

Form PTO-1594 (Rev. 07/05)
OMB Collection 0651-0027 (exp. 6/30/2008)

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

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):
Nutrition Warehouse, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation- State: New York
 Other _____

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies) Yes
Additional names, addresses, or citizenship attached? No

Name: Vitamin World, Inc.
Internal Address: Legal Dept.
Street Address: 90 Orville Drive
City: Bohemia
State: New York
Country: USA Zip: 11716

Association Citizenship _____
 General Partnership Citizenship _____
 Limited Partnership Citizenship _____
 Corporation Citizenship Delaware
 Other _____ Citizenship _____

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)

3. Nature of conveyance /Execution Date(s) :
Execution Date(s) November 10, 1999

Assignment Merger
 Security Agreement Change of Name
 Other _____

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s) _____
B. Trademark Registration No.(s) 1,746,283, 1,561,658, 2,021,954, 2,044,410,2,093,224, 2,008,317

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):
ALOE-ACE, BIO-NUTRITIONAL FORMULAS, PROSTA-METTO, DESERT DAWN, MEGA-VITES and FIBER FORCE-6

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

Name: Lee Grosskreuz Hechtel
Internal Address: Legal Dept.
Street Address: 90 Orville Drive
City: Bohemia
State: New York Zip: 11716
Phone Number: 631 - 218-7335
Fax Number: 631 - 218-7341
Email Address: lghechtel@nbtv.com

6. Total number of applications and registrations involved: 11

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 290.00

Authorized to be charged by credit card
 Authorized to be charged to deposit account
 Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number 502153
Authorized User Name Lee Grosskreuz Hechtel

9. Signature: Lee Grosskreuz Hechtel 20 December 2007
Signature Date

Name of Person Signing Total number of pages including cover sheet, attachments, and document: 4

CH \$290.00 502153 1746283

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARK ASSIGNMENT

Whereas, effective as of November 10, 1999, Nutrition Warehouse, Inc. ("Assignor"), formerly located at 106 E. Jericho Turnpike, Mineola, New York 11501, was the owner of the following trademarks for which applications have been filed with the United States Patent and Trademark Office and registrations have been issued (the "Trademarks"):

TRADEMARK	REGISTRATION NUMBER	APPLICATION SERIAL NUMBER
ALOE-ACE	1,746,283	74/021,939
BIO-NUTRITIONAL FORMULAS	1,561,658	73/723,841
PROSTA-METTO	2,021,954	75/010,294
DESERT DAWN	2,044,410	74/610,099
MEGA-VITES	2,093,224	75/177,469
FIBER FORCE-6	2,008,317	75/010,285
LIFE'S GREENS	2,175,690	75/230,026
RADICAL RAIDERS	2,083,017	75/010,288
NUTRITION WAREHOUSE	2,508,728	75/851,649
NUTRITION WAREHOUSE	1,844,928	74/435,084
SUPER SNOOZE	2,141,741	75/010,292


Whereas, Assignor sold its Trademarks to Nutrition Warehouse Acquisition Corp., ("Assignee") a Delaware corporation, formerly located at 4 Metrotech Center, 5th Floor, Brooklyn, New York 11245, as part of a stock purchase agreement, and thereafter dissolved the Assignor's corporation;

Whereas, effective as of November 15, 2001, the Assignee, Nutrition Warehouse Acquisition Corp., was the owner of the listed trademarks, above, and has merged its company with and into Vitamin World, Inc. (the "Current Owner"), a Delaware corporation having a principal place of business at 90 Orville Drive Bohemia, New York 11716, which acquired the rights to the Trademarks, together with the goodwill of the business in connection with which the Trademarks are used, with the merger with and into the Assignee. The Current Owner has previously filed an assignment with the Trademark Office.

Now, therefore, this instrument witnesses that for and in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignor has sold, assigned and transferred unto to Assignee, its legal successors and representatives, and the Assignee has accepted all of Assignor's entire right, title, and interest in and to the Trademarks and registrations, renewals, and extensions thereto, together with the goodwill of the business in connection with which the said Trademarks are used and which are symbolized by said Trademarks, together with the right to sue for past infringement, to be held and enjoyed by the said Assignee, as fully as the same would have been enjoyed by Assignor, had this Assignment not been made.

In testimony whereof, the said Assignor has hereunto set its hand this 20th day of December, 2007.

Assignee


By: Michael C. Slade
Title: Secretary

STATE OF NEW YORK)
) ss:
COUNTY OF)

On the 20th day of December, in the year 2007, before me, the undersigned, a Notary Public in and for said state, personally appeared Michael C. Slade, Secretary of Nutrition Warehouse Acquisition Corp., personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity and that by his signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.


Notary Public

LEE GROSSKREUZ HECHTEL
Notary Public, State of New York
No. 02GR6068815
Qualified in Suffolk County
Commission Expires January 14, 2010