

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Release of Security Interest previously recorded at Reel/Frame No. 2771/0259.

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Bank of America, N.A. (formerly Fleet National Bank)		05/11/2006	Collateral Agent:

**RECEIVING PARTY DATA**

<b>Name:</b>	Vitaquest International LLC
<b>Street Address:</b>	8 Henderson Drive
<b>City:</b>	West Caldwell
<b>State/Country:</b>	NEW JERSEY
<b>Postal Code:</b>	07006
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 138**

Property Type	Number	Word Mark
Serial Number:	78103194	3-G
Registration Number:	2090213	7-DAY CLEANSING DIET
Serial Number:	75660890	ACTIVATOR AM
Serial Number:	78131379	ADIPOTROL
Registration Number:	2456044	ADVANCED APPETITE SATISFYING WAFER
Registration Number:	2458741	ALOE ESSENCE
Serial Number:	78006964	AYURVITA
Registration Number:	2349923	BACK-EZE
Serial Number:	76120095	BIBLE POWER
Serial Number:	78121775	BIBLICAL FORMULATIONS
Serial Number:	78103209	BLUE RELIEF
Registration Number:	2476063	BLUEPRINT BOTANICALS
Registration Number:	2119404	CADEAUX A DISTINCTIVE GIFT SERVICE

CH \$3465.00 78103194

Serial Number:	76217261	CAL-BLOC
Serial Number:	78121780	CARB-FREE
Serial Number:	78121784	CARB-LESS
Serial Number:	76025207	CARBOGIZER
Serial Number:	76025208	CARBO-SHIELD
Serial Number:	76025204	CARBO-SORB
Registration Number:	2304534	CARDIO COCKTAIL
Registration Number:	2303819	CARDIO COMPANION
Serial Number:	78103197	CARDIOSELTZER
Serial Number:	78041803	CELEBRITY SLIM
Registration Number:	1647835	CELLUSLIM
Registration Number:	2332130	CELLUSLIM
Registration Number:	2237956	CHANGES
Registration Number:	2456081	CHOLACTIVE
Registration Number:	2090048	CHROMERELEASE
Registration Number:	2005295	CITRI-LIFE
Registration Number:	1289772	COUNTRY FARMS
Registration Number:	2502567	CRAVE BLOCKER
Registration Number:	2568146	CREABOLIC FIZZ
Registration Number:	2277568	CREATINE PUMP
Registration Number:	1789093	CYBERBLAST
Registration Number:	1409162	CYBERGENICS
Registration Number:	2546801	CYBERGENICS FOR HARD GAINERS
Registration Number:	1869194	CYBERGENICS QUICK TRIM
Registration Number:	1831038	CYBERGENICS SUPER FAT-LOSS
Registration Number:	2203084	CYBERPLEX
Registration Number:	2451747	CYBERSYSTEM 7
Registration Number:	1789094	CYBERTRIM
Registration Number:	2209583	CYBERXTREME
Registration Number:	1908085	CYTOGUARD
Serial Number:	78131378	DARE TO LOSE
Registration Number:	1844044	DERMA-PURE
Registration Number:	1132551	
Registration Number:	2346877	DIET SLIM
Registration Number:	2048355	DIETWORKS

Registration Number:	2448197	DRIVE ALERT
Serial Number:	78087808	ELEVAN
Registration Number:	2457817	ENERGIZE YOUR BRAIN
Registration Number:	2114261	ESSENTIAL GREENS
Registration Number:	2364082	ESSENTIAL K PLUS
Registration Number:	0735918	FOODS PLUS
Registration Number:	2146851	FOR MEN ONLY
Registration Number:	2126430	FOR WOMEN ONLY
Registration Number:	1681685	FOR WOMEN ONLY
Registration Number:	2211770	GASTROPLEX
Serial Number:	78092960	G-FORCE
Registration Number:	2449655	GINKGO FORCE
Serial Number:	75927969	GLUCO SELTZER
Registration Number:	2498908	GLUCOFLEX
Serial Number:	76243900	HEALTHY MALE
Serial Number:	78200287	HEART DEFENSE
Serial Number:	78055654	HERBAFLU
Registration Number:	2298621	HERBAGESIC
Registration Number:	2506711	HERBSCIENCE
Registration Number:	1482129	HIDDEN STRENGTH
Registration Number:	2305206	HI-ENER-G
Serial Number:	76162270	HOLLYWOOD SLIM
Registration Number:	1833619	INFINITI
Registration Number:	2007162	INSIDE SECRET
Registration Number:	1654161	IRON BODIES
Registration Number:	2197661	IRON CUTS
Registration Number:	2290090	KAVA SUPREME
Registration Number:	2168112	L.D. COMPLETE
Serial Number:	76025209	LIFE SHAKE
Registration Number:	2070367	LIP "E"
Registration Number:	2456045	LIPO PM
Registration Number:	2169656	LIPOSTAT
Registration Number:	2297025	MEGALEAN
Registration Number:	2112341	MENOCOM
Registration Number:	2251848	MENOPRIM

Serial Number:	76025206	MENOSOY
Serial Number:	75669006	METABO-MAX
Serial Number:	78131375	NA VITA LIFE
Serial Number:	78103205	NATURAL FORMULAS FOR HEALTHY LIVING
Serial Number:	78113962	NATURAL SOLUTIONS
Registration Number:	2211769	NEUROMAX
Registration Number:	2073034	NO OFFENSE
Registration Number:	1690704	NUTRA BETIC
Serial Number:	75669048	NUTRAVEIN
Registration Number:	2046318	NUTRIDERM
Registration Number:	2215328	NUTRIGESIC
Registration Number:	2269542	NUTRITENSIVE
Registration Number:	2210617	NUTRITIONWORKS
Serial Number:	78055537	O-CREME
Serial Number:	78039339	OMEGA SLIM
Serial Number:	76093870	OSTEO-FIZZ
Serial Number:	78149363	OSTEOSELTZER
Serial Number:	78131376	PATENT SLIM
Registration Number:	2347614	PERFECTING THE SCIENCE OF NATURE
Serial Number:	76093869	PHARMACIST'S SELECT
Registration Number:	1329862	PRAIRIE WAGON
Registration Number:	1931320	PRECISION POWER
Serial Number:	78103210	PREVENTACOL
Registration Number:	2337888	PROBIOLIN
Serial Number:	78103200	PRO-DIGEST
Registration Number:	2337614	QUICK TRIM
Registration Number:	1820953	QUICK TRIM
Registration Number:	2011050	QUICKBUILD
Registration Number:	2077582	REJUVICARE
Registration Number:	2215327	RESPIRON
Serial Number:	75582517	SALUD VITAL
Registration Number:	1982572	SUPER JUICE
Registration Number:	2606930	SUPER WEIGHT LOSS
Serial Number:	75927968	SYNDROME T
Serial Number:	78200202	TAEFIT

Registration Number:	2478424	THERMO PURE
Serial Number:	78110458	THERMO-CARB
Serial Number:	78133303	THERMOGEL
Serial Number:	78030948	THERMOMAX
Serial Number:	76224671	THERMO-STACK
Serial Number:	75552465	TRANQUIL DAY
Serial Number:	75648203	VISIBILITY
Registration Number:	1652728	VITA BETIC
Registration Number:	2080501	VITA VIDA
Registration Number:	2470143	VITAQUEST
Registration Number:	2398199	VITAQUEST INTERNATIONAL INC.
Registration Number:	2657941	VITAQUEST INTERNATIONAL INC.
Registration Number:	1786455	VORTEX
Registration Number:	0977138	WINDMILL
Registration Number:	1368559	WINDMILL
Registration Number:	2485733	WINDMILL HEALTH PRODUCTS
Registration Number:	2585645	XTRA LITE
Serial Number:	76120096	ZENETROL
Registration Number:	2046790	ZERO FAT
Serial Number:	78131374	ZYFLEX

**CORRESPONDENCE DATA**

Fax Number: (212)884-8464  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 2128356164  
Email: nytrademarks@dlapiper.com  
Correspondent Name: DLA Piper Rudnick Gray Cary US LLC  
Address Line 1: 1251 Avenue of the Americas  
Address Line 2: Attn: Monica P. McCabe  
Address Line 4: New York, NEW YORK 10020

ATTORNEY DOCKET NUMBER:	359301-2 (FLEET RELEASE)
NAME OF SUBMITTER:	Monica P. McCabe
Signature:	/monica mccabe/
Date:	05/12/2006

Total Attachments: 16

**TRADEMARK**  
**REEL: 003307 FRAME: 0976**

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## RELEASE OF SECURITY INTEREST

This RELEASE OF SECURITY INTEREST (this "Agreement"), dated as of May 11, 2006, is entered into by and between VITAQUEST INTERNATIONAL LLC, a Delaware limited liability company (the "Debtor") and BANK OF AMERICA, N.A. (formally Fleet National Bank), as Collateral Agent (the "Collateral Agent").

