

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|-----------------------|-------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | SECURITY INTEREST |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|---|----------|----------------|-------------------------------------|
| Beauty Holding LLC | | 05/25/2010 | LIMITED LIABILITY COMPANY: DELAWARE |
| Innovations-Successful Salon Services, Inc. | | 05/25/2010 | CORPORATION: CALIFORNIA |

RECEIVING PARTY DATA

| | |
|-------------------|--------------------------------------|
| Name: | GE Business Financial Services, Inc. |
| Street Address: | 299 Park Avenue |
| Internal Address: | 5th Floor |
| City: | New York |
| State/Country: | NEW YORK |
| Postal Code: | 10171 |
| Entity Type: | CORPORATION: DELAWARE |

PROPERTY NUMBERS Total: 28

| Property Type | Number | Word Mark |
|----------------------|---------|----------------------------------|
| Registration Number: | 3608358 | BRILLIANCE SHINE & FREEZE |
| Registration Number: | 3678570 | COSMOPROF |
| Registration Number: | 3678571 | COSMOPROF |
| Registration Number: | 3595643 | CURL COUTURE |
| Registration Number: | 3667199 | CURL-IT-UP |
| Registration Number: | 3658921 | ENRICH YOUR HAIR IN SILKY COLOR! |
| Registration Number: | 3558403 | FINAL TAKE |
| Registration Number: | 3665357 | ION |
| Registration Number: | 3588164 | JAYME HAIR COLLECTION |
| Registration Number: | 3628221 | MOCHA MADNESS |
| Registration Number: | 3588622 | POWER IQ |

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 REEL: 004219 FRAME: 0725**

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|----------------------|---------|----------------------------------|
| Registration Number: | 3559977 | PROCLUB |
| Registration Number: | 3677443 | PUT YOUR FEET UP |
| Registration Number: | 3680876 | REDEFINE |
| Registration Number: | 3583116 | SALLY BEAUTY SALLY BEAUTY SUPPLY |
| Registration Number: | 3583120 | SALLY BEAUTY SALLY BEAUTY SUPPLY |
| Registration Number: | 3588528 | SALON CARE BLUE FLASH |
| Registration Number: | 3677392 | SATIN STRANDS |
| Registration Number: | 3633668 | SAVVY BLUSH TOUCH |
| Registration Number: | 3633669 | SAVVY GET BRONZED |
| Registration Number: | 3592501 | SILK ELEMENTS |
| Registration Number: | 3716580 | SMOOTH POLISH |
| Registration Number: | 3716507 | THICK ENUFF |
| Registration Number: | 3677502 | TOTAL IMPACT |
| Registration Number: | 3719268 | TSC |
| Registration Number: | 3562205 | WAXED OUT |
| Registration Number: | 3715999 | WET LOOK |
| Registration Number: | 3667152 | ZERO TO SEXY |

CORRESPONDENCE DATA

Fax Number: (312)558-5700
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 3125586352
Email: lkonrath@winston.com
Correspondent Name: Laura Konrath
Address Line 1: 35 West Wacker Drive
Address Line 2: Winston & Strawn LLP
Address Line 4: Chicago, ILLINOIS 60601

| | |
|-------------------------|-----------------|
| ATTORNEY DOCKET NUMBER: | 80034-1297 |
| NAME OF SUBMITTER: | Laura Konrath |
| Signature: | /Laura Konrath/ |
| Date: | 06/07/2010 |

Total Attachments: 9
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EXECUTION COPY

SUPPLEMENT AND AMENDMENT
TO
TRADEMARK SECURITY AGREEMENT

This SUPPLEMENT AND AMENDMENT TO TRADEMARK SECURITY AGREEMENT (this "Supplement"), dated as of May 25, 2010, by BEAUTY HOLDING LLC and INNOVATIONS – SUCCESSFUL SALON SERVICES (each, a "Grantor" and collectively, the "Grantors") in favor of GE BUSINESS FINANCIAL SERVICES, INC., successor by merger to Merrill Lynch Capital, a division of Merrill Lynch Business Financial Services ("GE BFS"), as Administrative Agent (in such capacity, "Administrative Agent") and Collateral Agent (in such capacity, "Collateral Agent") for the Lenders, amends and supplements that certain Trademark Security Agreement, dated as of November 16, 2006 (as amended and supplemented to date, the "Trademark Security Agreement"), which continues in effect as so amended and supplemented as set forth herein.

WITNESSETH:

WHEREAS, pursuant to that certain: (i) Credit Agreement, dated as of November 16, 2006 (as from time to time amended, restated, supplemented or otherwise modified, the "ABL Credit Agreement"), by and among Sally Holdings LLC, Beauty Systems Group LLC, Sally Beauty Supply LLC, the Canadian Borrowers from time to time party to the Credit Agreement, the several banks and other financial institutions from time to time parties thereto (the "Lenders"), and GE BFS, as Administrative Agent and as Collateral Agent for the Lenders, and (ii) U.S. Guarantee and Collateral Agreement, dated as of November 16, 2006, in favor of the Administrative Agent and the Collateral Agent (the "ABL Guarantee and Collateral Agreement"), the Grantors have entered into the Trademark Security Agreement;

WHEREAS, Grantors, Administrative Agent and Collateral Agent desire to supplement and amend the Trademark Security Agreement in order to include thereunder such trademarks and trademark applications now owned, as set forth in Schedule I hereto.

NOW, THEREFORE, in consideration of the premises and the covenants hereinafter contained, and to induce Lenders to continue to make their respective extensions of credit to the Borrowers under the ABL Credit Agreement, it is agreed as follows:

1. DEFINITIONS.

Capitalized terms not otherwise defined herein have the meanings set forth in the ABL Credit Agreement, the ABL Guarantee and Collateral Agreement or the Trademark Security Agreement, as applicable.

TRADEMARK
REEL: 004219 FRAME: 0728

2. SUPPLEMENT AND AMENDMENT TO THE TRADEMARK SECURITY AGREEMENT.

The Trademark Security Agreement is hereby supplemented and amended by adding to the Trademarks listed therein those set forth on Schedule A hereto.

This Supplement shall be deemed to be a supplement and amendment to the Trademark Security Agreement and shall not be construed in any way as a replacement therefor. All of the terms and provisions of this Supplement are hereby incorporated by reference into the Trademark Security Agreement as if such terms and provisions were set forth in full therein.

3. CONTINUED EFFECTIVENESS OF TRADEMARK SECURITY AGREEMENT.

The Trademark Security Agreement is, and shall continue to be, in full force and effect and is hereby supplemented and amended by this Supplement.

4. OTHER TERMS.

4.1 Headings. The headings in this Supplement are for convenience of reference only and are not part of the substance of this Supplement.

4.2 Successors and Assigns. This Supplement shall be binding upon and inure to the benefit of the Secured Parties and Grantors and their respective successors and assigns. No Grantor shall, without the prior written consent of the Secured Parties given in accordance with the ABL Credit Agreement, assign any right, duty or obligation hereunder.

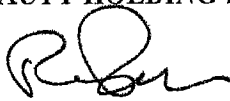
4.3 Counterparts. This Supplement may be executed in any number of counterparts and by the parties hereto on separate counterparts, each of which when so executed, shall be deemed to be an original and all of which taken together shall constitute one and the same instrument.

4.4 GOVERNING LAW. THIS SUPPLEMENT AND THE RIGHTS AND OBLIGATIONS OF THE PARTIES HEREUNDER AND ANY CLAIM OR CONTROVERSY RELATING HERETO SHALL BE GOVERNED BY, AND CONSTRUED AND INTERPRETED IN ACCORDANCE WITH, THE LAW OF THE STATE OF NEW YORK.

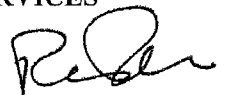
[Signature Page Follows]

IN WITNESS WHEREOF, the parties hereto have caused this Supplement to be executed and delivered as of the date first set forth above.

BEAUTY HOLDING LLC

By: 
Name: Paul Pous
Title: SVP, Sec'y

INNOVATIONS - SUCCESSFUL SALON SERVICES

By: 
Name: Paul Pous
Title: SVP + Sec'y

Accepted and Agreed:

GE BUSINESS FINANCIAL SERVICES, INC.,
f/k/a, Merrill Lynch Capital, a division of
Merrill Lynch Business Financial Services Inc., as
Collateral Agent and Administrative Agent,

By: *Kristina M. Miller*
Name: KRISTINA M. MILLER
Title: DULY AUTHORIZED SIGNATORY

ACKNOWLEDGMENT OF GRANTOR

STATE OF TEXAS)
) ss.
COUNTY OF DENTON)

On this 17th day of May, 2010 before me personally appeared RAAL ROOS proved to me on the basis of satisfactory evidence to be the person[s] who executed the foregoing instrument on behalf of Beauty Holding LLC, who being by me duly sworn did depose and say that he is an authorized officer of said limited liability company, that the said instrument was signed on behalf of said limited liability company, as authorized by its board of managers and that he acknowledged said instrument to be the free act and deed of said limited liability company.



