

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM416537

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Notice of Grant of Security Interest in Trademarks recorded at Reel 5512/Frame 0297

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bank of America, N.A.		02/15/2017	National Banking Association: UNITED STATES

RECEIVING PARTY DATA

Name:	Herbalife International, Inc.
Street Address:	800 West Olympic Boulevard, Suite 406
City:	Los Angeles
State/Country:	CALIFORNIA
Postal Code:	90015
Entity Type:	Corporation: NEVADA

PROPERTY NUMBERS Total: 57

Property Type	Number	Word Mark
Registration Number:	3304854	BEST DEFENSE
Registration Number:	3116689	CELL ACTIVATOR
Registration Number:	1401820	CELL-U-LOSS
Registration Number:	3755620	CHANGEREcipe
Registration Number:	3681471	FUEL GOOD!
Registration Number:	2988241	GARDEN 7
Registration Number:	3406273	H3O
Registration Number:	3391265	H3O FITNESS DRINK
Registration Number:	3829952	HBN
Registration Number:	1254211	HERBALIFE
Registration Number:	1969346	HERBALIFE
Registration Number:	3324677	HERBALIFE
Registration Number:	4402483	HERBALIFE
Registration Number:	1811780	HERBALIFE
Registration Number:	2512368	HERBALIFE
Registration Number:	3120358	HFF HERBALIFE FAMILY FOUNDATION
Registration Number:	3535290	HERBALIFE KIDS
Registration Number:	3617448	HERBALIFE KIDS

CH \$1440.00 3304854

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	1406425	HERBALIFELINE
Serial Number:	86414793	HERBALIFE NUTRITION
Registration Number:	4170467	HERBALIFE NUTRITION INSTITUTE
Registration Number:	4590118	HERBALIFE SKIN
Registration Number:	4647525	HERBALIFE24
Registration Number:	4440861	HERBALIFE 24FIT
Registration Number:	4440862	HERBALIFE 24FIT
Serial Number:	86584545	HERBALIFE 24 NUTRITION FOR THE 24-HOUR A
Serial Number:	86584772	HERBALIFE24 NUTRICIÓN PARA EL DEPORTISTA
Registration Number:	3755570	ICHANGE
Registration Number:	1460566	KINDERMINS
Registration Number:	3121813	LIFTOFF
Registration Number:	3125694	LOSE WEIGHT NOW ASK ME HOW
Registration Number:	1607981	MALE FACTOR 1000
Registration Number:	2898296	NITENETWORKS
Registration Number:	3083715	NOURIFUSION
Registration Number:	4156596	NUTRICION PARA EL DEPORTISTA 24 HORAS
Registration Number:	4152748	NUTRITION FOR THE 24-HOUR ATHLETE
Registration Number:	4301688	PROLESSA
Registration Number:	3100479	RADIANT C
Registration Number:	2926493	RADIANTC
Registration Number:	4022490	ROSEGUARD
Registration Number:	2637204	SKIN ACTIVATOR
Registration Number:	3004933	SNACK DEFENSE
Registration Number:	3202864	TAKING NUTRITION TO HEART
Registration Number:	1934165	THERMO-BOND
Registration Number:	2832678	TOTAL CONTROL
Registration Number:	3137237	TRI-SHIELD
Registration Number:	4326972	WHAT DO YOU HAVE TO LOSE? WEIGHT LOSS CH
Registration Number:	3739538	XTRA-CAL
Registration Number:	2002163	
Registration Number:	3642777	
Registration Number:	3404283	
Registration Number:	4402484	
Registration Number:	2210847	
Registration Number:	3464743	
Registration Number:	3464744	
Registration Number:	3464745	

Property Type	Number	Word Mark
Registration Number:	3464746	

CORRESPONDENCE DATA

Fax Number: 9494754754

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.

Phone: 949-451-3800

Email: skann@gibsondunn.com

Correspondent Name: Stephanie Kann

Address Line 1: 3161 Michelson Drive

Address Line 2: Gibson, Dunn & Crutcher LLP

Address Line 4: Irvine, CALIFORNIA 92612

ATTORNEY DOCKET NUMBER:	38208-00048
NAME OF SUBMITTER:	Stephanie Kann
SIGNATURE:	/stephanie kann/
DATE SIGNED:	02/17/2017

Total Attachments: 7

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RELEASE OF NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

This Release of Notice of Grant of Security Interest in Trademarks (this “Release”) is made as of February 15, 2017, by BANK OF AMERICA, N.A., in its capacity as Administrative Agent and Collateral Agent for the Lenders under (and as defined in) the Security Agreement referred to below (the “Collateral Agent”) for the benefit of HERBALIFE INTERNATIONAL, INC., a Nevada corporation, with principal offices at 800 West Olympic Boulevard, Suite 406, Los Angeles, California 90015 (the “Grantor”). Capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed thereto in the Security Agreement.