### RECITALS

A. **Whereas:** The Debtor and the Collateral Agent executed a Trademark Security Agreement dated April 29, 2003 and recorded it with the U.S. Patent and Trademark Office on May 15, 2003 as Reel/Frame 2771/0259 (the "Security Agreement").

B. **Whereas:** the Collateral Agent has agreed to execute and deliver this Agreement in order to confirm the release of the lien upon the trademark collateral granted pursuant to the Security Agreement.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the Collateral Agent agrees, for the benefit of the Debtor, as follows:

SECTION I. Release of Security Interest. For good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Collateral Agent does hereby release the Debtor from the lien upon all of the following property (the "Trademark Collateral"), whether now owned or hereafter acquired or existing:

- (a) all United States trademarks and service marks of the Debtor, all registrations and recordings thereof, and all applications in connection therewith (collectively, the "Trademarks"), including, without limitation, the Trademarks listed in Schedule I attached hereto;
- (b) all licenses of Trademarks to or by the Debtor;
- (c) all renewals of any of the items described in clauses (a) and (b);
- (d) all of the goodwill of the business connected with the use of, and symbolized by the items described in, clauses (a), (b) and (c); and
- (e) all proceeds of, and rights associated with, the foregoing, including any claim by the Debtor against third parties for past, present, or future infringement, unfair competition or dilution of any Trademark, Trademark registration, or Trademark license, including any Trademark, Trademark registration, or Trademark license referred to in Schedule I, or for any injury to the goodwill associated with the use of any such Trademark or for breach or enforcement of any Trademark license.

SECTION II. U.S. Patent and Trademark Office. This Agreement has been executed and delivered by the Collateral Agent for the purpose of registering the release of the security interest of the Debtor in the Trademark Collateral with the United States Patent and Trademark Office.


SECTION III. Counterparts. This Agreement may be executed by the parties hereto in counterparts, each of which shall be deemed to be an original and all of which shall constitute together but one and the same agreement.

*[Signature page to follow]*



IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed and delivered by their respective officers thereunto duly authorized as of the day and year first above written.

VITAQUEST INTERNATIONAL  
LLC, as Debtor

By:   
Name: Keith Frankel  
Title: Chief Executive Officer

BANK OF AMERICA, N.A., as  
Collateral Agent

By: \_\_\_\_\_  
Name: Mollie S. Canup  
Title: Vice President

STATE OF New York )

COUNTY OF New York )

On May 11, 2006, before me, the undersigned, a Notary Public in and for the State of New York, personally appeared Keith Frankel known to me or proved to me on the basis of satisfactory evidence to be Chief Executive Officer of VITAQUEST INTERNATIONAL LLC, the company that executed the within instrument, and further acknowledged to me that such company executed the within instrument pursuant to the agreements governing such company.

  
NOTARY PUBLIC

XAVIER M. JONES  
NOTARY PUBLIC STATE OF NEW YORK  
No. 60-5001527  
Qualified in Westchester County  
Certificate Filed in NY County  
Commission Expires Sept. 8, 2006

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed and delivered by their respective officers thereunto duly authorized as of the day and year first above written.

VITAQUEST INTERNATIONAL  
LLC, as Debtor

By: \_\_\_\_\_  
Name: Keith Frankel  
Title: Vice President

BANK OF AMERICA, N.A., (formally  
Fleet National Bank) ( as Collateral  
Agent

By: Mollie S. Canup  
Name: Mollie S. Canup  
Title: Vice President

STATE OF \_\_\_\_\_ )

COUNTY OF \_\_\_\_\_ )

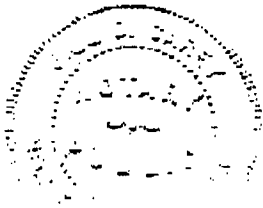
On \_\_\_\_\_, 2006, before me, the undersigned, a Notary Public in and for the State of \_\_\_\_\_, personally appeared \_\_\_\_\_ known to me or proved to me on the basis of satisfactory evidence to be \_\_\_\_\_ of VITAQUEST INTERNATIONAL LLC, the company that executed the within instrument, and further acknowledged to me that such company executed the within instrument pursuant to the agreements governing such company.

\_\_\_\_\_  
NOTARY PUBLIC

STATE OF NORTH CAROLINA)

COUNTY OF MECKLENBURG )

On May 12, 2006, before me, the undersigned, a Notary Public in and for the State of North Carolina, personally appeared Mollie S. Canup known to me or proved to me on the basis of satisfactory evidence to be Vice President of BANK OF AMERICA, N.A., the company that executed the within instrument, and further acknowledged to me that such company executed the within instrument pursuant to the agreements governing such company.



*Jill D. Canup*  
NOTARY PUBLIC

*Jill D. Canup*

My Commission Expires June 18, 2007

## SCHEDULE I

### U.S. Trademarks Released from Security Interest

Debtor: Vitaquest International Inc.  
Collateral Agent: Fleet National Bank  
Reel Frame 2771/0259

Trademark	Serial/Registration No.
3-G	78/103194
7-DAY CLEANSING DIET	2090213
ACTIVATOR AM	75/660890
ADIPOTROL	78/131379
ADVANCED APPETITE SATISFYING WAFER	2456044
ALOE ESSENCE	2458741
AYURVITA	78/006964
BACK-EZE	2349923
BIBLE POWER	76/120095
BIBLICAL FORMULATIONS	78/121775
BLUE RELIEF	78/103209
BLUEPRINT BOTANICALS	2476063
CADEAUX A DISTINCTIVE GIFT SERVICE	2119404
CAL-BLOC	76/217261
CARB-FREE	78/121780
CARB-LESS	78/121784
CARBOGIZER	76/025207
CARBO-SHIELD	76/025208
CARBO-SORB	76/025204
CARDIO COCKTAIL	2304534
CARDIO COMPANION	2303819
CARDIOSELTZER	78/103197
CELEBRITY SLIM	78/041803
CELLUSLIM	1647835
CELLUSLIM	2332130
CHANGES	2237956
CHOLACTIVE	2456081
CHROMERELEASE	2090048
CITRI-LIFE	2005295
COUNTRY FARMS	1289772
CRAVE BLOCKER	2502567
CREABOLIC FIZZ	2568146
CREATINE PUMP	2277568
CYBERBLAST	1789093
CYBERGENICS	1409162

CYBERGENICS FOR HARD GAINERS	2546801
CYBERGENICS QUICK TRIM	1869194
<b>CYBERGENICS SUPER FAT-LOSS</b>	<b>1831038</b>
<b>CYBERPLEX</b>	<b>2203084</b>
CYBERSYSTEM 7	2451747
CYBERTRIM	1789094
CYBERXTREME	2209583
CYTOGUARD	1908085
<b>DARE TO LOSE</b>	<b>78/131378</b>
<b>DERMA-PURE</b>	<b>1844044</b>
<i>Design Only</i>	1132551
DIET SLIM	2346877
DIETWORKS	2048355
DRIVE ALERT	2448197
<b>ELEVAN</b>	<b>78/087808</b>
ENERGIZE YOUR BRAIN	2457817
<b>ESSENTIAL GREENS</b>	<b>2114261</b>
ESSENTIAL K PLUS	2364082
FOODS PLUS	0735918
FOR MEN ONLY	2146851
FOR WOMEN ONLY	2126430
FOR WOMEN ONLY	1681685
<b>GASTROPLEX</b>	<b>2211770</b>
<b>G-FORCE</b>	<b>78/092960</b>
GINKGO FORCE	2449655
<b>GLUCO SELTZER</b>	<b>75/927969</b>
GLUCOFLEX	2498908
<b>HEALTHY MALE</b>	<b>76/243900</b>
<b>HEART DEFENSE</b>	<b>78/200287</b>
<b>HERBAFLU</b>	<b>78/055654</b>
HERBAGESIC	2298621
HERBSCIENCE	2506711
HIDDEN STRENGTH	1482129
HI-ENER-G	2305206
<b>HOLLYWOOD SLIM</b>	<b>76/162270</b>
<b>INFINITI</b>	<b>1833619</b>
INSIDE SECRET	2007162
IRON BODIES	1654161
<b>IRON CUTS</b>	<b>2197661</b>
KAVA SUPREME	2290090
L.D. COMPLETE	2168112
<b>LIFE SHAKE</b>	<b>76/025209</b>
<b>LIP "E"</b>	<b>2070367</b>
LIPO PM	2456045
LIPOSTAT	2169656

MEGALEAN	2297025
MENOCOM	2112341
MENOPRIM	2251848
<b>MENOSOY</b>	<b>76/025206</b>
<b>METABO-MAX</b>	<b>75/669006</b>
NA VITA LIFE	78/131375
NATURAL FORMULAS FOR HEALTHY LIVING	78/103205
NATURAL SOLUTIONS	78/113962
NEUROMAX	2211769
NO OFFENSE	2073034
NUTRA BETIC	1690704
NUTRAVEIN	75/669048
NUTRIDERM	2046318
NUTRIGESIC	2215328
NUTRITENSIVE	2269542
NUTRITIONWORKS	2210617
<b>O-CRÈME</b>	<b>78/055537</b>
<b>OMEGA SLIM</b>	<b>78/039339</b>
<b>OSTEO-FIZZ</b>	<b>76/093870</b>
<b>OSTEOSELTZER</b>	<b>78/149363</b>
<b>PATENT SLIM</b>	<b>78/131376</b>
PERFECTING THE SCIENCE OF NATURE	2347614
<b>PHARMACIST'S SELECT</b>	<b>76/093869</b>
<b>PRAIRIE WAGON</b>	<b>1329862</b>
PRECISION POWER	1931320
<b>PREVENTACOL</b>	<b>78/103210</b>
PROBIOLIN	2337888
<b>PRO-DIGEST</b>	<b>78/103200</b>
QUICK TRIM	2337614
QUICK TRIM	1820953
<b>QUICKBUILD</b>	<b>2011050</b>
<b>REJUVICARE</b>	<b>2077582</b>
<b>RESPIRON</b>	<b>2215327</b>
<b>SALUD VITAL</b>	<b>75/582517</b>
SUPER JUICE	1982572
SUPER WEIGHT LOSS	2606930
<b>SYNDROME T</b>	<b>75/927968</b>
<b>TAEFIT</b>	<b>78/200202</b>
THERMO PURE	2478424
<b>THERMO-CARB</b>	<b>78/110458</b>
<b>THERMOGEL</b>	<b>78/133303</b>
<b>THERMOMAX</b>	<b>78/030948</b>
THERMO-STACK	76/224671
<b>TRANQUIL DAY</b>	<b>75/552465</b>
VISIBILITY	75/648203

VITA BETIC	1652728
VITA VIDA	2080501
VITAQUEST	2470143
VITAQUEST INTERNATIONAL INC.	2398199
VITAQUEST INTERNATIONAL INC.	2657941
VORTEX	1786455
WINDMILL	0977138
WINDMILL	1368559
WINDMILL HEALTH PRODUCTS	2485733
XTRA LITE	2585645
<b>ZENETROL</b>	<b>76/120096</b>
ZERO FAT	2046790
<b>ZYFLEX</b>	<b>78/131374</b>

**Debtor: Vitaquest International LLC**  
**Collateral Agent: Bank of America, N.A.**  
**Reel Frame 3142/0172 (First Lien)**

**Trademark**

**Serial/Registration No.**

<b>3-G</b>	<b>78/103194</b>
7-DAY CLEANSING DIET	76/602970
ADVANCED APPETITE SATISFYING WAFER	2456044
ALOE ESSENCE	2458741
<b>AMAZON CAFÉ</b>	<b>78/160899</b>
APHRODITE 136	78/398075
<b>ASTD COMPETENCY MODEL</b>	<b>78/550173</b>
BACK-EZE	2349923
<b>BIBLE POWER</b>	<b>76/120095</b>
<b>BIBLICAL FORMULATIONS</b>	<b>78/121775</b>
<b>BIBLICAL HEALTH TONIC</b>	<b>78/428119</b>
<b>BLUE RELIEF</b>	<b>78/295683</b>
BLUEPRINT BOTANICALS	2476063
BOW TIE PARTNERS	3065286
CARB COMPANION	78/321537
<b>CARB-CONTROL</b>	<b>78/354907</b>
CARBO-BLOCK	2889442
CARDIO COCKTAIL	2304534
CARDIO COMPANION	2303819
<b>CARDIO COQ10</b>	<b>78/397999</b>
<b>CARDIOSELTZER</b>	<b>78/103197</b>
<b>CELEBRITY SLIM</b>	<b>78/041803</b>
CELLUSLIM	1647835

