

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

ETAS ID: TM603779

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	RELEASE OF SECURITY INTEREST

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Manufacturers and Traders Trust Company		10/19/2020	STATE-CHARTERED BANKING CORPORATION: NEW YORK

## RECEIVING PARTY DATA

<b>Name:</b>	Nutri/System IPHC, Inc.
<b>Street Address:</b>	600 Office Center Drive
<b>City:</b>	Fort Washington
<b>State/Country:</b>	PENNSYLVANIA
<b>Postal Code:</b>	19034
<b>Entity Type:</b>	Corporation: DELAWARE

## PROPERTY NUMBERS Total: 19

Property Type	Number	Word Mark
Registration Number:	1649795	1-800-321-THIN
Registration Number:	2934808	EZ PAY
Registration Number:	3872304	MINDSET MAKEOVER
Registration Number:	1767562	NUTRI/SYSTEM
Registration Number:	1902362	NUTRIHANCE
Registration Number:	1251922	NUTRISYSTEM
Registration Number:	1731373	NUTRISYSTEM
Registration Number:	1776989	NUTRISYSTEM
Registration Number:	1956649	NUTRISYSTEM
Registration Number:	3251743	NUTRISYSTEM
Registration Number:	3433126	NUTRISYSTEM
Registration Number:	3467401	NUTRISYSTEM
Registration Number:	3519390	NUTRISYSTEM
Registration Number:	1297847	NUTRISYSTEM
Registration Number:	3965560	NUTRISYSTEM D
Registration Number:	3741847	NUTRISYSTEM FLEX
Registration Number:	3895043	NUTRISYSTEM MY WAY
Registration Number:	3432900	PERFECTLY PORTIONED FOR WEIGHT LOSS

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TRADEMARK

<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>
<b>Registration Number:</b>	3518672	PERFECTLY PORTIONED FOR WEIGHT LOSS

<b>CORRESPONDENCE DATA</b>	
<b>Fax Number:</b>	2028427899
<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>	2028427800
<b>Email:</b>	trademarks@cooley.com
<b>Correspondent Name:</b>	Jeffrey H. Greene
<b>Address Line 1:</b>	1299 Pennsylvania Avenue, NW, Suite 700
<b>Address Line 4:</b>	Washington, D.C. 20004

<b>ATTORNEY DOCKET NUMBER:</b>	338048-20323
<b>NAME OF SUBMITTER:</b>	Jeffrey H. Greene
<b>SIGNATURE:</b>	/jeffrey h greene/
<b>DATE SIGNED:</b>	10/19/2020

<b>Total Attachments: 3</b> source=MTB Release#page1.tif source=MTB Release#page2.tif source=MTB Release#page3.tif
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## RELEASE OF TRADEMARK SECURITY AGREEMENT

THIS RELEASE OF TRADEMARK SECURITY AGREEMENT (the "Release") is made on this 19<sup>th</sup> day of October, 2020 by Manufacturers and Traders Trust Company, as the Administrative Agent, Swingline Lender and L/C Issuer (the "Administrative Agent").

WHEREAS, pursuant to that certain Security and Pledge Agreement dated as of November 8, 2012 (the "Trademark Security Agreement") among Nutri/System IPHC, Inc. (the "Grantor"), the other grantors party thereto and the Administrative Agent, the Grantor granted to the Administrative Agent, for the benefit of the Secured Parties, a security interest in certain trademarks and trademark applications as described therein (the "Trademarks"). Capitalized terms used herein but not otherwise defined shall have the meaning given such terms in the Trademark Security Agreement;

WHEREAS, the security interest granted to the Administrative Agent under the Trademark Security Agreement was recorded at the United States Patent and Trademark Office on December 13, 2012, at Reel 004918 and Frame 0445; and

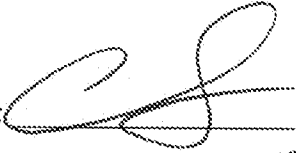
WHEREAS, the Administrative Agent, on behalf of itself and the other Secured Parties, has agreed to terminate and release all of its interest in and to all of the Trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Administrative Agent, on behalf of itself and the other Secured Parties, hereby terminates and releases all mortgages, liens, security interests and any other rights that are or may have been granted to the Administrative Agent in and to the Trademarks, including without limitation, any Trademarks identified on Exhibit A.

[signature page follows]

IN WITNESS WHEREOF, the Administrative Agent has caused this Release to be duly executed as of the date first written above.

MANUFACTURERS AND TRADERS TRUST  
COMPANY, as Administrative Agent

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

Name: Conalyn Goeman

Title: Relationship Manager  
ATP

**Exhibit A**

<b>Title/Mark</b>	<b>Application No.</b>	<b>Registration No.</b>
1-800-321-THIN	74071334	1649795
EZ PAY	78302237	2934808
MINDSET MAKEOVER	77859406	3872304
NUTRI/SYSTEM	74031752	1767562
NUTRIHANCE	74542796	1902362
NUTRISYSTEM	73383698	1251922
NUTRISYSTEM	74218824	1731373
NUTRISYSTEM	74031339	1776989
NUTRISYSTEM	74031485	1956649
NUTRISYSTEM	78949222	3251743
NUTRISYSTEM	78858027	3433126
NUTRISYSTEM	77338836	3467401
NUTRISYSTEM	77338865	3519390
NUTRISYSTEM (Stylized)	73394040	1297847
NUTRISYSTEM D	85133675	3965560
NUTRISYSTEM FLEX	77656750	3741847
NUTRISYSTEM MY WAY	77831960	3895043
PERFECTLY PORTIONED FOR WEIGHT LOSS	78740038	3432900
PERFECTLY PORTIONED FOR WEIGHT LOSS	78740021	3518672