

REC

07-16-2004



102792785

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

Resubmit

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

1. Name of conveying party(ies): PNC BANK, NATIONAL ASSOCIATION
Individual(s) Association
General Partnership Limited Partnership
Corporation-State
Other

2. Name and address of receiving party(ies)
Name: FDC WHOLESALE CORP.
Internal
Address:
Street address: 629 71st STREET
City: MIAMI BEACH State: FL Zip: 33141

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

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

3. Nature of conveyance:
Assignment Merger
Security Agreement Change of Name
Other RELEASE

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

Execution Date: DECEMBER 9, 2001

4. Application number(s) or patent number(s):
A. Trademark Application No.(s)

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
FDC WHOLESALE CORP.
Name: C/O JAMES F. GOSSETT
Internal Address: SUITE 1200

6. Total number of applications and registrations involved: 22

Street Address: 120 SOUTH RIVERSIDE PLAZA

7. Total fee (37 CFR 3.41) \$ 565.00

Enclosed
Authorized to be charged to deposit account

City: CHICAGO State: IL Zip: 60606

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature. To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

JAMES F. GOSSETT
Name of Person Signing

James F. Gossett
Signature

7-3-04
Date

Total number of pages including cover sheet, attachments, and document: 8

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

TRADEMARK
REEL: 003011 FRAME: 0460

Fedco Drugs, Inc.
a Florida Corporation
2011 North Flagler Drive
West Palm Beach, FL 33407

Fedco, Inc.
a Florida Corporation
629 71st Street
Miami Beach, FL 33141

Fedco Wholesale, Inc.
a Florida Corporation
629 71st Street
Miami Beach, FL 33141

Fedco Pharmacies, Inc.
a Florida Corporation
629 71st Street
Miami Beach, FL 33141

MARKS**REGISTRATION NUMBERS**

FDC and Design	1,206,904
FDC VITAMINS FOR YOUR HAIR and Design	1,217,259
FDC ZINC WITH VITAMINS B.E.C. and Design	1,353,623
FDC	1,640,092
F.D.C.	888,946
VITABEST	1,113,971
VITABEST and Design	1,113,970
FDC	2,006,175
FDC	1,942,944
FDC	1,919,996
FDC	1,911,008
FDC	1,955,797
FDC and Design	1,524,145
FDC	1,524,067
FDC	1,525,646
NATIONAL BRAND FDC BRAND and Design	1,539,749
FDC ALL - 26 and Design	1,525,206
FDC and Design	1,364,175
ALPHABEST and Design	1,081,503
CARDI-ENZYME and Design	1,526,493
FDC VITAMIN B COMPLEX WITH VITAMIN C and Design	1,217,260
SUNBERRY and Design	2,039,229

To the Honorable Commissioner of Patents and Trademarks, attached original documents or copy thereof.

1. Name of conveying party(ies): 12-2-98
PNC BANK, NATIONAL ASSOCIATION
 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 RELEASE

Execution Date: DECEMBER 9, 2001

2. Name and address of receiving party(ies)
Name: FDC WHOLESAL CORP.
Internal Address:
Address:
Street address: 629 71ST STREET
City: MIAMI BEACH State: FL Zip: 33141

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

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 patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
FDC WHOLESAL CORP.
Name: C/O JAMES F. GOSSETT
Internal Address: SUITE 1200
Street Address: 120 SOUTH RIVERSIDE PLAZA
City: CHICAGO State: IL Zip: 60606

6. Total number of applications and registrations involved: 22

7. Total fee (37 CFR 3.41) \$ 515.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

JAMES F. GOSSETT
Name of Person Signing

James F. Gossett
Signature

11-20-03
Date

Total number of pages including cover sheet, attachments, and document: 8

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

07/15/2006 LNUELLER 00000030 1206904

01 FC:0522

50.00 DP

12/10/2003 JYALLANR 00000007 1206904

01 FC:0521
02 FC:0522

48.00 DP
475.00 DP

Fedco Drugs, Inc.
a Florida Corporation
2011 North Flagler Drive
West Palm Beach, FL 33407

Fedco, Inc.
a Florida Corporation
629 71st Street
Miami Beach, FL 33141

Fedco Wholesale, Inc.
a Florida Corporation
629 71st Street
Miami Beach, FL 33141

Fedco Pharmacies, Inc.
a Florida Corporation
629 71st Street
Miami Beach, FL 33141

This Statement of Change is presented to a filing officer for filing pursuant to the Uniform Commercial Code:

1. Debtor (Last Name First if an individual) FDC Wholesale Corp.		1a. Date of Birth or FEI#	
1b. Mailing Address 629 71st Street		1c. City, State Miami Beach, FL	1d. Zip Code 33141
2. Additional Debtor or Trade Name (Last Name First if an individual)		2a. Date of Birth or FEI#	
2b. Mailing Address		2c. City, State	2d. Zip Code
3. Secured Party (Last Name First if an individual) PNC Bank, National Association, as Agent			
3a. Mailing Address Two PNC Plaza, 18th Floor, 620 Liberty Avenue		3b. City, State Pittsburgh, PA	3c. Zip Code 15222
4. Additional Secured Party (Last Name First if an individual)			
4a. Mailing Address		4b. City, State	4c. Zip Code

5. This Statement refers to original Financing Statement bearing file number: 990000046540 filed on 3/1/99

- 6.A. Continuation - The Original Financing Statement between the Debtor and Secured Party bearing the file number shown above is continued.
- B. Release - The Secured Party releases the collateral described in Block 7 below from the Financing Statement bearing the file number shown above. RELEASE DOES NOT TERMINATE LIEN AGAINST DEBTOR.
- C. Full Assignment - All of the Secured Party's rights under the Financing Statement have been assigned to the assignee whose name and address is shown in Block 7 below.
- D. Partial Assignment - Some of Secured Party's rights under the Financing Statement have been assigned to the assignee whose name and address is shown in Block 7. A description of the collateral subject to the assignment is also shown in Block 7.
- E. Amendment - The Financing Statement bearing the file number shown above is amended as set forth in Block 7 (See instructions for signature requirements)
- F. Termination - The Secured Party no longer claims an interest under the Financing Statement bearing the file number shown above.
- G. Other -

7. Description of collateral released or assigned, Assignee name and address, or amendment. Use additional sheet(s) if necessary.
 Secured Party hereby releases from the lien of the above-referenced financing statement the following property of Debtor: all of the inventory, equipment, furniture and fixtures of Debtor located on October 29, 2001 at 18500 Collins Avenue, Sunny Isles, Florida; 629-31 71st Street, Miami Beach, Florida; 9720 North Kendall Drive, Miami, Florida; 87-93 Miracle Mile, Coral Gables Florida; and 9320 NW 100th Street, Medley, Florida, and the inventory of finished, packed vitamins located at 3535-3545 NW 112th Street, Miami, Florida, and the contract rights and general intangibles of Debtor relating to the businesses of Debtor conducted at such locations, including the trademarks "FDC," "Vitabest," "Oliver" and "Fedco-Oliver," in each case as sold by Debtor to Navarro Discount Pharmacies, Inc. ("Buyer") pursuant to and as described in that certain Asset Purchase Agreement dated as of October 29, 2001, among Debtor, certain affiliates of Debtor and Buyer.

File with: FL Secretary of State

This Space for Use of Filing Officer

8. Signature(s) of Debtor(s) (only if amendment - see instructions)

9. Signature(s) of Secured Party(ies)

PNC Bank, National Association, as Agent

[Handwritten Signature] -VIP

10. Number of additional sheets presented: 0

11. Return Copy to:

Name: Steven L. Schaaf, Paralegal
 Parker, Hudson, Rainer & Dobbs LLP
 Address: 1500 Marquis Two Tower
 285 Peachtree Center Avenue
 Atlanta, Georgia 30303
 City, State, Zip:

This Statement of Change is presented to a filing officer for filing pursuant to the Uniform Commercial Code:

1. Debtor (Last Name First if an individual) Fedco Drugs, Inc.		1a. Date of Birth or FEI#	
1b. Mailing Address 2011 North Flagler Drive		1c. City, State West Palm Beach, FL	1d. Zip Code 33407
2. Additional Debtor or Trade Name (Last Name First if an individual)		2a. Date of Birth or FEI#	
2b. Mailing Address		2c. City, State	2d. Zip Code
3. Secured Party (Last Name First if an individual) PNC Bank, National Association, as Agent			
3a. Mailing Address Two PNC Plaza, 18th Floor, 620 Liberty Avenue		3b. City, State Pittsburgh, PA	3c. Zip Code 15222
4. Additional Secured Party (Last Name First if an individual)			
4a. Mailing Address		4b. City, State	4c. Zip Code

5. This Statement refers to original Financing Statement bearing file number: 990000046541 filed on 3/1/99

- 6.A. Continuation - The Original Financing Statement between the Debtor and Secured Party bearing the file number shown above is continued.
- B. Release - The Secured Party releases the collateral described in Block 7 below from the Financing Statement bearing the file number shown above. RELEASE DOES NOT TERMINATE LIEN AGAINST DEBTOR.
- C. Full Assignment - All of the Secured Party's rights under the Financing Statement have been assigned to the assignee whose name and address is shown in Block 7 below.
- D. Partial Assignment - Some of Secured Party's rights under the Financing Statement have been assigned to the assignee whose name and address is shown in Block 7. A description of the collateral subject to the assignment is also shown in Block 7.
- E. Amendment - The Financing Statement bearing the file number shown above is amended as set forth in Block 7. (See instructions for signature requirements.)
- F. Termination - The Secured Party no longer claims an interest under the Financing Statement bearing the file number shown above.
- G. Other -

7. Description of collateral released or assigned, Assignee name and address, or amendment. Use additional sheet(s) if necessary.

Secured Party hereby releases from the lien of the above-referenced financing statement the following property of Debtor: all of the inventory, equipment, furniture and fixtures of Debtor located on October 29, 2001 at 18500 Collins Avenue, Sunny Isles, Florida; 629-31 71st Street, Miami Beach, Florida; 9720 North Kendall Drive, Miami, Florida; 87-93 Miracle Mile, Coral Gables Florida; and 9320 NW 100th Street, Medley, Florida, and the inventory of finished, packed vitamins located at 3535-3545 NW 112th Street, Miami, Florida, and the contract rights and general intangibles of Debtor relating to the businesses of Debtor conducted at such locations, including the trademarks "FDC," "Vitabest," "Oliver" and "Fedco-Oliver," in each case as sold by Debtor to Navarro Discount Pharmacies, Inc. ("Buyer") pursuant to and as described in that certain Asset Purchase Agreement dated as of October 29, 2001, among Debtor, certain affiliates of Debtor and Buyer.

File with: FL Secretary of State

This Space for Use of Filing Officer

8. Signature(s) of Debtor(s) (only if amendment - see instructions)

9. Signature(s) of Secured Party(ies)
PNC Bank, National Association, as Agent

[Signature] V.P.

10. Number of additional sheets presented: 0

11. Return Copy to:

Name	Steven L. Schaaf, Paralegal
Address	Parker, Hudson, Rainer & Dobbs LLP
Address	1500 Marquis Two Tower
Address	285 Peachtree Center Avenue
City, State, Zip	Atlanta, Georgia 30303

This Statement

Change is presented to a filing officer for filing purp

to the Uniform Commercial Code:

1. Debtor (Last Name First if an individual) Fedco, Inc.		1a. Date of Birth or FEI#
1b. Mailing Address 629 71st Street		1c. City, State Miami Beach, FL
		1d. Zip Code 33141
2. Additional Debtor or Trade Name (Last Name First if an individual)		2a. Date of Birth or FEI#
2b. Mailing Address		2c. City, State
		2d. Zip Code
3. Secured Party (Last Name First if an individual) PNC Bank, National Association, as Agent		
3a. Mailing Address Two PNC Plaza, 18th Floor, 620 Liberty Avenue		3b. City, State Pittsburgh, PA
		3c. Zip Code 15222
4. Additional Secured Party (Last Name First if an individual)		
4a. Mailing Address		4b. City, State
		4c. Zip Code

