

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Premier Nutrition Corporation		12/21/2012	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Bank of America, N.A., as Administrative Agent
Street Address:	901 Main Street
Internal Address:	Attn: Monitoring and Compliance
City:	Dallas
State/Country:	TEXAS
Postal Code:	75202
Entity Type:	National Association: UNITED STATES

PROPERTY NUMBERS Total: 20

Property Type	Number	Word Mark
Serial Number:	77601548	
Serial Number:	77601440	
Serial Number:	85711689	COMPLETE ENERGY
Serial Number:	85188487	EASY SHOT
Serial Number:	85627382	ENERGY FOR EVERY DAY
Serial Number:	85739378	ENERGY FOR EVERY DAY
Serial Number:	75727560	JOINT JUICE
Serial Number:	76125094	JOINT JUICE
Serial Number:	85017576	JOINT JUICE
Serial Number:	77039316	JOINT JUICE FITNESS
Serial Number:	77975199	JOINT JUICE FITNESS
Serial Number:	77558467	JOINT JUICE FITNESS WATER
Serial Number:	78868696	JOINT WATER

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Serial Number:	85975492	KEEP YOUR JOINTS HAPPY AND HEALTHY
Serial Number:	85374293	OMEGA-EZ
Serial Number:	85711670	PREMIER PROTEIN
Serial Number:	85715925	PREMIER PROTEIN
Serial Number:	85715955	PREMIER PROTEIN
Serial Number:	85721976	SPOONERS
Serial Number:	77522176	WORKS GREAT. TASTES GREAT.

CORRESPONDENCE DATA

Fax Number: 3129021061

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 312-577-8438

Email: raquel.pena@kattenlaw.com

Correspondent Name: Raquel Pena c/o Katten Muchin Rosenman

Address Line 1: 525 West Monroe Street

Address Line 4: Chicago, ILLINOIS 60661

ATTORNEY DOCKET NUMBER:	213879-217
NAME OF SUBMITTER:	Raquel Pena
Signature:	/Raquel Pena/
Date:	12/27/2012

Total Attachments: 4

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December 21, 2012

**NOTICE OF
GRANT OF SECURITY INTEREST
IN TRADEMARKS**

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security and Pledge Agreement dated as of October 4, 2011 (as amended, modified, extended, restated, renewed, replaced, or supplemented from time to time, the "Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Bank of America, N.A., as administrative agent (the "Administrative Agent") for the Secured Parties referenced therein, the undersigned Obligor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications shown on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the Secured Parties.

The undersigned Obligor and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

IN WITNESS WHEREOF, each Grantor has caused Trademark Security Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

Very truly yours,

PREMIER NUTRITION CORPORATION,
as Grantor

By: 

Name: David Ritterbush

Title: Chief Executive Officer, President and
Secretary

ACCEPTED AND AGREED
as of the date first above written:

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

By: Charlene Wright-Jones
Name: Charlene Wright-Jones
Title: Vice President

Trademark Security Agreement

TRADEMARK
REEL: 004930 FRAME: 0335

Schedule 1

Trademark Registrations and Applications

Mark	Application No.	Application Date	Registration No.	Registration Date
[LOGO] WATER DROP w/KNEE	77/601,548	10/27/2008	3,764,569	3/23/2010
[LOGO] WATER DROP w/KNEE	77/601,440	10/27/2008	3,634,623	6/9/2009
COMPLETE ENERGY	85/711,689	8/23/2012		
EASY SHOT	85/188,487	12/1/2010	3,997,083	7/19/2011
ENERGY FOR EVERY DAY	85/627,382	5/16/2012		
ENERGY FOR EVERY DAY	85/739,378	9/26/2012		
JOINT JUICE	75/727,560	6/14/1999	2,625,534	9/24/2002
JOINT JUICE	76/125,094	9/7/2000	2,727,656	6/17/2003
JOINT JUICE	85/017,576	4/19/2010	3,992,015	7/12/2011
JOINT JUICE FITNESS	77/039,316	11/8/2006	3,649,203	7/7/2009
JOINT JUICE FITNESS	77/975,199	11/8/2006	3,583,391	3/3/2009
JOINT JUICE FITNESS WATER	77/558,467	8/28/2008	3,665,284	8/4/2009
JOINT WATER	78/868,696	4/25/2006	3,361,126	12/25/2007
KEEP YOUR JOINTS HAPPY AND HEALTHY	85/975,492	7/15/2010	4,029,974	9/20/2011
OMEGA-EZ	85/374,293	7/18/2011		
PREMIER PROTEIN	85/711,670	8/23/2012		
PREMIER PROTEIN (LOGO)	85/715,925	8/29/2012		
PREMIER PROTEIN (LOGO)	85/715,955	8/29/2012		
SPOONERS	85/721,976	9/6/2012		
WORKS GREAT. TASTES GREAT.	77/522,176	7/15/2008	3,614,137	4/28/2009