W I T N E S S E T H:

WHEREAS, the Grantor and the Collateral Agent are parties to that certain (i) Amended and Restated Security Agreement, dated as of May 4, 2015 (as amended, restated or otherwise modified through the date hereof, the “Security Agreement”); and (ii) Notice of Grant of Security Interest in Trademarks, dated as of May 4, 2015 (as amended, restated or otherwise modified through the date hereof, the “Trademark Security Agreement”), pursuant to which the Grantor has granted to the Collateral Agent for the benefit of the Secured Parties a lien on and security interest in all of the right, title and interest of the Grantor in, to and under the Trademark Collateral, including the trademarks set forth on Schedule I hereto;

WHEREAS, the Trademark Security Agreement was recorded in the United States Patent and Trademark Office on May 7, 2015 at Reel 5512 and Frame 0297; and

WHEREAS, Grantor has requested that the Collateral Agent release, and the Collateral Agent is willing to release its lien on and security interest in, and any other right, title, and interest it may have in, to and under the Trademark Collateral.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Collateral Agent hereby agrees as follows:

1. The Collateral Agent does hereby terminate, release and discharge the entirety of any and all liens or security interests that it may have in, and all claims, whether presently existing or hereafter acquired or created, pursuant to the Security Agreement or Trademark Security Agreement to the Trademark Collateral and any right, title or interest of the Collateral Agent in such Trademark Collateral shall hereby terminate, cease and become void. The Collateral Agent hereby assigns, transfers and conveys any and all right, title or interest of the Collateral Agent in the Trademark Collateral to the Grantor.

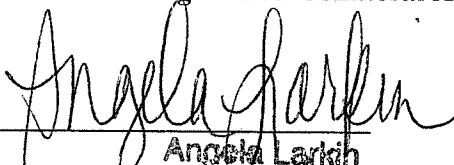
2. This Release may be executed in any number of counterparts (including electronic transmission and facsimile counterparts), each of which when so executed and delivered shall be deemed an original, but all such counterparts together shall constitute but one and the same instrument.

3. This Release and the rights and obligations of the parties hereunder shall be governed by, and shall be construed and enforced in accordance with, the laws of the State of California.

[Signature page follows]

IN WITNESS WHEREOF, the undersigned has caused this Release of Notice of Grant of Security Interest in Trademarks to be executed and delivered as of the date first written above.

**BANK OF AMERICA, N.A.,
as Administrative Agent and Collateral Agent**

By: 
Name: Angela Larkin
Title: Assistant Vice President


[SIGNATURE PAGE TO RELEASE OF NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS
HERBALIFE INTERNATIONAL, INC.]