5. This Statement refers to original Financing Statement bearing file number: 990000046543 filed on 3/1/99

- 6.A. Continuation - The Original Financing Statement between the Debtor and Secured Party bearing the file number shown above is continued.
- B. Release - The Secured Party releases the collateral described in Block 7 below from the Financing Statement bearing the file number shown above. RELEASE DOES NOT TERMINATE LIEN AGAINST DEBTOR.
- C. Full Assignment - All of the Secured Party's rights under the Financing Statement have been assigned to the assignee whose name and address is shown in Block 7 below.
- D. Partial Assignment - Some of Secured Party's rights under the Financing Statement have been assigned to the assignee whose name and address is shown in Block 7. A description of the collateral subject to the assignment is also shown in Block 7.
- E. Amendment - The Financing Statement bearing the file number shown above is amended as set forth in Block 7. (See instructions for signature requirements.)
- F. Termination - The Secured Party no longer claims an interest under the Financing Statement bearing the file number shown above.
- G. Other -

7. Description of collateral released or assigned, Assignee name and address, or amendment. Use additional sheet(s) if necessary.

Secured Party hereby releases from the lien of the above-referenced financing statement the following property of Debtor: all of the inventory, equipment, furniture and fixtures of Debtor located on October 29, 2001 at 18500 Collins Avenue, Sunny Isles, Florida; 629-31 71st Street, Miami Beach, Florida; 9720 North Kendall Drive, Miami, Florida; 87-93 Miracle Mile, Coral Gables Florida; and 9320 NW 100th Street, Medley, Florida, and the inventory of finished, packed vitamins located at 3535-3545 NW 112th Street, Miami, Florida, and the contract rights and general intangibles of Debtor relating to the businesses of Debtor conducted at such locations, including the trademarks "FDC," "Vitabest," "Oliver" and "Fedco-Oliver," in each case as sold by Debtor to Navarro Discount Pharmacies, Inc. ("Buyer") pursuant to and as described in that certain Asset Purchase Agreement dated as of October 29, 2001, among Debtor, certain affiliates of Debtor and Buyer.

File with: FL Secretary of State

8. Signature(s) of Debtor(s) (only if amendment - see instructions)

9. Signature(s) of Secured Party(ies)

PNC Bank, National Association, as Agent

[Handwritten Signature]

10. Number of additional sheets presented: 0

11. Return Copy to:

Name: Steven L. Schaaf, Paralegal
 Parker, Hudson, Rainer & Dobbs LLP
 Address: 1500 Marquis Two Tower
 285 Peachtree Center Avenue
 Address: Atlanta, Georgia 30303
 City, State, Zip:

This Space for Use of Filing Officer

UNIFORM COMMERCIAL CODE

STATEMENT OF CHANGE

FORM UCC-3 (REV. 1993)

This Statement of Change is presented to a filing officer for filing pursuant to the Uniform Commercial Code:

1. Debtor (Last Name First if an individual) Fedco Wholesale, Inc.		1a. Date of Birth or FEI#	
1b. Mailing Address 629 71st Street		1c. City, State Miami Beach, FL	1d. Zip Code 33141
2. Additional Debtor or Trade Name (Last Name First if an individual)		2a. Date of Birth or FEI#	
2b. Mailing Address		2c. City, State	2d. Zip Code
3. Secured Party (Last Name First if an individual) PNC Bank, National Association, as Agent			
3a. Mailing Address Two PNC Plaza, 18th Floor, 620 Liberty Avenue		3b. City, State Pittsburgh, PA	3c. Zip Code 15222
4. Additional Secured Party (Last Name First if an individual)			
4a. Mailing Address		4b. City, State	4c. Zip Code

