

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Naturade Operating Corp.		09/30/2009	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	NNC LLC
<b>Street Address:</b>	335 Madison Avenue, c/o Vertex Capital Management, LLC
<b>Internal Address:</b>	10th Floor
<b>City:</b>	New York
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10017
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 26**

Property Type	Number	Word Mark
Registration Number:	1575936	ALOE VERA 80
Registration Number:	2350813	KIDS' PLEX
Registration Number:	2427436	KEEP WELL
Registration Number:	2350814	THE CHINESE WAY
Registration Number:	2879002	CARB
Registration Number:	2915763	DIET LEAN
Registration Number:	1171942	EXPEC
Registration Number:	2552154	NATURADE TOTAL SOY
Registration Number:	0931432	NATURADE
Registration Number:	0931945	NATURADE
Registration Number:	0931934	NATURADE
Registration Number:	0932491	NATURADE
Registration Number:	1291786	POWER SHAKE

**CH \$665.00 1575936**

Registration Number:	1950118	PERFORMANCE
Registration Number:	2786227	ULTRA SLM
Registration Number:	3045771	ULTRAMAX HGH
Registration Number:	3200413	AGELESS FOUNDATION LABORATORIES THE ANTI-AGING COMPANY
Registration Number:	3500353	BIO-LIPID
Registration Number:	2742446	COLOSTRUM PLUS
Registration Number:	2917373	GASTROSHIELD
Serial Number:	77678317	SYMBIOTICS
Registration Number:	2344487	SYMBIOTICS THE COLOSTRUM COMPANY
Registration Number:	2803270	TRYPTOZEN
Registration Number:	3546896	A
Registration Number:	2942402	ACNEGON
Registration Number:	2369839	NEW LIFE COLOSTRUM LIFE'S FIRST FOOD

**CORRESPONDENCE DATA**

Fax Number: (908)654-7866  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 908-654-5000  
Email: trademarkadmin@ldlkm.com  
Correspondent Name: Gregg A. Paradise  
Address Line 1: 600 South Avenue West  
Address Line 4: Westfield, NEW JERSEY 07090

ATTORNEY DOCKET NUMBER:	NNC 9.0-001
NAME OF SUBMITTER:	GREGG A. PARADISE
Signature:	/GREGG A. PARADISE/
Date:	01/27/2010

Total Attachments: 6  
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## TRADEMARK ASSIGNMENT

**WHEREAS**, Naturade Operating Corp., a Delaware corporation, having a place of business at 1 City Blvd. West, Suite 1440, Orange, CA 92806 (“Assignor”), is the sole and exclusive owner of all rights, title and interests in the trademarks identified in Schedule A (the “Marks”);

**WHEREAS**, NNC LLC, a Delaware limited liability company, having a place of business c/o Vertex Capital Management, LLC, 335 Madison Avenue, 10<sup>th</sup> Floor, New York, NY 10017 (“Assignee”) desires to acquire the Marks;

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which is acknowledged, Assignor hereby sells, assigns, and transfers to Assignee, absolutely and forever, the entire right, title and interest, throughout the world, whether statutory or at common law, in and to the Marks, together with the goodwill of the business symbolized by the Marks, and any corresponding registrations and applications, as well as all causes of action for any and all previously occurring infringements of the rights being assigned and the right to receive and retain the proceeds relating to those infringements, in each case subject to the security interest therein in favor of Naturade Holdings, Corp. (“Secured Party”)

Assignor agrees to execute any further papers as may be necessary and proper to vest full title in and to the Marks and other corresponding rights in the Assignee.

Assignor hereby consents to the recordation of this assignment in any applicable country.

Assignor represents and warrants that it is the sole and exclusive owner of the Marks, and has not previously transferred or otherwise encumbered the rights being assigned to Assignee other than to the Secured Party.

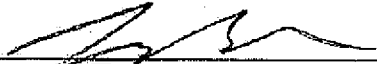
Assignee hereby accepts the assignment of the Marks, applications, and registrations and all other rights described in this assignment.

The individuals signing this document on behalf of corporate entities represent and declare that they are authorized to execute this document on behalf of such corporate entities.

IN WITNESS WHEREOF, this Trademark Assignment is effective this 30 day of  
September, 2009.

**Assignor:**

NATURADE OPERATING CORP.

By:   
Name: Jay B. Dreiner  
Title: Director  
Date: 9/30/09

**Assignee:**

NNC LLC

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_  
Date: \_\_\_\_\_

IN WITNESS WHEREOF, this Trademark Assignment is effective this \_\_\_\_\_ day of  
September, 2009.

Assignor:

NATURADE OPERATING CORP.

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

Name:

Title:

Date: \_\_\_\_\_

Assignee:

NNC LLC

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



Name: Avi Falik

Title: Chairman

Date: September 30, 2009

**SCHEDULE A**

**U.S. Trademark Registrations and Applications**

<b>TRADEMARK</b>	<b>SERIAL NO.</b>	<b>REGISTRATION NO.</b>
<b>NATURADE SINCE 1926 (Logo)</b>	76/282585	
<b>COMPLETE CLEANSE</b>	77/712850	
<b>ALOE VERA 80</b>	73/783047	1575936
<b>RIBO-TEIN</b>	75/937194	2742648
<b>KIDS' PLEX</b>	75/506254	2350813
<b>KEEP WELL</b>	75/636871	2427436
<b>THE CHINESE WAY</b>	75/506257	2350814
		
	76/549220	2879002
<b>DIET LEAN</b>	76/549219	2915763
<b>EXPEC</b>	73/256171	1171942
<b>NATURADE TOTAL SOY</b>	76/139672	2552154
<b>NATURADE</b>	72/369244	0931432
<b>NATURADE</b>	72/369246	0931945
<b>NATURADE</b>	72/369245	0931934
<b>NATURADE</b>	72/369243	0932491
<b>POWER SHAKE</b>	73/423058	1291786
<b>PERFORMANCE</b>	74/504661	1950118
<b>ALPHATROPIN</b>	76/438910	2704566
<b>ULTRA SLM</b>	78/095467	2786227
<b>ULTRAMAX HGH</b>	78/521684	3045771
<b>AGELESS FOUNDATION LABORATORIES THE ANTI-AGING COMPANY</b>	78/526748	3200413
<b>AGELESS FOUNDATION LABORATORIES GROW YOUNGER EVERY DAY</b>	78/527506	
		
	78/521818	
<b>ACNEGON</b>	76/310156	
<b>ARTHO PRO</b>	75/780705	
<b>ARTHROSHIELD</b>	78/345443	
<b>BETA-LIPID</b>	76/975405	
<b>BIO-LIPID</b>	77/142162	3500353

<b>COLOSTRUM PLUS</b>	75/780706	2742446
<b>DRYSKINGON</b>	76/310154	
<b>ECZEMAGON</b>	76/310152	
<b>GASTROSHIELD</b>	78/345423	2917373
<b>IMMUNE SUPER PRO</b>	75/827451	
<b>MIRRI-COL</b>	78/394561	
<b>NEW LIFE COLOSTRUM LIFE'S FIRST FOOD</b>	75/743593	
<b>NEW LIFE COLOSTRUM LIFE'S FIRST FOOD</b>	75/464730	
<b>PRO SYMBIOTICS</b>	75/982825	
<b>PSORIAGON</b>	76/310153	
<b>REGENECOL</b>	78/549503	
<b>ROSACEAGON</b>	76/310157	
<b>S SYMBIOTICS THE COLOSTRUM COMPANY</b>	75/743586	
<b>SKINSIDE</b>	76/310151	
<b>SUPERIMMUNE</b>	75/780844	
<b>SYMBIOTICS</b>	77678317	
<b>SYMBIOTICS</b>	75/727181	
<b>SYMBIOTICS TFOY - THE FOUNTAIN OF YOUTH</b>	78/345434	
<b>SYMBIOTICS THE COLOSTRUM COMPANY</b>	75/464732	2344487
<b>THERAPEUTICSOLUTIONS</b>	76/310150	2728326
<b>TRYPTOZEN</b>	76/405937	2803270
<b>UDDERLY COLOSTRAL</b>	76/018609	