**TRADEMARK
REEL: 005991 FRAME: 0501**

SCHEDULE I

Country	Mark	Serial/ Registration Number	Filing/ Registration Date	Owner	Status
US	BEST DEFENSE	Serial No. 78/968,991 Reg. No. 3,304,854	Filing Date 9/7/2006 Reg. Date 10/2/2007	Herbalife International, Inc.	Registered
US	CELL ACTIVATOR	Serial No. 78/620,272 Reg. No. 3,116,689	Filing Date 4/29/2005 Reg. Date 7/18/2006	Herbalife International, Inc.	Registered
US	CELL-U-LOSS	Serial No. 73/571,407 Reg. No. 1,401,820	Filing Date 12/2/1985 Reg. Date 7/22/1986	Herbalife International, Inc.	Registered
US	CHANGEREcipe	Serial No. 77/567,143 Reg. No. 3,755,620	Filing Date 9/10/2008 Reg. Date 3/2/2010	Herbalife International, Inc.	Registered
US	FUEL GOOD!	Serial No. 78/526,845 Reg. No. 3,681,471	Filing Date 12/3/2004 Reg. Date 9/8/2009	Herbalife International, Inc.	Registered
US	GARDEN 7	Serial No. 78/369,462 Reg. No. 2,988,241	Filing Date 2/17/2004 Reg. Date 8/23/2005	Herbalife International, Inc.	Registered
US	H30	Serial No. 77/123,496 Reg. No. 3,406,273	Filing Date 3/6/2007 Reg. Date 4/1/2008	Herbalife International, Inc.	Registered
US		Serial No. 77/203,834 Reg. No. 3,391,265	Filing Date 6/12/2007 Reg. Date 3/4/2008	Herbalife International, Inc.	Registered
US	HBN	Serial No. 77/013,817 Reg. No. 3,829,952	Filing Date 10/4/2006 Reg. Date 8/10/2010	Herbalife International, Inc.	Registered
US	HERBALIFE	Serial No. 73/274,277 Reg. No. 1,254,211	Filing Date 8/15/1980 Reg. Date 10/18/1983	Herbalife International, Inc.	Registered
US	HERBALIFE	Serial No. 74/556,324 Reg. No. 1,969,346	Filing Date 8/2/1994 Reg. Date 4/23/1996	Herbalife International, Inc.	Registered
US	HERBALIFE	Serial No. 78/967,116 Reg. No. 3,324,677	Filing Date 9/5/2006 Reg. Date 10/30/2007	Herbalife International, Inc.	Registered
US	HERBALIFE	Serial No. 85/658,531 Reg. No. 4,402,483	Filing Date 6/21/2012 Reg. Date 9/17/2013	Herbalife International, Inc.	Registered
US		Serial No. 74/327,252 Reg. No. 1,811,780	Filing Date 11/2/1992 Reg. Date 12/21/1993	Herbalife International, Inc.	Registered
US		Serial No. 76/154,006 Reg. No. 2,512,368	Filing Date 10/26/2000 Reg. Date 11/27/2001	Herbalife International, Inc.	Registered
US		Serial No. 78/686,482 Reg. No. 3,120,358	Filing Date 8/5/2005 Reg. Date 7/25/2006	Herbalife International, Inc.	Registered
US	HERBALIFE KIDS	Serial No. 77/975,944 Reg. No. 3,535,290	Filing Date 10/24/2007 Reg. Date 11/18/2008	Herbalife International, Inc.	Registered
US		Serial No. 77/976,715 Reg. No. 3,617,448	Filing Date 6/4/2007 Reg. Date 5/5/2009	Herbalife International, Inc.	Registered
US	HERBALIFELINE	Serial No. 73/571,155 Reg. No. 1,406,425	Filing Date 12/2/1985 Reg. Date 8/26/1986	Herbalife International, Inc.	Registered
US	HERBALIFE NUTRITION	Serial No. 86/414,793	Filing Date 10/3/2014	Herbalife International, Inc.	Pending

Country	Mark	Serial/ Registration Number	Filing/ Registration Date	Owner	Status
US		Serial No. 85/369,618 Reg. No. 4,170,467	Filing Date 7/12/2011 Reg. Date 7/10/2012	Herbalife International, Inc.	Registered
US	HERBALIFE SKIN	Serial No. 86/023,688 Reg. No. 4,590,118	Filing Date 7/30/2013 Reg. Date 9/19/2014	Herbalife International, Inc.	Registered
US	HERBALIFE24	Serial No. 86/000,803 Reg. No. 4,647,525	Filing Date 7/2/2013 Reg. Date 12/2/2014	Herbalife International, Inc.	Registered
US	HERBALIFE 24FIT	Serial No. 85/552,136 Reg. No. 4,440,861	Filing Date 2/24/2012 Reg. Date 11/26/2013	Herbalife International, Inc.	Registered
US		Serial No. 85/552,201 Reg. No. 4,440,862	Filing Date 2/24/2012 Reg. Date 11/26/2013	Herbalife International, Inc.	Registered
US		Serial No. 86/584,545	Filing Date 4/1/2015	Herbalife International, Inc.	Pending
US		Serial No. 86/584,772	Filing Date 4/1/2015	Herbalife International, Inc.	Pending
US	ICHANGE	Serial No. 77/542,119 Reg. No. 3,755,570	Filing Date 8/8/2008 Reg. Date 3/2/2010	Herbalife International, Inc.	Registered
US	KINDERMINS	Serial No. 73/602,082 Reg. No. 1,460,566	Filing Date 6/2/1986 Reg. Date 10/13/1987	Herbalife International, Inc.	Registered
US	LIFTOFF	Serial No. 78/479,466 Reg. No. 3,121,813	Filing Date 9/7/2004 Reg. Date 7/25/2006	Herbalife International, Inc.	Registered
US	LOSE WEIGHT NOW ASK ME HOW	Serial No. 78/438,966 Reg. No. 3,125,694	Filing Date 6/21/2004 Reg. Date 8/8/2006	Herbalife International, Inc.	Registered
US	MALE FACTOR 1000	Serial No. 73/788,402 Reg. No. 1,607,981	Filing Date 3/22/1989 Reg. Date 7/31/1990	Herbalife International, Inc.	Registered
US	NITWORKS	Serial No. 78/252,864 Reg. No. 2,898,296	Filing Date 5/21/2003 Reg. Date 10/26/2004	Herbalife International, Inc.	Registered
US	NOURIFUSION	Serial No. 78/466,066 Reg. No. 3,083,715	Filing Date 8/11/2004 Reg. Date 4/18/2006	Herbalife International, Inc.	Registered
US	NUTRICION PARA EL DEPORTISTA 24 HORAS	Serial No. 85/295,060 Reg. No. 4,156,596	Filing Date 4/14/2011 Reg. Date 6/12/2012	Herbalife International, Inc.	Registered
US	NUTRITION FOR THE 24-HOUR ATHLETE	Serial No. 85/293,336 Reg. No. 4,152,748	Filing Date 4/12/2011 Reg. Date 6/5/2012	Herbalife International, Inc.	Registered
US	PROLESSA	Serial No. 77/936,404 Reg. No. 4,301,688	Filing Date 2/16/2010 Reg. Date 3/12/2013	Herbalife International, Inc.	Registered
US	RADIANT C	Serial No. 78/620,264 Reg. No. 3,100,479	Filing Date 4/29/2005 Reg. Date 6/6/2006	Herbalife International, Inc.	Registered
US		Serial No. 76/084,117 Reg. No. 2,926,493	Filing Date 7/3/2000 Reg. Date 2/15/2005	Herbalife International, Inc.	Registered
US	ROSEGUARD	Serial No. 85/237,289 Reg. No. 4,022,490	Filing Date 2/8/2011 Reg. Date 9/6/2011	Herbalife International, Inc.	Registered

Country	Mark	Serial/ Registration Number	Filing/ Registration Date	Owner	Status
US	SKIN ACTIVATOR	Serial No. 76/285,687 Reg. No. 2,637,204	Filing Date 7/16/2001 Reg. Date 10/15/2002	Herbalife International, Inc.	Registered
US	SNACK DEFENSE	Serial No. 78/239,571 Reg. No. 3,004,933	Filing Date 4/18/2003 Reg. Date 10/4/2005	Herbalife International, Inc.	Registered
US	TAKING NUTRITION TO HEART	Serial No. 78/629,170 Reg. No. 3,202,864	Filing Date 5/12/2005 Reg. Date 1/23/2007	Herbalife International, Inc.	Registered
US	THERMO-BOND	Serial No. 74/499,624 Reg. No. 1,934,165	Filing Date 3/14/1994 Reg. Date 11/7/1995	Herbalife International, Inc.	Registered
US	TOTAL CONTROL	Serial No. 76/386,678 Reg. No. 2,832,678	Filing Date 3/22/2002 Reg. Date 4/13/2004	Herbalife International, Inc.	Registered
US	TRI-SHIELD	Serial No. 78/629,145 Reg. No. 3,137,237	Filing Date 5/12/2005 Reg. Date 8/29/2006	Herbalife International, Inc.	Registered
US		Serial No. 85/569,818 Reg. No. 4,326,972	Filing Date 3/14/2012 Reg. Date 4/30/2013	Herbalife International, Inc.	Registered
US	XTRA-CAL	Serial No. 77/760,123 Reg. No. 3,739,538	Filing Date 6/15/2009 Reg. Date 1/19/2010	Herbalife International, Inc.	Registered
US		Serial No. 74/556,325 Reg. No. 2,002,163	Filing Date 8/2/1994 Reg. Date 9/24/1996	Herbalife International, Inc.	Registered
US		Serial No. 77/609,886 Reg. No. 3,642,777	Filing Date 11/7/2008 Reg. Date 6/23/2009	Herbalife International, Inc.	Registered
US		Serial No. 77/079,192 Reg. No. 3,404,283	Filing Date 1/9/2007 Reg. Date 4/1/2008	Herbalife International, Inc.	Registered
US		Serial No. 85/658,536 Reg. No. 4,402,484	Filing Date 6/21/2012 Reg. Date 9/17/2013	Herbalife International, Inc.	Registered
US		Serial No. 75/372,534 Reg. No. 2,210,847	Filing Date 10/14/1997 Reg. Date 12/15/1998	Herbalife International, Inc.	Registered
US		Serial No. 77/256,347 Reg. No. 3,464,743	Filing Date 8/15/2007 Reg. Date 7/8/2008	Herbalife International, Inc.	Registered (Supplemental Register)
US		Serial No. 77/256,359 Reg. No. 3,464,744	Filing Date 8/15/2007 Reg. Date 7/8/2008	Herbalife International, Inc.	Registered (Supplemental Register)

Country	Mark	Serial/ Registration Number	Filing/ Registration Date	Owner	Status
US		Serial No. 77/256,365 Reg. No. 3,464,745	Filing Date 8/15/2007 Reg. Date 7/8/2008	Herbalife International, Inc.	Registered (Supplemental Register)
US		Serial No. 77/256,426 Reg. No. 3,464,746	Filing Date 8/15/2007 Reg. Date 7/8/2008	Herbalife International, Inc.	Registered (Supplemental Register)