5. This Statement refers to original Financing Statement bearing file number: 990000046544 filed on 3/1/99

- 6.A. Continuation - The Original Financing Statement between the Debtor and Secured Party bearing the file number shown above is continued.
- B. Release - The Secured Party releases the collateral described in Block 7 below from the Financing Statement bearing the file number shown above. RELEASE DOES NOT TERMINATE LIEN AGAINST DEBTOR.
- C. Full Assignment - All of the Secured Party's rights under the Financing Statement have been assigned to the assignee whose name and address is shown in Block 7 below.
- D. Partial Assignment - Some of Secured Party's rights under the Financing Statement have been assigned to the assignee whose name and address is shown in Block 7. A description of the collateral subject to the assignment is also shown in Block 7.
- F. Amendment - The Financing Statement bearing the file number shown above is amended as set forth in Block 7. (See instructions for signature requirements.)
- F. Termination - The Secured Party no longer claims an interest under the Financing Statement bearing the file number shown above.
- G. Other -

7. Description of collateral released or assigned, Assignee name and address, or amendment. Use additional sheet(s) if necessary.
 Secured Party hereby releases from the lien of the above-referenced financing statement the following property of Debtor: all of the inventory, equipment, furniture and fixtures of Debtor located on October 29, 2001 at 18500 Collins Avenue, Sunny Isles, Florida; 629-31 71st Street, Miami Beach, Florida; 9720 North Kendall Drive, Miami, Florida; 87-93 Miracle Mile, Coral Gables Florida; and 9320 NW 100th Street, Medley, Florida, and the inventory of finished, packed vitamins located at 3535-3545 NW 112th Street, Miami, Florida, and the contract rights and general intangibles of Debtor relating to the businesses of Debtor conducted at such locations, including the trademarks "FDC," "Vitabest," "Oliver" and "Fedco-Oliver," in each case as sold by Debtor to Navarro Discount Pharmacies, Inc. ("Buyer") pursuant to and as described in that certain Asset Purchase Agreement dated as of October 29, 2001, among Debtor, certain affiliates of Debtor and Buyer.

File with: FL Secretary of State

This Space for Use of Filing Officer

8. Signature(s) of Debtor(s) (only if amendment - see instructions)

9. Signature(s) of Secured Party(ies)

PNC Bank, National Association, as Agent

10. Number of additional sheets presented: 0

11. Return Copy to:

Name: Steven L. Schaaf, Paralegal
 Parker, Hudson, Rainer & Dobbs LLP
 Address: 1500 Marquis Two Tower
 285 Peachtree Center Avenue
 Address: Atlanta, Georgia 30303
 City, State, Zip:

FILING OFFICER COPY

STANDARD FORM - FORM UCC-1

Printed by UCC Choice - ChoicePoint
 1000 Alderfer Drive, Alpharetta, GA 30005

Approved by Secretary of State, State of Florida

This Statement Change is presented to a filing officer for filing pursuant to the Uniform Commercial Code:

1. Debtor (Last Name First if an individual) Fedco Pharmacies, Inc.		1a. Date of Birth or FEI#
1b. Mailing Address 629 71st Street	1c. City, State Miami Beach, FL	1d. Zip Code 33141
2. Additional Debtor or Trade Name (Last Name First if an individual)		2a. Date of Birth or FEI#
2b. Mailing Address	2c. City, State	2d. Zip Code
3. Secured Party (Last Name First if an individual) PNC Bank, National Association, as Agent		
3a. Mailing Address Two PNC Plaza, 18th Floor, 620 Liberty Avenue	3b. City, State Pittsburgh, PA	3c. Zip Code 15222
4. Additional Secured Party (Last Name First if an individual)		
4a. Mailing Address	4b. City, State	4c. Zip Code

5. This Statement refers to original Financing Statement bearing file number: 990000046546 filed on 3/1/99

- 6.A. Continuation - The Original Financing Statement between the Debtor and Secured Party bearing the file number shown above is continued.
- B. Release - The Secured Party releases the collateral described in Block 7 below from the Financing Statement bearing the file number shown above. RELEASE DOES NOT TERMINATE LIEN AGAINST DEBTOR.
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- G. Other -

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9. Signature(s) of Secured Party(ies)
PNC Bank, National Association, as Agent

[Signature]

10. Number of additional sheets presented: 0

11. Return Copy to:

Name: Steven L. Schaaf, Paralegal
 Parker, Hudson, Rainer & Dobbs LLP
 Address: 1500 Marquis Two Tower
 285 Peachtree Center Avenue
 Atlanta, Georgia 30303
 City, State, Zip