

06-24-2004



Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

102776676

Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Leiner Health Sevices Corp. 6.10.04

- Individual(s) Association General Partnership Limited Partnership Corporation-State Other

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 05/27/2004

2. Name and address of receiving party(ies)

Name: UBS AG, Stamford Branch, Internal Address: as Collateral Agent

Street Address: 677 Washington Boulevard

City: Stamford State: CT Zip: 06901

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Other Collateral Agent

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) SEE SCHEDULE I

B. Trademark Registration No.(s) SEE SCHEDULE I

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Corporation Service Company Internal Address: 1133 Avenue of the Americas Suite 3100 New York, NY 10036

Street Address:

City: New York State: NY Zip:

6. Total number of applications and registrations involved:

184

7. Total fee (37 CFR 3.41): \$ 4675.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

TRADEMARK RECEIVED JUN 10 3:53 PM US PATENT & TRADEMARK OFFICE

DO NOT USE THIS SPACE

9. Signature.

James P. Murphy Name of Person Signing

James P. Murphy Signature

June 2, 2004 Date

Total number of pages including cover sheet, attachments, and document:

06/23/2004 M6ETACHE 00000092 2470376

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

01 FC:8521 02 FC:8522

40.00 DP 4575.00 OP



06-10-2004

U.S. Patent & TMO's/TM Mail Rpt Dt. #11

TRADEMARK REEL: 002990 FRAME: 0017

SCHEDULE I
to
TRADEMARK SECURITY AGREEMENT
TRADEMARK REGISTRATIONS AND TRADEMARK APPLICATIONS

Trademark Registrations:

| OWNER | TRADEMARK | DATE REGISTERED | REG # |
|------------------------------|---|------------------------|--------------|
| Leiner Health Services Corp. | Accu-Mind & Memory | 7/17/01 | 2470376 |
| Leiner Health Services Corp. | Acidophilus Plus | 6/5/01 | 2458119 |
| Leiner Health Services Corp. | Advanced Labs | 6/5/01 | 2458426 |
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| Leiner Health Services Corp. | Bodycology (Class 3 - script) | 2/2/93 | 1749731 |
| Leiner Health Services Corp. | Bodycology (Class 3) | 9/22/92 | 1719286 |
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| Leiner Health Services Corp. | Herbal One | 11/6/01 | 2505070 |
| Leiner Health Services Corp. | Hista Tabs | 5/4/93 | 1768400 |
| Leiner Health Services Corp. | Immunoforce Plus | 2/19/02 | 2539716 |
| Leiner Health Services Corp. | Imperial Ginseng | 10/17/00 | 2394519 |
| Leiner Health Services Corp. | Joint Motion | 10/15/02 | 2634086 |
| Leiner Health Services Corp. | Joint Motion Plus | 4/8/03 | 2703553 |
| Leiner Health Services Corp. | Leiner Health Products | 1/18/00 | 2309528 |
| Leiner Health Services Corp. | Leiner Health Products & Design | 5/6/97 | 2059591 |
| Leiner Health Services Corp. | L-Formula | 12/11/01 | 2517382 |
| Leiner Health Services Corp. | Libidex | 4/9/02 | 2559350 |
| Leiner Health Services Corp. | Lightweight | 1/8/85 | 1313046 |
| Leiner Health Services Corp. | Lubricare | 11/2/99 | 2290181 |
| Leiner Health Services Corp. | Lubricare | 4/19/94 | 1831007 |
| Leiner Health Services Corp. | Man's Choice | 4/1/86 | 1387982 |
| Leiner Health Services Corp. | Maximum Choice | 6/4/85 | 1338731 |
| Leiner Health Services Corp. | Maximum Men's | 3/12/02 | 2547172 |
| Leiner Health Services Corp. | Maximum Pak | 12/10/85 | 1374543 |
| Leiner Health Services Corp. | Maximum Women's | 3/12/02 | 2547173 |
| Leiner Health Services Corp. | Memory Support Complex | 12/8/98 | 2209568 |
| Leiner Health Services Corp. | Memory Supporter | 5/16/00 | 2349915 |
| Leiner Health Services Corp. | Mobilized Nutrition | 2/8/00 | 2316101 |
| Leiner Health Services Corp. | Mobilized Nutritionist | 1/16/01 | 2420695 |
| Leiner Health Services Corp. | Multi 2000 Mature | 6/26/01 | 2464386 |

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| Leiner Health Services Corp. | National Brand Formula (NBF) | 2/19/85 | 1320310 |
| Leiner Health Services Corp. | Naturalized | 11/5/91 | 1663752 |
| Leiner Health Services Corp. | Nature's Origin (Class 42) | 3/26/02 | 2554085 |
| Leiner Health Services Corp. | Nature's Premium | 3/24/87 | 1433522 |
| Leiner Health Services Corp. | Nature's Promise | 10/15/02 | 2637266 |
| Leiner Health Services Corp. | Nature's Touch | 12/7/99 | 2298923 |
| Leiner Health Services Corp. | Nutra Choice | 11/21/00 | 2407259 |
| Leiner Health Services Corp. | Nutri-Blend | 10/1/02 | 2628684 |
| Leiner Health Services Corp. | Omnisource | 9/28/99 | 2281475 |
| Leiner Health Services Corp. | Opha-Care | 8/17/99 | 2270666 |
| Leiner Health Services Corp. | Osteo Joint | 9/19/00 | 2388490 |
| Leiner Health Services Corp. | Performance One | 8/1/00 | 2373846 |
| Leiner Health Services Corp. | Pharmacist Formula | 10/25/88 | 1509847 |
| Leiner Health Services Corp. | Pharmacist Formula | 4/24/90 | 1592720 |
| Leiner Health Services Corp. | Pharmacist Formula & Design | 3/10/92 | 1678249 |
| Leiner Health Services Corp. | Pharmacist Formula & Design | 4/6/93 | 1763596 |
| Leiner Health Services Corp. | Pharmacist Formula & Design | 4/6/93 | 1763597 |
| Leiner Health Services Corp. | Pharmacist Formula & Design | 4/13/93 | 1765207 |
| Leiner Health Services Corp. | Pharmacist Formula Logo | 5/9/89 | 1537889 |
| Leiner Health Services Corp. | Pharmacist Formula Logo | 7/17/90 | 1591651 |
| Leiner Health Services Corp. | Pharma Trust | 11/19/02 | 2652388 |
| Leiner Health Services Corp. | Phyto-Nutrients & Design | 6/25/02 | 2574781 |
| Leiner Health Services Corp. | Premium Source | 5/23/00 | 2352718 |
| Leiner Health Services Corp. | Pro Sculpt (Class 5) | 7/9/02 | 2592793 |
| Leiner Health Services Corp. | Pro Sculpt (Class 29) | 10/1/02 | 2627866 |
| Leiner Health Services Corp. | Protecta Vision | 3/23/04 | 2826192 |
| Leiner Health Services Corp. | Purity & Quality Guaranteed Design | 7/3/90 | 1604326 |
| Leiner Health Services Corp. | Rectangle w/ Oblique Oval Design | 7/15/97 | 2079530 |
| Leiner Health Services Corp. | Release Assured & Design | 7/13/93 | 1782015 |
| Leiner Health Services Corp. | Release Assured & Design Pill | 12/22/92 | 1742102 |
| Leiner Health Services Corp. | Ripped Burner | 6/25/02 | 2586503 |
| Leiner Health Services Corp. | Select Formula | 5/25/93 | 1773363 |
| Leiner Health Services Corp. | Select One | 5/23/00 | 2352656 |
| Leiner Health Services Corp. | Senior's Choice | 12/11/84 | 1308596 |
| Leiner Health Services Corp. | Slimadrine | 12/23/03 | 2797156 |
| Leiner Health Services Corp. | Snip-E | 2/25/75 | 1005174 |
| Leiner Health Services Corp. | Spring Valley Bones & Joint Icon | 3/27/01 | 2439412 |
| Leiner Health Services Corp. | Spring Valley Energy & Metabolism Icon | 3/20/01 | 2437594 |
| Leiner Health Services Corp. | Spring Valley Heart & Circulation Icon | 3/20/01 | 2437593 |
| Leiner Health Services Corp. | Spring Valley Immune System Icon | 3/27/01 | 2439411 |
| Leiner Health Services Corp. | Spring Valley Specialty Supplement Icon | 3/20/01 | 2437592 |
| Leiner Health Services Corp. | Starch Away | 9/23/03 | 2768002 |

