUGAR SUPPORT	Registered
117	77022947	3294544	MIRACLE FIBER	Registered
118	77020595	3294542	ADVANCED BRAIN SHARP	Registered
119	76175001	2737735		Registered
120	76174901	2737734		Registered
121	75980453	2481906	THE VITAMIN SHOPPE	Registered
122	75863099	2481640	THE VITAMIN SHOPPE	Registered
123	74558295	1911008	FDC	Registered
124	74457453	1857466	DAILY VM CAPS	Registered
125	86487709		SHARE THE HEALTH & Design	Pending
126	86487681		SHARE THE HEALTH EXPO	Pending
127	86480868		(B)-NOX	Pending