

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM473254

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Partial Release of Security Interest in Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
JPMorgan Chase Bank, N.A.		05/07/2018	National Banking Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	Vitamin Shoppe Procurement Services, Inc.		
Street Address:	2101 91st Street		
City:	North Bergen		
State/Country:	NEW JERSEY		
Postal Code:	07047		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 9			
Property Type	Number	Word Mark	
Registration Number:	4823905	ANDRORUSH	
Registration Number:	4833640	B -NOX	
Registration Number:	4951197	BETANCOURT ESSENTIALS	
Registration Number:	4893177	BETANCOURT NUTRITION	
Registration Number:	4282743	FDC	
Registration Number:	3968519	RIPPED JUICE	
Registration Number:	4846138	THE BEEF STANDARD	
Registration Number:	4172379	FULLDOSE	
Registration Number:	4893198	PUMP'D	
CORRESPONDENCE DATA			
Fax Number:	9192868199		
<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>			
Phone:	919-286-8000		
Email:	pto_tmconfirmation@mvalaw.com, patrickquinn@mvalaw.com		
Correspondent Name:	Moore & Van Allen PLLC		
Address Line 1:	3015 Carrington Mill Blvd.		
Address Line 2:	Suite 400		
Address Line 4:	Morrisville, NORTH CAROLINA 27560		

OP \$240.00 4823905

ATTORNEY DOCKET NUMBER:	327000.27603
NAME OF SUBMITTER:	John Slaughter
SIGNATURE:	/john slaughter/
DATE SIGNED:	05/09/2018

Total Attachments: 6

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PARTIAL RELEASE OF SECURITY INTEREST IN TRADEMARKS

This Partial Release of Security Interest in Trademarks (this “**Partial Release**”) made as of May 7, 2018, is granted by JPMorgan Chase Bank, N.A., in its capacity as administrative agent (the “**Administrative Agent**”), in favor of Vitamin Shoppe Procurement Services, Inc., a Delaware corporation (“**VSPS**”).

WHEREAS, VSPS, Vitamin Shoppe Industries Inc., a New York corporation (“**Vitamin Shoppe**”), Vitamin Shoppe Mariner, Inc., a Delaware corporation (“**VS Mariner**”), Vitamin Shoppe Global, Inc., a Delaware corporation (“**VS Global**”), VS Hercules LLC, a Delaware limited liability company (“**VS Hercules**”), FDC Vitamins, LLC, a Delaware limited liability company (“**FDC Vitamins**”), Betancourt Sports Nutrition, LLC, a Florida limited liability company (“**BSN**”, and collectively with VSPS, Vitamin Shoppe, VS Mariner, VS Global, VS Hercules and FDC Vitamins, the “**Borrowers**”, and each individually, a “**Borrower**”), the guarantors party thereto, the lenders party thereto and the Administrative Agent are parties to that certain Amended and Restated Loan and Security Agreement entered into on January 20, 2011 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the “**Loan Agreement**”);

WHEREAS, in connection with the Loan Agreement, VSPS and the Administrative Agent entered into that certain Second Amended and Restated Intellectual Property Security Agreement dated as of October 6, 2014, recorded on October 14, 2014 with the United States Patent and Trademark Office at Reel/Frame Number 5381/0475 (as amended, restated, reaffirmed, supplemented or otherwise modified from time to time, the “**IP Security Agreement 1**”) and that certain Intellectual Property Security Agreement dated as of March 20, 2015, recorded on April 1, 2015 with the United States Patent and Trademark Office at Reel/Frame Number 5489/0339, as amended and reaffirmed by that certain Amendment and Reaffirmation of Intellectual Property Security Agreement dated as of May 9, 2017, recorded on May 9, 2017 with the United States Patent and Trademark Office at Reel/Frame Number 6053/0457 (as further amended, restated, reaffirmed, supplemented or otherwise modified from time to time, the “**IP Security Agreement 2**” and together with IP Security Agreement 1, the “**IP Security Agreements**”), pursuant to which VSPS granted to the Administrative Agent a security interest in and to certain trademarks, including, but not limited to, the trademarks listed on Exhibit A attached hereto (the trademarks listed on Exhibit A shall be referred to herein as the “**Released Trademarks**”);

WHEREAS, pursuant to that certain Asset Purchase Agreement by and among FDC Vitamins, LLC, a Delaware limited liability company, as seller (the “**Seller**”), VSPS, as parent, and Arizona Nutritional Supplements, LLC, a Delaware limited liability company, as buyer (the “**Buyer**”), dated as of the date hereof (the “**Asset Purchase Agreement**”), Seller sold to Buyer and Buyer purchased from Seller the Purchased Assets (as defined therein) including the Released Trademarks; and

WHEREAS, the Administrative Agent has agreed to release, discharge, relinquish, terminate and dissolve its security interest in and continuing lien on all of VSPS’s right, title and interest in, to and under the Released Trademarks.

