

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM548154

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/19/2018		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Holland & Barrett, Ltd.		12/18/2018	Corporation: NEW YORK
RECEIVING PARTY DATA			
Name:	Nature's Bounty (NY), Inc.		
Street Address:	2100 Smithtown Avenue		
City:	Ronkonkoma		
State/Country:	NEW YORK		
Postal Code:	11779		
Entity Type:	Corporation: NEW YORK		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2482175	HOLLAND & BARRETT	
CORRESPONDENCE DATA			
Fax Number:	8453597798		
<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:	845-359-7700		
Email:	trademark@notaromichalos.com		
Correspondent Name:	Notaro, Michalos & Zaccaria P.C.		
Address Line 1:	100 Dutch Hill Road, Suite 240		
Address Line 4:	Orangeburg, NEW YORK 10962		
NAME OF SUBMITTER:	Nader A. Abadir		
SIGNATURE:	/J1293-072-NA-DF/		
DATE SIGNED:	11/05/2019		
Total Attachments: 7			
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STATE OF NEW YORK

DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

WITNESS my hand and official seal of the
Department of State, at the City of Albany,
on December 20, 2018.



Whitney Clark

Whitney Clark
Deputy Secretary of State

Rev. 06/13

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CSC 45
Drawdown

Certificate of Merger
of
Beautiful Visions, New York Corp.
DE Tuinen Ltd.
Holland & Barrett, Ltd.
Nabarco Advertising Associates, Inc.
NBTY Distribution, Inc.
NS Structures, Inc.
Puritan's Pride Retail Stores, Inc.
United Vitamin Manufacturing Corp.
and
Nature's Bounty (NY), Inc.
into
Nature's Bounty (NY), Inc.

Under Section 904 of the Business Corporation Law

Pursuant to Section 904 of the New York Business Corporation Law (the "NYBCL"), each of the undersigned hereby certify on behalf of the constituent corporations named herein, as follows:

1. The name of each constituent corporation is as follows:
 - (a) Beautiful Visions, New York Corp., a New York corporation.
 - (b) DE Tuinen Ltd., a New York corporation.
 - (c) Holland & Barrett, Ltd., a New York corporation.
 - (d) Nabarco Advertising Associates, Inc., a New York corporation.
 - (e) NBTY Distribution, Inc., a New York corporation.
 - (f) NS Structures, Inc., a New York corporation.
 - (g) Puritan's Pride Retail Stores, Inc., a New York corporation.
 - (h) United Vitamin Manufacturing Corp., a New York corporation.
 - (i) Nature's Bounty (NY), Inc., a New York corporation.

2. The name of the constituent corporation which is to be the surviving corporation, and which is hereinafter sometimes referred to as the "surviving constituent corporation", is Nature's Bounty (NY), Inc. and the name under which it was formed is Nature's Bounty, Inc. The date upon which its certificate of incorporation was filed by the Department of State is August 8, 1995.

3. The number and designation of outstanding shares of stock for each of the constituent corporations is as follows:

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Beautiful Visions, New York Corp.	1 share of common stock
DE Tuinen Ltd.	100 shares of common stock
Holland & Barrett, Ltd.	1 share of common stock
Nabarco Advertising Associates, Inc.	1 share of common stock
NBTY Distribution, Inc.	100 shares of common stock
NS Structures, Inc.	1 share of common stock
Puritan's Pride Retail Stores, Inc.	1000 shares of common stock
United Vitamin Manufacturing Corp.	100 shares of common stock
Nature's Bounty (NY), Inc.	10 shares of common stock

The number of shares is not subject to change prior to the effective date of this merger.

4. The certificate of incorporation of each of the Merging Corporations set forth below was filed by the New York State Department of State (the "Department of State") on corresponding filing date set forth across from the respective name of each Merging Corporation.

Beautiful Visions, New York Corp.	July 14, 1992
DE Tuinen Ltd.	March 10, 2003
Holland & Barrett, Ltd.	August 27, 1997
Nabarco Advertising Associates, Inc.	June 26, 1974
NBTY Distribution, Inc.	March 26, 2003
NS Structures, Inc.	June 21, 2010
Puritan's Pride Retail Stores, Inc.	April 11, 2008
United Vitamin Manufacturing Corp.	December 23, 1987

5. With respect to each constituent corporation, the merger was authorized by the unanimous written consent of the board of directors of each Merging Corporation, followed by the vote of the holder of all outstanding shares entitled to vote thereon.

6. With respect to Nature's Bounty (NY), Inc., the merger was authorized by the unanimous written consent of the board of directors of Nature's Bounty (NY), Inc., followed by the vote of the holder of all outstanding shares entitled to vote thereon. The plan of merger has not been abandoned.

