

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM351267

|                              |  |
|------------------------------|--|
| <b>SUBMISSION TYPE:</b>      | NEW ASSIGNMENT                                     |
| <b>NATURE OF CONVEYANCE:</b> | Notice of Grant of Security Interest in Trademarks |

## CONVEYING PARTY DATA

| Name              | Formerly | Execution Date | Entity Type                         |
|-------------------|----------|----------------|-------------------------------------|
| IT Cosmetics, LLC |          | 08/12/2015     | LIMITED LIABILITY COMPANY: DELAWARE |

## RECEIVING PARTY DATA

|                          |  |
|--------------------------|--|
| <b>Name:</b>             | Bank of America, N.A., as Administrative Agent |
| <b>Street Address:</b>   | 135 S. LaSalle St.                             |
| <b>Internal Address:</b> | Mail Code: IL4-135-09-61                       |
| <b>City:</b>             | Chicago  |
| <b>State/Country:</b>    | ILLINOIS                                       |
| <b>Postal Code:</b>      | 60604  |
| <b>Entity Type:</b>      | national banking association: UNITED STATES    |

## PROPERTY NUMBERS Total: 94

| Property Type        | Number  | Word Mark                                |
|----------------------|---------|--|
| Registration Number: | 4765592 | YOUR MOST BEAUTIFUL                      |
| Registration Number: | 4765288 | FEELS LIKE SKIN                          |
| Registration Number: | 4765260 | EXPERIENCE IT                            |
| Registration Number: | 4765236 | GET COMPLIMENTS ON YOUR SKIN NOT YOUR MA |
| Registration Number: | 4765232 | GET COMPLIMENTS ON YOUR SKIN             |
| Registration Number: | 4752394 | IT BODY                                  |
| Registration Number: | 4752393 | IT SKINCARE                              |
| Registration Number: | 4739908 | BYE BYE FOUNDATION                       |
| Registration Number: | 4739616 | IT SKIN                                  |
| Registration Number: | 4735762 | IT BEAUTY SOLUTIONS                      |
| Registration Number: | 4735761 | IT SOLUTIONS                             |
| Registration Number: | 4732284 | BLURRED LINES                            |
| Registration Number: | 4731607 | IT GIRL                                  |
| Registration Number: | 4729132 | IT BRUSHES                               |
| Registration Number: | 4728185 | IT BEAUTY                                |
| Registration Number: | 4728127 | IT CLINICAL                              |
| Registration Number: | 4726639 | IT                                       |
| Registration Number: | 4725130 | 3D SKIN FLEX                             |

TRADEMARK

| Property Type        | Number  | Word Mark                               |
|----------------------|---------|---|
| Registration Number: | 4723939 | YOUR MAKEUP BUT BETTER                  |
| Registration Number: | 4720728 | BYE BYE DRAMA                           |
| Registration Number: | 4720694 | GREAT FOUNDATION GIVES YOU GREAT SKIN   |
| Registration Number: | 4720671 | LIVE BEAUTY FULLY                       |
| Registration Number: | 4672355 | EXPERIENCE VELVET                       |
| Registration Number: | 4650233 | CLINICALLY PROVEN. SKIN LOVING. PROBLEM |
| Registration Number: | 4638284 | YOUR MOST BEAUTIFUL YOU                 |
| Registration Number: | 4638237 | DISCOVER IT. LOVE IT. BELIEVE IT.       |
| Registration Number: | 4633118 | MAGIC ERASER                            |
| Registration Number: | 4622302 | CONFIDENCE IN A COMPACT                 |
| Registration Number: | 4611096 | FEEL THE MOMENT                         |
| Registration Number: | 4607189 | LINER LOVE                              |
| Registration Number: | 4606816 | BLUR BABY BLUR                          |
| Registration Number: | 4589151 | ANTI-AGING ARMOUR                       |
| Registration Number: | 4553278 | EYELIFT IN A TUBE                       |
| Registration Number: | 4537796 | NATURALLY PRETTY                        |
| Registration Number: | 4534540 | NO. 50 SERUM                            |
| Registration Number: | 4527102 | CC+                                     |
| Registration Number: | 4512798 | TIGHTLINE                               |
| Registration Number: | 4511852 | HEAVENLY LUXE                           |
| Registration Number: | 4491842 | YSBB                                    |
| Registration Number: | 4418691 | BYE BYE REDNESS                         |
| