

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM313858

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Wells Fargo Bank, National Association, as Collateral Agent	FORMERLY Wachovia Bank, National Association	08/12/2014	Bank:

RECEIVING PARTY DATA

Name:	Vitacost.com Inc.
Street Address:	5400 Broken Sound Blvd NW
City:	Boca Raton
State/Country:	FLORIDA
Postal Code:	33487
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 68

Property Type	Number	Word Mark
Registration Number:	3110988	ARTHRIPOWER
Registration Number:	3052807	ARTHRIPOWER ULTRA
Registration Number:	2283103	CARDIOLIFT
Registration Number:	2396825	CHEWS TO LOSE
Registration Number:	2766247	FLOWERMALL.COM
Registration Number:	2244987	GLUCOPOWER
Registration Number:	2937585	GREENTASTIC
Registration Number:	2737910	IMMUNOLIFT
Registration Number:	2674924	LONGEVITY ENHANCEMENT FORMULAS
Registration Number:	3187032	MEGA EFA
Registration Number:	2950926	MGC-5
Registration Number:	2838208	MGC-6
Registration Number:	2838209	MGC-7
Registration Number:	2819464	MITOCHPOWER
Registration Number:	2243369	NEUROPOWER
Registration Number:	2411431	NSI
Registration Number:	2491928	NSI NUTRACEUTICAL SCIENCES INSTITUTE
Registration Number:	2470724	NUTRACEUTICAL SCIENCES INSTITUTE
Registration Number:	2450415	NUTRISLIM

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	2220988	OCUPOWER
Registration Number:	2220987	PEDIAPOWER
Registration Number:	3003392	SMART BASICS
Registration Number:	2970843	SYNERGY 3000
Registration Number:	2434385	TOP BRAND VITAMINS AT WHOLESALE COST
Registration Number:	2257056	ULTRABSORB TECHNOLOGY
Registration Number:	2379109	VITACOST
Registration Number:	2382767	VITACOST.COM
Registration Number:	2537852	VITAZON
Registration Number:	2542480	VITAZON.COM
Registration Number:	2900479	WALKER DIET
Registration Number:	3102630	WALKER DIET
Registration Number:	2919590	WALKERDIET.COM
Registration Number:	3373699	ADVAN-C
Registration Number:	3351844	ADVAN C
Registration Number:	3323104	ACTISLIM
Serial Number:	76589202	BEST OF ALL
Serial Number:	76518181	BEST OF BOTH
Serial Number:	76581722	COSMECEUTICAL SCIENCES INSTITUTE
Registration Number:	3383510	COSMECEUTICAL SCIENCES INSTITUTE
Registration Number:	3527877	CSI
Registration Number:	3338903	CSI
Serial Number:	76611509	FIBROLIFT
Serial Number:	76621954	JOINTACTIN
Registration Number:	3355962	KUDZUMIN
Serial Number:	78959224	LNN
Serial Number:	78959227	LONGEVITY NEWS NETWORK
Serial Number:	77139828	MIGRACALM
Registration Number:	3680297	NLS
Serial Number:	77179915	NUTRACEUTICAL LIFE SCIENCES
Registration Number:	3683642	NUTRACEUTICAL LIFE SCIENCES
Serial Number:	76628652	REDUCEFX
Registration Number:	3463480	SYNERGY ONCE DAILY
Registration Number:	3227615	SYNERGY MEN'S
Registration Number:	3453804	SYNERGY PRENATAL
Serial Number:	78893669	SYNERGY PLATINUM
Registration Number:	3568696	ULTRASORB-C
Registration Number:	3227613	SYNERGY ADVANCED
Registration Number:	3218028	SYNERGY BASIC

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	3218026	SYNERGY MULTI-VITAMIN
Registration Number:	3227617	SYNERGY CHILDRENS
Registration Number:	3227616	SYNERGY ENERGY
Registration Number:	3227610	SYNERGY MAX
Registration Number:	3218025	SYNERGY RX
Registration Number:	3227612	SYNERGY SUPREME
Registration Number:	3227611	SYNERGY ULTRA
Registration Number:	3227614	SYNERGY WOMEN'S
Registration Number:	3254316	TOCOQ10
Registration Number:	2195734	NEURO LIFT

CORRESPONDENCE DATA

Fax Number: 6504936811

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: 650-461-6125

Email: qlu@wsgr.com

Correspondent Name: WSGR, c/o Qui Lu

Address Line 1: 650 Page Mill Road

Address Line 2: FH2-1 P12

Address Line 4: Palo Alto, CALIFORNIA 94304

ATTORNEY DOCKET NUMBER: 40533.010

NAME OF SUBMITTER: Qui Lu

SIGNATURE: /s/ Qui Lu

DATE SIGNED: 08/13/2014

Total Attachments: 6

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**TERMINATION AND RELEASE OF
SECURITY INTEREST IN TRADEMARKS**

THIS TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS (this "Termination"), dated as of August 12, 2014, is executed by WELLS FARGO BANK, NATIONAL ASSOCIATION (as successor by merger to Wachovia Bank, National Association), as Collateral Agent ("Assignee"), in favor of VITACOST.COM INC., a Delaware corporation ("Assignor"). All capitalized terms used in this Termination and not otherwise defined herein, shall have the respective meanings given to such terms in the Trademark Security Agreement (defined below).

RECITALS

A. Pursuant to (i) the Security Agreement and (ii) that certain Security Interest in Trademarks, dated as of August 3, 2007 (the "Trademark Security Agreement"), executed by Assignor in favor of Assignee, Assignor granted to Assignee a security interest in the Trademark Collateral (defined below).

B. The Trademark Security Agreement was recorded with the Trademark Division of the United States Patent and Trademark Office on August 24, 2007, at Reel/Frame 3608/0185 to evidence the security interest granted under the Trademark Security Agreement.

C. Assignee agrees to terminate and release its security interest in the Trademark Collateral specified below and to file this Termination with respect to such release of its security interest as herein provided.

AGREEMENT

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignee hereby agrees as follows:

(a) Assignee expressly terminates and releases all of Secured Party's right, title and interest in, to and under the following (collectively, the "Trademark Collateral"):

(i) all Trademarks of the Assignor, including, without limitation, those set forth on Schedule 1 hereto;

(ii) all Trademark Licenses of the Assignor in connection with the Trademarks described in clause (i) above; and

(iii) all income, royalties, proceeds and liabilities due or payable, including, without limitation, all rights to sue and recover at law or in equity for any past, present and future infringement, misappropriation, dilution, violation or other impairment thereof, except to the extent received by Assignee prior to the date of this Termination in accordance with the terms of the Security Agreement.

(b) Assignee represents and warrants that it has the full power and authority to execute this Termination.

(c) Assignee authorizes and requests the Trademark Division of the United States Patent and Trademark Office to record this Termination.

[Signature Page Follows]

IN WITNESS WHEREOF, Assignee has executed and delivered this Termination as of the day and year first above written.

**WELLS FARGO BANK, NATIONAL
ASSOCIATION, as Collateral Agent**

Nancy S. Kallianos

Name: *Nancy S. Kallianos*
Title: *SVP*

**SCHEDULE 1
TO
TERMINATION AND RELEASE OF
SECURITY INTEREST IN TRADEMARKS**

SERIAL NUMBER	REGISTRATION NUMBER	FILING DATE	MARK
76/630,979	3,110,988	02/14/2005	ARTHRIPOWER
76/629,196	3,052,807	01/28/2005	ARTHRIPOWER ULTRA
75/519,549	2,283,103	07/15/1998	CARDIOLIFT
75/519,546	2,396,825	07/15/1998	CHEWS TO LOSE
76/349,330	2,766,247	12/17/2001	FLOWERMALL.COM
75/258,078	2,244,987	03/17/1997	GLUCOPOWER
76/584,316	2,937,585	04/01/2004	GREENTASTIC
76/220,459	2,737,910	03/07/2001	IMMUNOLIFT
76/391,286	2,674,924	04/03/2002	LONGEVITY ENHANCEMENT FORMULAS
78/811,317	3,187,032	02/09/2006	MEGA EFA
76/503,390	2,950,926	04/02/2003	MGC-5
76/519,527	2,838,208	06/04/2003	MGC-6
76/519,528	2,838,209	06/04/2003	MGC-7
76/511,115	2,819,464	05/02/2003	MITOCHPOWER
75/258,079	2,243,369	03/17/1997	NEUROPOWER
75/753,120	2,411,431	07/16/1999	NSI
75/826,132	2,491,928	10/19/1999	NSI NUTRACEUTICAL SCIENCES INSTITUTE
75/806,335	2,470,724	09/23/1999	NUTRACEUTICAL SCIENCES INSTITUTE
75/477,219	2,450,415	04/30/1998	NUTRISLIM
75/318,970	2,220,988	07/03/1997	OCUPOWER
75/318,968	2,220,987	07/03/1997	PEDIAPOWER

SERIAL NUMBER	REGISTRATION NUMBER	FILING DATE	MARK
76/590,577	3,003,392	05/05/2004	SMART BASICS
75/519,548	2,970,843	07/15/1998	SYNERGY 3000
75/806,322	2,434,385	09/23/1999	TOP BRAND VITAMINS AT WHOLESALE COST
75/477,218	2,257,056	04/30/1998	ULTRABSORB TECHNOLOGY
75/702,889	2,379,109	05/11/1999	VITACOST
75/702,883	2,382,767	05/11/1999	VITACOST.COM
76/065,327	2,537,852	06/08/2000	VITAZON
76/065,247	2,542,480	06/08/2000	VITAZON.COM
76/517,480	2,900,479	05/23/2003	WALKER DIET
76/577,645	3,102,630	02/25/2004	WALKER DIET
76/517,481	2,919,590	05/23/2003	WALKERDIET.COM
77/122,436	3,373,699	03/05/2007	ADVAN-C
77/170,779	3,351,844	05/02/2007	ADVAN C
77/101,138	3,323,104	02/07/2007	ACTISLIM
76/589,202	-	04/28/2004	BEST OF ALL
76/518,181	-	05/30/2003	BEST OF BOTH
76/581,722	-	03/18/2004	COSMECEUTICAL SCIENCES INSTITUTE
77/122,236	3,383,510	03/05/2007	COSMECEUTICAL SCIENCES INSTITUTE
76/581,723	3,527,877	03/18/2004	CSI
77/122,224	3,338,903	03/05/2007	CSI
76/611,509	-	09/15/2004	FIBROLIFT
76/621,954	-	11/23/2004	JOINTACTIN
77/174,000	3,355,962	05/07/2007	KUDZUMIN
78/959,224	-	08/24/2006	LNN
78/959,227	-	08/24/2006	LONGEVITY NEWS NETWORK

SERIAL NUMBER	REGISTRATION NUMBER	FILING DATE	MARK
77/139,828	-	03/26/2007	MIGRACALM
77/179,931	3,680,297	05/14/2007	NLS
77/179,915	-	05/14/2007	NUTRACEUTICAL LIFE SCIENCES
77/228,268	3,683,642	07/12/2007	NUTRACEUTICAL LIFE SCIENCES
76/628,652	-	01/24/2005	REDUCEFX
77/139,824	3,463,480	03/26/2007	SYNERGY ONCE DAILY
78/893,692	3,227,615	05/26/2006	SYNERGY MEN'S
78/893,705	3,453,804	05/26/2006	SYNERGY PRENATAL
78/893,669	-	05/26/2006	SYNERGY PLATINUM
78/965,658	3,568,696	09/01/2006	ULTRASORB-C
78/893,683	3,227,613	05/26/2006	SYNERGY ADVANCED
78/893,714	3,218,028	05/26/2006	SYNERGY BASIC
78/893,702	3,218,026	05/26/2006	SYNERGY MULTI-VITAMIN
78/893,717	3,227,617	05/26/2006	SYNERGY CHILDRENS
78/893,695	3,227,616	05/26/2006	SYNERGY ENERGY
78/893,673	3,227,610	05/26/2006	SYNERGY MAX
78/893,697	3,218,025	05/26/2006	SYNERGY RX
78/893,681	3,227,612	05/26/2006	SYNERGY SUPREME
78/893,677	3,227,611	05/26/2006	SYNERGY ULTRA
78/893,691	3,227,614	05/26/2006	SYNERGY WOMEN'S
78/815,137	3,254,316	02/15/2006	TOCOQ10
75/351,196	2,195,734	09/05/1997	NEURO LIFT