| OWNER | TRADEMARK | DATE REGISTERED | REG # |
|------------------------------|--|-----------------|---------|
| Leiner Health Services Corp. | Sugar-X | 5/22/01 | 2454033 |
| Leiner Health Services Corp. | Surpass | 1/1/02 | 2525406 |
| Leiner Health Services Corp. | Swirl Design of the Letter "B" (Cl 42) | 8/1/00 | 2372414 |
| Leiner Health Services Corp. | Thera Plus | 7/31/90 | 1608014 |
| Leiner Health Services Corp. | Today's Choice | 5/30/00 | 2354125 |
| Leiner Health Services Corp. | Top Source | 5/16/00 | 2350835 |
| Leiner Health Services Corp. | Total Source | 8/10/99 | 2269890 |
| Leiner Health Services Corp. | Tru-Nature & Design | 1/5/93 | 1745052 |
| Leiner Health Services Corp. | Ultimum | 11/2/99 | 2290421 |
| Leiner Health Services Corp. | Ultra Beauty Formula | 5/16/00 | 2350701 |
| Leiner Health Services Corp. | Vita-Fresh | 4/28/81 | 1152085 |
| Leiner Health Services Corp. | Vitmania (Class 35) | 5/19/98 | 2159555 |
| Leiner Health Services Corp. | Vitmania (Class 42) | 4/4/00 | 2338426 |
| Leiner Health Services Corp. | Vitmania (Class 5) | 4/4/00 | 2338425 |
| Leiner Health Services Corp. | Vitamin Cabinet | 6/24/03 | 2729893 |
| Leiner Health Services Corp. | Voice of Authority (Class 42) | 12/14/99 | 2300452 |
| Leiner Health Services Corp. | Voice of Authority (Class 42) | 3/14/00 | 2329585 |
| Leiner Health Services Corp. | Whole Source | 5/11/99 | 2244571 |
| Leiner Health Services Corp. | Winter Eeze | 2/27/01 | 2431503 |
| Leiner Health Services Corp. | Women's Cycle | 11/27/01 | 2513084 |
| Leiner Health Services Corp. | Your Life | 5/15/90 | 1596015 |
| Leiner Health Services Corp. | Your Life | 1/6/76 | 1029138 |
| Leiner Health Services Corp. | Your Life | 2/21/84 | 1267613 |
| Leiner Health Services Corp. | Your Life & Design | 7/29/86 | 1402829 |
| Leiner Health Services Corp. | Your Life (Class 42) | 7/29/97 | 2084936 |
| Leiner Health Services Corp. | Your Life Bones/Joint Icon | 1/14/03 | 2673505 |
| Leiner Health Services Corp. | Your Life Circulatory Icon | 1/14/03 | 2673504 |
| Leiner Health Services Corp. | Your Life Energy Icon | 8/26/03 | 2754717 |
| Leiner Health Services Corp. | Your Life Immune System Icon | 8/21/01 | 2478887 |
| Leiner Health Services Corp. | Your Life Memory/Nervous System Icon | 6/12/01 | 2458989 |
| Leiner Health Services Corp. | Your Life Multivitamin Icon | 6/12/01 | 2458986 |
| Leiner Health Services Corp. | Your Life Specialty Supplement Icon | 5/7/02 | 2567795 |
| Leiner Health Services Corp. | Your Life Sports Nutrition Icon | 3/18/03 | 2698037 |