7. The certificate of incorporation of Nature's Bounty (NY), Inc., as in effect immediately prior to the effective date of the merger, shall be the certificate of incorporation of the Surviving Corporation.

8. The effective date of the merger is the date that this certificate of merger is filed by the New York State Department of State.

9. The Surviving Corporation agrees that it may be served with process in the State of New York in any action or special proceeding for the enforcement of any liability or obligation of any New York or foreign corporation, previously amenable to suit in New York, which is a constituent corporation in this merger, and for the enforcement, as provided in the NYBCL, of the right of shareholders of any constituent New York corporation to receive payment for their shares against the Surviving Corporation. The Surviving Corporation irrevocably appoints the Secretary of State of the State of New York (the "Secretary of State") as its agent to accept service of process in any action or special proceeding. The Secretary of State shall mail any such process to the Surviving Corporation at 2100 Smithtown Avenue, Ronkonkoma, NY 11779.

10. The Surviving Corporation agrees that, subject to the provisions of Section 623 of the NYBCL, it will promptly pay to the respective shareholders of each Merger Corporation the amount, if any, to which they shall be entitled under the provisions of the NYBCL, relating to the rights of shareholders to receive payment for their shares.

11. Each Merging Corporation hereby certifies that all fees and taxes (including penalties and interest) administered by the New York State Department of Taxation and Finance (the "Department of Taxation and Finance") which are now due and payable by it have been paid, and that a cessation franchise tax report (estimated or final) through the anticipated date of merger (which return, if estimated, shall be subject to amendment) has been filed. Nature's Bounty (NY), Inc. hereby agrees that it will, within thirty days after the filing of the certificate of merger, file a final cessation franchise tax report, if an estimated report was previously filed, and promptly pay to the Department of Taxation and Finance all fees and taxes (including penalties and interest), if any, due to the Department of Taxation and Finance by each such Merging Corporation.

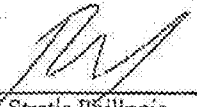
IN WITNESS WHEREOF, the undersigned have executed and signed this certificate this 18 day of December, 2018.

BEAUTIFUL VISIONS, NEW YORK CORP.

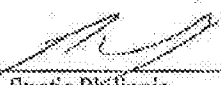
By 
Name: Stratis Philippis

Title: Sr. Vice President, General Counsel & Secretary


DE TUINEN LTD.

By 
Name: Stratis Philippis
Title: Sr. Vice President, General Counsel & Secretary

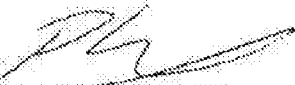
HOLLAND & BARRETT, LTD.

By 
Name: Stratis Philippis
Title: Sr. Vice President, General Counsel & Secretary


NABARCO ADVERTISING ASSOCIATES, INC.

By 
Name: Stratis Philippis
Title: Sr. Vice President, General Counsel & Secretary

NBTY DISTRIBUTION, INC.

By 
Name: Stratis Philippis
Title: Sr. Vice President, General Counsel & Secretary

NS STRUCTURES, INC.

By 
Name: Stratis Philippis
Title: Sr. Vice President, General Counsel & Secretary

PURITAN'S PRIDE RETAIL STORES, INC.

By 

Name: Stratis Philippis

Title: Sr. Vice President, General Counsel & Secretary

UNITED VITAMIN MANUFACTURING CORP.

By 

Name: Stratis Philippis

Title: Sr. Vice President, General Counsel & Secretary

NATURE'S BOUNTY (NY), INC.

By 

Name: Stratis Philippis

Title: Sr. Vice President, General Counsel & Secretary

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CSC 45
Drawdown/n

FILED

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RECEIVED

2018 DEC 19 AM 9:05

CERTIFICATE OF MERGER
OF
BEAUTIFUL VISIONS, NEW YORK CORP.
DE TUINEN LTD.
HOLLAND & BARRETT, LTD.
NABARCO ADVERTISING ASSOCIATES, INC.
NBTY DISTRIBUTION, INC.
NS STRUCTURES, INC.
PURITAN'S PRIDE RETAIL STORES, INC.
UNITED VITAMIN MANUFACTURING CORP.
AND
NATURE'S BOUNTY (NY), INC.
INTO
NATURE'S BOUNTY (NY), INC.
Under Section 904 of the Business Corporation Law

Filed: Stratis Philippis, Esq.
2100 Smithtown Avenue
Ronkonkoma, NY 11779

Cust Ref # 543380 KXK

1cc
STATE OF NEW YORK
DEPARTMENT OF STATE

FILED DEC 19 2018
TAXS _____
BY: n

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