

## PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

EPAS ID: PAT3343724

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	NOTICE OF GRANT OF SECURITY INTEREST IN PATENTS		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>			<b>Execution Date</b>
HERBALIFE INTERNATIONAL, INC.			05/04/2015
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	BANK OF AMERICA, N.A., AS ADMINISTRATIVE AGENT AND COLLATERAL AGENT		
<b>Street Address:</b>	901 MAIN STREET		
<b>Internal Address:</b>	BANK OF AMERICA PLAZA, MAIL CODE: TX1-492-14-06		
<b>City:</b>	DALLAS		
<b>State/Country:</b>	TEXAS		
<b>Postal Code:</b>	75202-3714		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>		
<b>Patent Number:</b>	7329419		
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(714)755-8290		
<i>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.</i>			
<b>Email:</b>	ipdocket@lw.com		
<b>Correspondent Name:</b>	LATHAM & WATKINS LLP		
<b>Address Line 1:</b>	650 TOWN CENTER DRIVE		
<b>Address Line 2:</b>	SUITE 2000		
<b>Address Line 4:</b>	COSTA MESA, CALIFORNIA 92626		
<b>ATTORNEY DOCKET NUMBER:</b>	053413-0002		
<b>NAME OF SUBMITTER:</b>	RHONDA DELEON		
<b>SIGNATURE:</b>	/Rhonda DeLeon/		
<b>DATE SIGNED:</b>	05/07/2015		
<b>Total Attachments: 3</b>			
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NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
PATENTS

United States Patent and Trademark Office

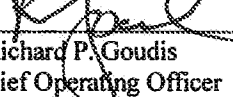
Ladies and Gentlemen:

Please be advised that pursuant to the Amended and Restated Security Agreement dated as of May 4, 2015 (as amended, restated, supplemented or otherwise modified from time to time, the "Agreement"), by and among the Pledgors party thereto (each a "Pledgor" and collectively, the "Pledgors") and Bank of America, N.A., as administrative agent (in such capacity and together with any successors in such capacity, the "Administrative Agent") and as pledgee, collateral agent and secured party (in such capacities and together with any successors in such capacities, the "Collateral Agent") for the Secured Parties referenced therein, the undersigned Pledgor has granted a continuing security interest in and continuing lien upon the patents and patent applications shown on Schedule 1 attached hereto to the Collateral Agent for the ratable benefit of the Secured Parties.

The undersigned Pledgor and the Collateral Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the foregoing patents and patent applications (a) may only be terminated in accordance with the terms of the Agreement and (b) is not to be construed as an assignment of any patent or patent application.

Very truly yours,

HERBALIFE INTERNATIONAL, INC.

By:   
Name: Richard P. Goudis  
Title: Chief Operating Officer

Acknowledged and Accepted:

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

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

Acknowledged and Accepted:

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

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

Name: \_\_\_\_\_

Title: \_\_\_\_\_

*Angela Parker*  
Angela Parker  
Assistant Vice President

## SCHEDULE 1

### U.S. Patents

Country	Title	Application Number/ Patent Number	Filing Date	Issue Date	Owner/ Assignee	Status
US	Herbal Supplement to Support Weight Loss	Appl. No. 11/233,782 Patent No. 7,329,419	9/22/2005	2/12/2008	Herbalife International, Inc.	Issued