Trademark Applications:

| OWNER | TRADEMARK NAME | APPLIED | FILE NUMBER |
|------------------------------|--------------------------------------|---------|-------------|
| Leiner Health Services Corp. | ARTISTIC REPRESENTATION OF DINOSAURS | 2/6/04 | 76/574336 |
| Leiner Health Services Corp. | BENEFLEX | 11/6/02 | 76/464720 |
| Leiner Health Services Corp. | CARDIO COMPLEX | 2/23/04 | 76/576732 |

| OWNER | TRADEMARK NAME | APPLIED | FILE NUMBER |
|------------------------------|--|----------|-------------|
| Leiner Health Services Corp. | CARDIO DEFENSE | 3/12/04 | 76/580672 |
| Leiner Health Services Corp. | COCOSAURUS | 2/19/04 | 76/576312 |
| Leiner Health Services Corp. | DYNOTHIN | 12/12/02 | 76/476368 |
| Leiner Health Services Corp. | DYNOTHIN RESULTS | 7/28/03 | 76/532514 |
| Leiner Health Services Corp. | ENTER I CAP | 2/26/04 | 76/577852 |
| Leiner Health Services Corp. | ESTRO VITAL NUTRIENTS | 3/12/04 | 76/580673 |
| Leiner Health Services Corp. | FOCUS SMART | 12/3/03 | 76/563079 |
| Leiner Health Services Corp. | GUMMOSAROUS | 11/18/02 | 76/471531 |
| Leiner Health Services Corp. | IMMUNOFORCE | 8/9/00 | 76/106892 |
| Leiner Health Services Corp. | NATURE'S FOCUS | 2/21/02 | 76/375801 |
| Leiner Health Services Corp. | NATURE'S ORIGIN* | 12/18/97 | 75/407763 |
| Leiner Health Services Corp. | NATURE'S ORIGIN & DESIGN | 11/8/00 | 76/162345 |
| Leiner Health Services Corp. | NATURE'S ORIGIN LIVING BETTER & DESIGN | 11/8/00 | 76/162344 |
| Leiner Health Services Corp. | NOPE | 2/11/04 | 76/575046 |
| Leiner Health Services Corp. | ODI | 1/20/04 | 76/570784 |
| Leiner Health Services Corp. | OMEGACARE | 2/6/04 | 76/574335 |
| Leiner Health Services Corp. | OPTIMAL DAILY INTAKE | 2/14/03 | 76/490165 |
| Leiner Health Services Corp. | OPTIMAL SOLUTIONS | 10/20/03 | 76/552734 |
| Leiner Health Services Corp. | PEAK VITALITY | 2/14/03 | 76/490164 |
| Leiner Health Services Corp. | PHARMACIST'S BEST | 6/27/02 | 76/428118 |
| Leiner Health Services Corp. | PHARMACIST'S BEST DESIGN | 8/26/02 | 76/444421 |
| Leiner Health Services Corp. | PREMIUM PERFORMANCE | 3/17/03 | 76/500572 |
| Leiner Health Services Corp. | QUAD OMEGA | 7/21/03 | 76/531040 |
| Leiner Health Services Corp. | REMEPRIN | 6/13/03 | 76/522482 |
| Leiner Health Services Corp. | SATISFAST | 11/18/02 | 76/471532 |
| Leiner Health Services Corp. | SENSIFULL | 11/17/03 | 76/559759 |
| Leiner Health Services Corp. | SLEEP-AID | 9/22/03 | 76/545658 |
| Leiner Health Services Corp. | TRIM LEAN | 4/28/03 | 76/515915 |
| Leiner Health Services Corp. | TRUNATURE | 12/22/03 | 76/566344 |
| Leiner Health Services Corp. | WAVE DESIGN (Pharmacist's Best) | 1/3/03 | 76/480215 |

Trademark Security Agreement

Trademark Security Agreement, dated as of May 27, 2004, by LEINER HEALTH SERVICES CORP., a Delaware corporation (the "Pledgor"), in favor of UBS AG, STAMFORD BRANCH, in its capacity as collateral agent pursuant to the Credit Agreement (in such capacity, the "Collateral Agent").