CELLUSLIM	2332130
<b>CERECAL</b>	<b>78/250702</b>
CHANGES	2237956
CHOLACTIVE	2456081
CHROMERELEASE	2090048
CIDER TRIM	2991197
CITRI-LIFE	2005295
COLD AVERT	78/536588
"CORAL FACTOR"	78/397992
CORAL RELIEF	78/185678
<b>CORAL SECRET</b>	<b>78/193213</b>
CORTIFIT	78/397725
COUNTRY FARMS	1289772
CRAVE BLOCKER	2502567
<b>CRAVE CONTROL</b>	<b>78/295685</b>
CREABOLIC FIZZ	2568146
C-REACTIVE	78/397918
<b>CREATINE PUMP</b>	<b>2277568</b>
<b>CYBERBLAST</b>	<b>1789093</b>
CYBERGENICS	1409162
CYBERGENICS FOR HARD GAINERS	2546801
CYBERGENICS QUICK TRIM	1869194
<b>CYBERPLEX</b>	<b>2203084</b>
CYBERSYSTEM 7	2451747
CYBERTRIM	1789094
CYBERXTREME	2209583
CYTOGUARD	1908085
DIET SLIM	2346877
<b>DIETER'S COMPLETE</b>	<b>78/442235</b>
DIETWORKS	2048355
DRIVE ALERT	2448197
ENERGIZE YOUR BRAIN	2457817
ESSENTIAL GREENS	76/602916
ESSENTIAL K PLUS	2364082
ESTROBOLICS 247	78/514286
FIBERLEAN	78/264557
FIREFLY	76/296655
FOR MEN ONLY	2146851
FOR WOMEN ONLY	2126430
GARDEN GREENS	78/487016
GARLIC SUPREME	2922324
<b>GASTROPLEX</b>	<b>2211770</b>
<b>GEROTROPIN</b>	<b>78/398040</b>
GINKGO FORCE	2449655
<b>GLACIAL SPRING</b>	<b>78/501178</b>



GLUCOFLEX	2498908
<b>GLUCO-SELTZER</b>	<b>78/428162</b>
HAIR FARE	2922358
<b>HEALTHY MALE</b>	<b>78/428115</b>
<b>HERBAFLU</b>	<b>78/055654</b>
HERBAGESIC	2298621
HERBSCIENCE	2506711
<b>HI-ENER-B</b>	<b>78/546128</b>
HI-ENER-G	2305206
<b>IRON CUTS</b>	<b>2197661</b>
KAVA SUPREME	2290090
KILLSHOT	78/305022
L.D. COMPLETE	2168112
LIP "E"	3037390
LIPO PM	2456045
LIPOSTAT	2169656
MEGALEAN	2297025
MENOCOM	2112341
MENOPRIM	2251848
MENOSOY	78/248551
MILLTRIUM SENIOR	2999769
MULTI-ACTIVE FOR WOMEN	78/472004
<b>MULTI-GREENS</b>	<b>78/505897</b>
MULTI-LEAN	78/353756
<b>MULTI-MATURE FOR MEN</b>	<b>78/471927</b>
<b>MULTI-MATURE FOR WOMEN</b>	<b>78/471943</b>
<b>NATURAL FORMULAS FOR HEALTHY LIVING</b>	<b>78/103205</b>
<b>NATURAL SOLUTIONS</b>	<b>78/113962</b>
NATURE'S APHRODISIAC FOR WOMEN WITH GOAT WEED	2991215
<b>NEUROMAX</b>	<b>2211769</b>
NITRIC PUMP	78/312681
<b>NUTRIGESIC</b>	<b>2215328</b>
NUTRITENSIVE	2269542
<b>NUTRITIONWORKS</b>	<b>2210617</b>
O2 QUENCHER	78/535327
O2ASIS	78/552903
<b>O-CREME</b>	<b>78/055537</b>
<b>OMEGA LEAN</b>	<b>78/371117</b>
<b>OMEGA PURE</b>	<b>78/550267</b>
<b>OMEGA SLIM</b>	<b>78/039339</b>
<b>OMEGA TRIM</b>	<b>78/371132</b>
<b>OSTEO-FIZZ</b>	<b>76/093870</b>
<b>OSTEOSELTZER</b>	<b>78/295676</b>
OXY-QUENCHER	78/534744

PERFECTING THE SCIENCE OF NATURE	2347614
<b>PREVENTACOL</b>	<b>78/103210</b>
PROBIOLIN	2337888
<b>PRO-DIGEST</b>	<b>78/103200</b>
<b>PSOREPLEX</b>	<b>78/428106</b>
QUICK TRIM	2337614
<b>RESPIRON</b>	<b>2215327</b>
<b>SLIM RIGHT</b>	<b>78/434810</b>
SMOKER'S SOLUTION	78/397946
SPIRUGREENS	78/457134
SUPER WEIGHT LOSS	2606930
<b>SYNDROME T</b>	<b>75/927968</b>
THERA-MILL	2991214
THERMO PURE	2478424
<b>THERMO-CARB</b>	<b>78/110458</b>
<b>THERMOGEL</b>	<b>78/133303</b>
THERMO-STACK	76/224671
VEGEFLEX	78/415677
VITA-PURE	78/501818
VITAQUEST	2470143
VITAQUEST INTERNATIONAL INC.	2398199
VITAQUEST INTERNATIONAL INC.	2657941
VIT-IMMUNE	2922357
WINDMILL HEALTH PRODUCTS	2485733
XTRA LITE	2585645
XTRA TRIM EPHEDRA-FREE	2991196
YOUTH FACTOR	78/539202
YOUTH FACTORS	78/534342
<b>ZYFLEX</b>	<b>78/131374</b>