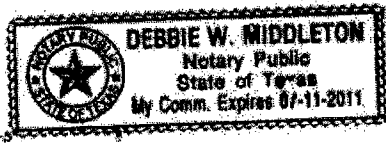
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Debbie W. Middleton
Notary Public

ACKNOWLEDGMENT OF GRANTOR

STATE OF TEXAS)
) ss.
COUNTY OF DENTON)

On this 17th day of May, 2010 before me personally appeared RAAL ROOS proved to me on the basis of satisfactory evidence to be the person[s] who executed the foregoing instrument on behalf of Innovations – Successful Salon Services, who being by me duly sworn did depose and say that he is an authorized officer of said corporation, that the said instrument was signed on behalf of said corporation, as authorized by its board of directors, and that he acknowledged said instrument to be the free act and deed of said corporation.



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Debbie W. Middleton
Notary Public

SCHEDULE A
to
SUPPLEMENT AND AMENDMENT
TO
TRADEMARK SECURITY AGREEMENT

[See attached]

U.S. TRADEMARK REGISTRATIONS CALENDAR YEAR 2009

| NAME | REGISTRATION NUMBER | REGISTRATION DATE | OWNER | COUNTRY |
|---|---------------------|-------------------|---|---------|
| BRILLIANCE SHINE & FREEZE | 3608358 | 04/21/2009 | Beauty Holding LLC | U.S. |
| COSMOPROF | 3678570 | 09/08/2009 | Innovations – Successful Salon Services | U.S. |
| COSMOPROF | 3678571 | 09/08/2009 | Innovations – Successful Salon Services | U.S. |
| CURL COUTURE | 3595643 | 03/24/2009 | Beauty Holding LLC | U.S. |
| CURL-IT-UP | 3667199 | 08/11/2009 | Beauty Holding LLC | U.S. |
| ENRICH YOUR HAIR IN SILKY COLOR! | 3658921 | 07/21/2009 | Beauty Holding LLC | U.S. |
| FINAL TAKE | 3558403 | 01/06/2009 | Beauty Holding LLC | U.S. |
| ION | 3665357 | 08/04/2009 | Beauty Holding LLC | U.S. |
| JAYME HAIR COLLECTION | 3588164 | 03/10/2009 | Beauty Holding LLC | U.S. |
| MOCHA MADNESS | 3628221 | 05/26/2009 | Beauty Holding LLC | U.S. |
| POWER IQ | 3588622 | 03/10/2009 | Beauty Holding LLC | U.S. |
| PROCLUB | 3559977 | 01/13/2009 | Beauty Holding LLC | U.S. |
| PUT YOUR FEET UP | 3677443 | 09/01/2009 | Beauty Holding LLC | U.S. |
| REDEFINE | 3680876 | 09/08/2009 | Beauty Holding LLC | U.S. |
| SALLY BEAUTY & Design SALLY BEAUTY SUPPLY | 3583116 | 03/03/2009 | Beauty Holding LLC | U.S. |
| SALLY BEAUTY & Design SALLY BEAUTY SUPPLY | 3583120 | 03/03/2009 | Beauty Holding LLC | U.S. |
| SALON CARE BLUE FLASH | 3588528 | 03/10/2009 | Beauty Holding LLC | U.S. |
| SATIN STRANDS | 3677392 | 09/01/2009 | Beauty Holding LLC | U.S. |
| SAVVY BLUSH TOUCH | 3633668 | 06/09/2009 | Beauty Holding LLC | U.S. |
| SAVVY GET BRONZED | 3633669 | 06/09/2009 | Beauty Holding LLC | U.S. |
| SILK ELEMENTS | 3592501 | 03/17/2009 | Beauty Holding LLC | U.S. |
| SMOOTH POLISH | 3716580 | 11/24/2009 | Beauty Holding LLC | U.S. |
| THICK ENUFF | 3716507 | 11/24/2009 | Beauty Holding LLC | U.S. |

U.S. TRADEMARK REGISTRATIONS CALENDAR YEAR 2009 (CONT'D)

| NAME | REGISTRATION NUMBER | REGISTRATION DATE | OWNER | COUNTRY |
|--------------|---------------------|-------------------|--------------------|---------|
| TOTAL IMPACT | 3677502 | 09/01/2009 | Beauty Holding LLC | U.S. |
| TSC | 3719268 | 12/01/2009 | Beauty Holding LLC | U.S. |
| WAXED OUT | 3562205 | 01/13/2009 | Beauty Holding LLC | U.S. |
| WET LOOK | 3715999 | 11/24/2009 | Beauty Holding LLC | U.S. |
| ZERO TO SEXY | 3667152 | 08/11/2009 | Beauty Holding LLC | U.S. |