NOW, THEREFORE, for good and valuable consideration including the satisfaction of all obligations, indebtedness and liabilities secured by the Released Trademarks pursuant to the IP Security Agreements, the receipt and adequacy of which are hereby acknowledged, and upon the terms set forth in this Partial Release, the Administrative Agent hereby, on behalf of itself and the other Secured Parties (as defined in the Loan Agreement), states and agrees as follows:

1. Partial Release of Security Interest. The Administrative Agent hereby releases and discharges its security interest and continuing lien on the Released Trademarks, and any right, title or interest of the Administrative Agent in such Released Trademarks shall hereby cease and become void.

2. Further Assurances. The Administrative Agent agrees to execute and deliver further documents and instruments and undertake further acts which VSPS may reasonably request in order to confirm this Partial Release, in each case, at VSPS's sole cost and expense.

3. Recordation of Partial Release. The Administrative Agent hereby authorizes VSPS or its designee to record this Partial Release with the United States Patent and Trademark Office.

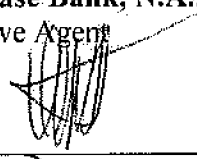
4. Governing Law. This Partial Release shall be governed by, and construed in accordance with, the Laws of the State of New York and all claims or causes of action (whether in contract or in tort, in law or in equity) that may be based upon, arise out of or relate to this Partial Release, or the negotiation, execution or performance of this Partial Release shall be determined and adjudicated under such laws.

5. Electronic Execution. This Partial Release may be executed by facsimile transmission or other electronic transmission.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has executed this Partial Release, on behalf of itself, by its duly authorized officer as of the date first written above.

JPMorgan Chase Bank, N.A.,
as Administrative Agent



By: _____
Name: DANIEL STAMPFEL
Title: Authorized Officer

EXHIBIT A

RELEASED TRADEMARKS

Mark	Application No.	Registration No.	Class	Goods/Services	Status	Owner
ANDRORUSH	86/474573	4823905	5	dietary supplements; powdered fruit-flavored dietary supplement drink mix.	Registered	Vitamin Shoppe Procurement Services, Inc.
B NOX	86/480868	4833640	5	dietary supplements; powdered fruit-flavored dietary supplement drink mix.	Registered	Vitamin Shoppe Procurement Services, Inc.
BETANCOURT ESSENTIALS	86/764777	4951197	5	vitamins; vitamin, mineral, dietary and nutritional supplements; dietary and nutritional supplement for weight loss, diet, sports nutrition, sport endurance, body building, muscle gain and training; powdered nutritional supplement drink mixes; powdered nutritional supplement drink mixes and concentrates; dietary supplements in the nature of weight loss powders; nutritional supplement meal replacement powders for boosting energy.	Registered	Vitamin Shoppe Procurement Services, Inc.
BETANCOURT NUTRITION	86/722910	4893177	5	vitamins; vitamin, mineral, dietary and nutritional supplements; dietary and nutritional supplement for weight loss, diet, sports nutrition, sport endurance, body building, muscle gain and training; powdered nutritional supplement drink mixes; powdered nutritional supplement drink mixes and concentrates; dietary	Registered	Vitamin Shoppe Procurement Services, Inc.

Mark	Application No.	Registration No.	Class	Goods/Services	Status	Owner
				supplements in the nature of weight loss powders; nutritional supplement meal replacement powders for boosting energy.		
FDC	85/655259	4282743	5	dietary and nutritional supplements	Registered	Vitamin Shoppe Procurement Services, Inc.
RIPPED JUICE	77/942815	3968519	5	dietary and nutritional supplements; dietary supplemental drinks.	Registered	Vitamin Shoppe Procurement Services, Inc.
THE BEEF STANDARD	86/638194	4846138	5	vitamins; vitamin, mineral, dietary and nutritional supplements; dietary supplements in the nature of powdered chocolate, vanilla and fruit-flavored drink mixes and powders; dietary and nutritional supplement for weight loss, diet, health, sports nutrition, body building, muscle gain, athletic training, and weight training; all of the foregoing containing beef protein.	Registered	Vitamin Shoppe Procurement Services, Inc.
FULLDOSE	85/174229	4172379	5	dietary and nutritional supplements; dietary and nutritional supplements for endurance sports; nutritional supplement in the nature of a nutrient-dense, protein-based drink mix; nutritional supplements for sports.	Registered	Vitamin Shoppe Procurement Services, Inc.
PUMP'D	86/744735	4893198	5	vitamins; vitamin, mineral, dietary and nutritional supplements; dietary and nutritional supplement for weight loss, diet, sports nutrition, sport endurance, body building, muscle gain and training; powdered nutritional supplement drink mixes; powdered	Registered	Vitamin Shoppe Procurement Services, Inc.

[EXHIBIT A]

TRADEMARK
REEL: 006328 FRAME: 0360

Mark	Application No.	Registration No.	Class	Goods/Services	Status	Owner
				nutritional supplement drink mixes and concentrates; dietary supplements in the nature of weight loss powders; nutritional supplement meal replacement powders for boosting energy.		

[EXHIBIT A]