WITNESSETH:

WHEREAS, the Pledgor is a party to a Security Agreement of even date herewith (the "Security Agreement") in favor of the Collateral Agent pursuant to which the Pledgor is required to execute and deliver this Trademark Security Agreement;

NOW, THEREFORE, in consideration of the premises and to induce the Collateral Agent, for the benefit of the Secured Parties, to enter into Credit Agreement, the Pledgor hereby agrees with the Collateral Agent as follows:

SECTION 1. Defined Terms. Unless otherwise defined herein, terms defined in the Security Agreement and used herein have the meaning given to them in the Security Agreement.

SECTION 2. Grant of Security Interest in Trademark Collateral. The Pledgor hereby pledges and grants to the Collateral Agent for the benefit of the Secured Parties a lien on and security interest in and to all of its right, title and interest in, to and under all the following Pledged Collateral of the Pledgor:

- (a) Trademarks of the Pledgor listed on Schedule I attached hereto;
- (b) all Goodwill associated with such Trademarks; and
- (c) all Proceeds of any and all of the foregoing (other than Excluded Property).

SECTION 3. Security Agreement. The security interest granted pursuant to this Trademark Security Agreement is granted in conjunction with the security interest granted to the Collateral Agent pursuant to the Security Agreement and the Pledgor hereby acknowledges and affirms that the rights and remedies of the Trustee with respect to the security interest in the Trademarks made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein. In the event that any provision of this Trademark Security Agreement is deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall control unless the Collateral Agent shall otherwise determine.

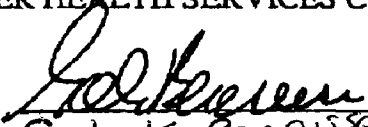
SECTION 4. Termination. Upon the full performance of the Obligations, the Collateral Agent shall execute, acknowledge, and deliver to the Pledgor an instrument in writing in recordable form releasing the collateral pledge, grant, assignment, lien and security interest in the Trademarks under this Trademark Security Agreement.

[signature page follows]

IN WITNESS WHEREOF, the Pledgor has caused this Trademark Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

LEINER HEALTH SERVICES CORP.

By:


Name: Gale K. Bensusen


Title:

President

Accepted and Agreed:

UBS AG, STAMFORD BRANCH, as
Collateral Agent

By: 
Name: _____
Title: Director
Banking Products
Services, US

By: 
Name: _____
Title: Joselin Fernandes
Associate Director
Banking Products
Services, US

SCHEDULE I
to
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| Leiner Health Services Corp. | Joint Motion Plus | 4/8/03 | 2703553 |
| Leiner Health Services Corp. | Leiner Health Products | 1/18/00 | 2309528 |
| Leiner Health Services Corp. | Leiner Health Products & Design | 5/6/97 | 2059591 |
| Leiner Health Services Corp. | L-Formula | 12/11/01 | 2517382 |
| Leiner Health Services Corp. | Libidex | 4/9/02 | 2559350 |
| Leiner Health Services Corp. | Lightweight | 1/8/85 | 1313046 |
| Leiner Health Services Corp. | Lubricare | 11/2/99 | 2290181 |
| Leiner Health Services Corp. | Lubricare | 4/19/94 | 1831007 |
| Leiner Health Services Corp. | Man's Choice | 4/1/86 | 1387982 |
| Leiner Health Services Corp. | Maximum Choice | 6/4/85 | 1338731 |
| Leiner Health Services Corp. | Maximum Men's | 3/12/02 | 2547172 |
| Leiner Health Services Corp. | Maximum Pak | 12/10/85 | 1374543 |
| Leiner Health Services Corp. | Maximum Women's | 3/12/02 | 2547173 |
| Leiner Health Services Corp. | Memory Support Complex | 12/8/98 | 2209568 |
| Leiner Health Services Corp. | Memory Supporter | 5/16/00 | 2349915 |
| Leiner Health Services Corp. | Mobilized Nutrition | 2/8/00 | 2316101 |
| Leiner Health Services Corp. | Mobilized Nutritionist | 1/16/01 | 2420695 |
| Leiner Health Services Corp. | Multi 2000 Mature | 6/26/01 | 2464386 |