**Debtor: Vitaquest International LLC**  
**Collateral Agent: Bank of America, N.A.**  
**Reel Frame 3142/0048 (Second Lien)**

<b>Trademark</b>	<b>Serial/Registration No.</b>
<b>3-G</b>	<b>78/103194</b>
7-DAY CLEANSING DIET	76/602970
<b>7-DAY CLEANSING DIET</b>	<b>2090213</b>
ADVANCED APPETITE SATISFYING WAFER	2456044
ALOE ESSENCE	2458741
APHRODITE 136	78/398075
<b>ASTD COMPETENCY MODEL</b>	<b>78/550173</b>

BACK-EZE	2349923
<b>BIBLE POWER</b>	<b>76/120095</b>
<b>BIBLICAL FORMULATIONS</b>	<b>78/121775</b>
<b>BIBLICAL HEALTH TONIC</b>	<b>78/428119</b>
<b>BLUE RELIEF</b>	<b>78/295683</b>
BLUEPRINT BOTANICALS	2476063
CARB COMPANION	78/321537
<b>CARB-CONTROL</b>	<b>78/354907</b>
CARBO-BLOCK	2889442
CARDIO COCKTAIL	2304534
CARDIO COMPANION	2303819
<b>CARDIO COQ10</b>	<b>78/397999</b>
<b>CARDIOSELTZER</b>	<b>78/103197</b>
<b>CELEBRITY SLIM</b>	<b>78/041803</b>
CELLUSLIM	1647835
CELLUSLIM	2332130
<b>CERECAL</b>	<b>78/250702</b>
CHANGES	2237956
CHOLACTIVE	2456081
CHROMERELEASE	2090048
CIDER TRIM	2991197
CITRI-LIFE	2005295
COLD AVERT	78/536588
"CORAL FACTOR"	78/397992
CORAL RELIEF	78/185678
<b>CORAL SECRET</b>	<b>78/193213</b>
CORTIFIT	78/397725
COUNTRY FARMS	1289772
CRAVE BLOCKER	2502567
<b>CRAVE CONTROL</b>	<b>78/295685</b>
CREABOLIC FIZZ	2568146
C-REACTIVE	78/397918
<b>CREATINE PUMP</b>	<b>2277568</b>
<b>CYBERBLAST</b>	<b>1789093</b>
CYBERGENICS	1409162
CYBERGENICS FOR HARD GAINERS	2546801
CYBERGENICS QUICK TRIM	1869194
<b>CYBERGENICS SUPER FAT-LOSS</b>	<b>1831038</b>
<b>CYBERPLEX</b>	<b>2203084</b>
CYBERSYSTEM 7	2451747
CYBERTRIM	1789094
CYBERXTREME	2209583
CYTOGUARD	1908085
<b>DERMA-PURE</b>	<b>1844044</b>
<i>Design Only</i>	1132551

DIET SLIM	2346877
<b>DIETER'S COMPLETE</b>	<b>78/442235</b>
DIETWORKS	2048355
DRIVE ALERT	2448197
<b>EDEN BIBLICAL BOTANICAL BLEND</b>	<b>78/360899</b>
ENERGIZE YOUR BRAIN	2457817
ESSENTIAL GREENS	76/602916
ESSENTIAL K PLUS	2364082
ESTROBOLICS 247	78/514286
FIBERLEAN	78/264557
FIREFLY	76/296655
FOODS PLUS	0735918
FOR MEN ONLY	2146851
FOR WOMEN ONLY	2126430
FOR WOMEN ONLY	1681685
GARDEN GREENS	78/487016
GARLIC SUPREME	2922324
<b>GASTROPLEX</b>	<b>2211770</b>
<b>GEROTROPIN</b>	<b>78/398040</b>
GINKGO FORCE	2449655
<b>GLACIAL SPRING</b>	<b>78/501178</b>
GLUCOFLEX	2498908
<b>GLUCO-SELTZER</b>	<b>78/428162</b>
HAIR FARE	2922358
<b>HEALTHY MALE</b>	<b>78/428115</b>
<b>HERBAFLU</b>	<b>78/055654</b>
HERBAGESIC	2298621
HERBSCIENCE	2506711
HIDDEN STRENGTH	1482129
<b>HI-ENER-B</b>	<b>78/546128</b>
HI-ENER-G	2305206
<b>INFINITI</b>	<b>1833619</b>
INSIDE SECRET	2007162
IRON BODIES	1654161
<b>IRON CUTS</b>	<b>2197661</b>
KAVA SUPREME	2290090
KIDZ	0615148
KILLSHOT	78/305022
L.D. COMPLETE	2168112
LIP "E"	3037390
LIPO PM	2456045
LIPOSTAT	2169656
MEGALEAN	2297025
MENOCOM	2112341
MENOPRIM	2251848

MENOSOY	78/248551
MILLTRIUM SENIOR	2999769
MULTI-ACTIVE FOR MEN	78/471978
MULTI-ACTIVE FOR WOMEN	78/472004
<b>MULTI-GREENS</b>	<b>78/505897</b>
MULTI-LEAN	78/353756
<b>MULTI-MATURE FOR MEN</b>	<b>78/471927</b>
<b>MULTI-MATURE FOR WOMEN</b>	<b>78/471943</b>
<b>NATURAL FORMULAS FOR HEALTHY LIVING</b>	<b>78/103205</b>
<b>NATURAL SOLUTIONS</b>	<b>78/113962</b>
NATURE'S APHRODISIAC FOR WOMEN WITH GOAT WEED	2991215
<b>NEUROMAX</b>	<b>2211769</b>
NITRIC PUMP	78/312681
NITROX	2863009
NUTRA BETIC	1690704
NUTRIDERM	2046318
<b>NUTRIGESIC</b>	<b>2215328</b>
NUTRITENSIVE	2269542
NUTRITIONARY	2451498
<b>NUTRITIONWORKS</b>	<b>2210617</b>
O2 QUENCHER	78/535327
O2ASIS	78/552903
<b>O-CREME</b>	<b>78/055537</b>
<b>OMEGA LEAN</b>	<b>78/371117</b>
<b>OMEGA PURE</b>	<b>78/550267</b>
<b>OMEGA SLIM</b>	<b>78/039339</b>
<b>OMEGA TRIM</b>	<b>78/371132</b>
OPTIPLEX +75	1220527
<b>OSTEO-FIZZ</b>	<b>76/093870</b>
<b>OSTEOSELTZER</b>	<b>78/295676</b>
OXY-QUENCHER	78/534744
PERFECTING THE SCIENCE OF NATURE	2347614
POLY-ZYME	2976695
<b>PRAIRIE WAGON</b>	<b>1329862</b>
PRECISION POWER	1931320
<b>PREVENTACOL</b>	<b>78/103210</b>
PROBIOLIN	2337888
<b>PRO-DIGEST</b>	<b>78/103200</b>
<b>PSOREPLEX</b>	<b>78/428106</b>
QUICK TRIM	2337614
QUICK TRIM	1820953
<b>RESPIRON</b>	<b>2215327</b>
<b>SEVIGNE</b>	<b>76/122700</b>
<b>SLIM RIGHT</b>	<b>78/434810</b>

SMOKER'S SOLUTION	78/397946
SPIRUGREENS	78/457134
SUPER JUICE	1982572
SUPER WEIGHT LOSS	2606930
<b>SYNDROME T</b>	<b>75/927968</b>
THERA-MILL	2991214
THERMO PURE	2478424
THERMOBOLICS	2391143
<b>THERMO-CARB</b>	<b>78/110458</b>
<b>THERMOGEL</b>	<b>78/133303</b>
THERMO-STACK	76/224671
<b>Trademark</b>	<b>Serial/Registration No.</b>
VEGEFLEX	78/415677
VITA BETIC	1652728
VITA VIDA	2080501
VITA-PURE	78/501818
VITAQUEST	2470143
VITAQUEST INTERNATIONAL INC.	2398199
VITAQUEST INTERNATIONAL INC.	2657941
VIT-IMMUNE	2922357
VORTEX	1786455
WINDMILL	0977138
WINDMILL	1368559
WINDMILL HEALTH PRODUCTS	2485733
XTRA LITE	2585645
XTRA TRIM EPHEDRA-FREE	2991196
YOUTH FACTOR	78/539202
YOUTH FACTORS	78/534342
ZERO FAT	2046790
<b>ZYFLEX</b>	<b>78/131374</b>