

PATENT ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

SECURITY AGREEMENT

CONVEYING PARTY DATA

Name	Execution Date
VITACOST.COM INC.	08/03/2007

RECEIVING PARTY DATA

Name:	Wachovia Bank, National Association, as Collateral Agent
Street Address:	110 E. Broward Blvd.
Internal Address:	Suite 2050
City:	Fort Lauderdale
State/Country:	FLORIDA
Postal Code:	33301

PROPERTY NUMBERS Total: 15

Property Type	Number
Patent Number:	6582723
Patent Number:	6551629
Patent Number:	6565896
Patent Number:	6887497
Patent Number:	6649195
Patent Number:	6936286
Patent Number:	6572897
Patent Number:	6572899
Patent Number:	6103756
Patent Number:	6565847
Patent Number:	6383482
Application Number:	11544568
Application Number:	11785797
Application Number:	10385635

PATENT

500341204

REEL: 019733 FRAME: 0790

OP \$600.00 6582723

Application Number:

11024495

**CORRESPONDENCE DATA**

Fax Number: (312)701-7711

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: 312-701-7237

Email: cdore@mayerbrownrowe.com

Correspondent Name: Christopher Dore

Address Line 1: 71 S. Wacker Drive

Address Line 2: Mayer, Brown, Rowe & Maw LLP

Address Line 4: Chicago, ILLINOIS 60606-4637

**NAME OF SUBMITTER:**

Christopher Dore

**Total Attachments: 5**

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SECURITY INTEREST  
IN UNITED STATES PATENTS

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, Vitacost.com Inc., a Delaware corporation ("the Assignor") with principal offices at 352 S.W. 12<sup>th</sup> Avenue, Deerfield Beach, Florida 33442, hereby grants to Wachovia Bank, National Association, as Collateral Agent, with principal offices at 110 E. Broward Blvd., Suite 2050, Fort Lauderdale, Florida 33301 (the "Assignee"), a security interest in (i) all of the Assignor's right, title and interest in and to the United States patents and patent applications (the "Patents") set forth on Schedule A attached hereto, together with (ii) all proceeds and products of the Patents, (iii) the goodwill of the businesses with which the Patents are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Patents or unfair competition regarding the same.

THIS SECURITY INTEREST is made to secure the satisfactory performance and payment of all of the Assignor's Obligations, as such term is defined in the Loan and Security Agreement among the Assignor, the other assignors from time to time party thereto and the Assignee, dated as of August 3, 2007 (as amended from time to time, the "Security Agreement"). Upon the occurrence of the effective date of termination of the Financing Agreements (as defined in the Security Agreement), the Assignee shall, upon such satisfaction, execute, acknowledge, and deliver to the Assignor an instrument in writing releasing the security interest in the Patents acquired under this Agreement.

This security interest has been granted in conjunction with the security interest granted to the Assignee under the Security Agreement. The rights and remedies of the Assignee with respect to the security interest granted herein are without prejudice to, and are in addition to those set forth in the Security Agreement, all terms and provisions of which are incorporated

herein by reference. In the event that any provisions of this Agreement are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

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VITACOST.COM INC.  
NOTICE OF GRANT OF SECURITY INTEREST IN PATENTS

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the 3<sup>rd</sup>  
day of August, 2007.

VITACOST.COM INC.

By: 

Name: Ira P. Kerker

Title: Chief Executive Officer

WACHOVIA BANK, NATIONAL ASSOCIATION,

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

Name: Benjamin N.D. Lucas

Title: Director

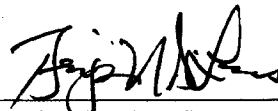
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By: \_\_\_\_\_  
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Title: Chief Executive Officer

WACHOVIA BANK, NATIONAL ASSOCIATION,

By:  \_\_\_\_\_  
Name: Benjamin N.D. Lucas  
Title: Director

# SCHEDULE A

Patents Owned	Registration Number	Applied	Registered	Expiration Date
Cancer Immune Composition for Prevention and Treatment of Individuals	6582723	05/03/01	06/24/03	05/03/21
Cardiovascular Promotion and Maintenance Composition	6551629	07/03/02	04/22/03	07/03/22
Cholesterol Treatment Formulation	6565896	07/03/02	05/20/03	07/03/22
Composition for the Treatment and Prevention of Osteoarthritis, Rheumatoid Arthritis and Improved Joint Function	6887497	12/19/02	05/03/05	12/19/22
Eyesight Enhanced Maintenance Composition	6649195	07/03/02	11/18/03	05/18/11
Healthy Bone Formulation	6936286	07/03/02	08/30/05	07/03/22
Insulin Sensitivity Maintenance and Blood Sugar Level Maintenance Formulation for the Prevention and Treatment of Diabetes	6572897	07/03/02	06/03/03	07/03/22
Memory Loss Treatment Formulation	6572899	07/03/02	06/03/03	07/03/22
Ocular Orally Ingested Composition for Prevention and Treatment of Individuals	6103756	08/11/00	08/15/00	08/11/20
Thermogenic Weight Management Composition	6565847	07/03/02	05/20/03	07/03/22
Weight Loss Composition Containing Green Tea, Hydroxycitric Acid, 5-Hydroxytryptophan, Glucomannan, Picolinate and Lactobacillus	6383482	08/24/00	05/07/02	05/07/22

Patents Applied	Registration Number	Applied
CoEnzyme Q10	11544568	10/10/06
Composition for a Healthy Gastrointestinal Tract		
Composition for Treatment and Prevention of Bone Loss	11785797	04/20/07
Composition for Treatment and Prevention of Cardiovascular Disease, Stroke, Alzheimers	10385635	03/12/03
Dietary Composition for Enhancing Metabolism and Alleviating Oxidative Stress	90007626	07/13/05
Immune System Enhancement & Stimulation Formulation	11024495	12/30/04