| OWNER | TRADEMARK | DATE REGISTERED | REG # |
|------------------------------|---|------------------------|--------------|
| Leiner Health Services Corp. | National Brand Formula (NBF) | 2/19/85 | 1320310 |
| Leiner Health Services Corp. | Naturalized | 11/5/91 | 1663752 |
| Leiner Health Services Corp. | Nature's Origin (Class 42) | 3/26/02 | 2554085 |
| Leiner Health Services Corp. | Nature's Premium | 3/24/87 | 1433522 |
| Leiner Health Services Corp. | Nature's Promise | 10/15/02 | 2637266 |
| Leiner Health Services Corp. | Nature's Touch | 12/7/99 | 2298923 |
| Leiner Health Services Corp. | Nutra Choice | 11/21/00 | 2407259 |
| Leiner Health Services Corp. | Nutri-Blend | 10/1/02 | 2628684 |
| Leiner Health Services Corp. | Omnisource | 9/28/99 | 2281475 |
| Leiner Health Services Corp. | Optha-Care | 8/17/99 | 2270666 |
| Leiner Health Services Corp. | Osteo Joint | 9/19/00 | 2388490 |
| Leiner Health Services Corp. | Performance One | 8/1/00 | 2373846 |
| Leiner Health Services Corp. | Pharmacist Formula | 10/25/88 | 1509847 |
| Leiner Health Services Corp. | Pharmacist Formula | 4/24/90 | 1592720 |
| Leiner Health Services Corp. | Pharmacist Formula & Design | 3/10/92 | 1678249 |
| Leiner Health Services Corp. | Pharmacist Formula & Design | 4/6/93 | 1763596 |
| Leiner Health Services Corp. | Pharmacist Formula & Design | 4/6/93 | 1763597 |
| Leiner Health Services Corp. | Pharmacist Formula & Design | 4/13/93 | 1765207 |
| Leiner Health Services Corp. | Pharmacist Formula Logo | 5/9/89 | 1537889 |
| Leiner Health Services Corp. | Pharmacist Formula Logo | 7/17/90 | 1591651 |
| Leiner Health Services Corp. | Pharma Trust | 11/19/02 | 2652388 |
| Leiner Health Services Corp. | Phyto-Nutrients & Design | 6/25/02 | 2574781 |
| Leiner Health Services Corp. | Premium Source | 5/23/00 | 2352718 |
| Leiner Health Services Corp. | Pro Sculpt (Class 5) | 7/9/02 | 2592793 |
| Leiner Health Services Corp. | Pro Sculpt (Class 29) | 10/1/02 | 2627866 |
| Leiner Health Services Corp. | Protecta Vision | 3/23/04 | 2826192 |
| Leiner Health Services Corp. | Purity & Quality Guaranteed Design | 7/3/90 | 1604326 |
| Leiner Health Services Corp. | Rectangle w/ Oblique Oval Design | 7/15/97 | 2079530 |
| Leiner Health Services Corp. | Release Assured & Design | 7/13/93 | 1782015 |
| Leiner Health Services Corp. | Release Assured & Design Pill | 12/22/92 | 1742102 |
| Leiner Health Services Corp. | Ripped Burner | 6/25/02 | 2586503 |
| Leiner Health Services Corp. | Select Formula | 5/25/93 | 1773363 |
| Leiner Health Services Corp. | Select One | 5/23/00 | 2352656 |
| Leiner Health Services Corp. | Senior's Choice | 12/11/84 | 1308596 |
| Leiner Health Services Corp. | Slimadrine | 12/23/03 | 2797156 |
| Leiner Health Services Corp. | Snip-E | 2/25/75 | 1005174 |
| Leiner Health Services Corp. | Spring Valley Bones & Joint Icon | 3/27/01 | 2439412 |
| Leiner Health Services Corp. | Spring Valley Energy & Metabolism Icon | 3/20/01 | 2437594 |
| Leiner Health Services Corp. | Spring Valley Heart & Circulation Icon | 3/20/01 | 2437593 |
| Leiner Health Services Corp. | Spring Valley Immune System Icon | 3/27/01 | 2439411 |
| Leiner Health Services Corp. | Spring Valley Specialty Supplement Icon | 3/20/01 | 2437592 |
| Leiner Health Services Corp. | Starch Away | 9/23/03 | 2768002 |

| OWNER | TRADEMARK | DATE REGISTERED | REG # |
|------------------------------|--|------------------------|--------------|
| Leiner Health Services Corp. | Sugar-X | 5/22/01 | 2454033 |
| Leiner Health Services Corp. | Surpass | 1/1/02 | 2525406 |
| Leiner Health Services Corp. | Swirl Design of the Letter "B" (Cl 42) | 8/1/00 | 2372414 |
| Leiner Health Services Corp. | Thera Plus | 7/31/90 | 1608014 |
| Leiner Health Services Corp. | Today's Choice | 5/30/00 | 2354125 |
| Leiner Health Services Corp. | Top Source | 5/16/00 | 2350835 |
| Leiner Health Services Corp. | Total Source | 8/10/99 | 2269890 |
| Leiner Health Services Corp. | Tru-Nature & Design | 1/5/93 | 1745052 |
| Leiner Health Services Corp. | Ultimum | 11/2/99 | 2290421 |
| Leiner Health Services Corp. | Ultra Beauty Formula | 5/16/00 | 2350701 |
| Leiner Health Services Corp. | Vita-Fresh | 4/28/81 | 1152085 |
| Leiner Health Services Corp. | Vitamina (Class 35) | 5/19/98 | 2159555 |
| Leiner Health Services Corp. | Vitamina (Class 42) | 4/4/00 | 2338426 |
| Leiner Health Services Corp. | Vitamina (Class 5) | 4/4/00 | 2338425 |
| Leiner Health Services Corp. | Vitamin Cabinet | 6/24/03 | 2729893 |
| Leiner Health Services Corp. | Voice of Authority (Class 42) | 12/14/99 | 2300452 |
| Leiner Health Services Corp. | Voice of Authority (Class 42) | 3/14/00 | 2329585 |
| Leiner Health Services Corp. | Whole Source | 5/11/99 | 2244571 |
| Leiner Health Services Corp. | Winter Eeze | 2/27/01 | 2431503 |
| Leiner Health Services Corp. | Women's Cycle | 11/27/01 | 2513084 |
| Leiner Health Services Corp. | Your Life | 5/15/90 | 1596015 |
| Leiner Health Services Corp. | Your Life | 1/6/76 | 1029138 |
| Leiner Health Services Corp. | Your Life | 2/21/84 | 1267613 |
| Leiner Health Services Corp. | Your Life & Design | 7/29/86 | 1402829 |
| Leiner Health Services Corp. | Your Life (Class 42) | 7/29/97 | 2084936 |
| Leiner Health Services Corp. | Your Life Bones/Joint Icon | 1/14/03 | 2673505 |
| Leiner Health Services Corp. | Your Life Circulatory Icon | 1/14/03 | 2673504 |
| Leiner Health Services Corp. | Your Life Energy Icon | 8/26/03 | 2754717 |
| Leiner Health Services Corp. | Your Life Immune System Icon | 8/21/01 | 2478887 |
| Leiner Health Services Corp. | Your Life Memory/Nervous System Icon | 6/12/01 | 2458989 |
| Leiner Health Services Corp. | Your Life Multivitamin Icon | 6/12/01 | 2458986 |
| Leiner Health Services Corp. | Your Life Specialty Supplement Icon | 5/7/02 | 2567795 |
| Leiner Health Services Corp. | Your Life Sports Nutrition Icon | 3/18/03 | 2698037 |

Trademark Applications:

| OWNER | TRADEMARK NAME | APPLIED | FILE NUMBER |
|------------------------------|--------------------------------------|----------------|--------------------|
| Leiner Health Services Corp. | ARTISTIC REPRESENTATION OF DINOSAURS | 2/6/04 | 76/574336 |
| Leiner Health Services Corp. | BENEFLEX | 11/6/02 | 76/464720 |
| Leiner Health Services Corp. | CARDIO COMPLEX | 2/23/04 | 76/576732 |

| OWNER | TRADEMARK NAME | APPLIED | FILE NUMBER |
|------------------------------|--|----------|-------------|
| Leiner Health Services Corp. | CARDIO DEFENSE | 3/12/04 | 76/580672 |
| Leiner Health Services Corp. | COCOSAURUS | 2/19/04 | 76/576312 |
| Leiner Health Services Corp. | DYNOTHIN | 12/12/02 | 76/476368 |
| Leiner Health Services Corp. | DYNOTHIN RESULTS | 7/28/03 | 76/532514 |
| Leiner Health Services Corp. | ENTER I CAP | 2/26/04 | 76/577852 |
| Leiner Health Services Corp. | ESTRO VITAL NUTRIENTS | 3/12/04 | 76/580673 |
| Leiner Health Services Corp. | FOCUS SMART | 12/3/03 | 76/563079 |
| Leiner Health Services Corp. | GUMMOSAROUS | 11/18/02 | 76/471531 |
| Leiner Health Services Corp. | IMMUNOFORCE | 8/9/00 | 76/106892 |
| Leiner Health Services Corp. | NATURE'S FOCUS | 2/21/02 | 76/375801 |
| Leiner Health Services Corp. | NATURE'S ORIGIN* | 12/18/97 | 75/407763 |
| Leiner Health Services Corp. | NATURE'S ORIGIN & DESIGN | 11/8/00 | 76/162345 |
| Leiner Health Services Corp. | NATURE'S ORIGIN LIVING BETTER & DESIGN | 11/8/00 | 76/162344 |
| Leiner Health Services Corp. | NOPE | 2/11/04 | 76/575046 |
| Leiner Health Services Corp. | ODI | 1/20/04 | 76/570784 |
| Leiner Health Services Corp. | OMEGACARE | 2/6/04 | 76/574335 |
| Leiner Health Services Corp. | OPTIMAL DAILY INTAKE | 2/14/03 | 76/490165 |
| Leiner Health Services Corp. | OPTIMAL SOLUTIONS | 10/20/03 | 76/552734 |
| Leiner Health Services Corp. | PEAK VITALITY | 2/14/03 | 76/490164 |
| Leiner Health Services Corp. | PHARMACIST'S BEST | 6/27/02 | 76/428118 |
| Leiner Health Services Corp. | PHARMACIST'S BEST DESIGN | 8/26/02 | 76/444421 |
| Leiner Health Services Corp. | PREMIUM PERFORMANCE | 3/17/03 | 76/500572 |
| Leiner Health Services Corp. | QUAD OMEGA | 7/21/03 | 76/531040 |
| Leiner Health Services Corp. | REMEPRIN | 6/13/03 | 76/522482 |
| Leiner Health Services Corp. | SATISFAST | 11/18/02 | 76/471532 |
| Leiner Health Services Corp. | SENSIFULL | 11/17/03 | 76/559759 |
| Leiner Health Services Corp. | SLEEP-AID | 9/22/03 | 76/545658 |
| Leiner Health Services Corp. | TRIM LEAN | 4/28/03 | 76/515915 |
| Leiner Health Services Corp. | TRUNATURE | 12/22/03 | 76/566344 |
| Leiner Health Services Corp. | WAVE DESIGN (Pharmacist's Best) | 1/3/03 | 76/480215 |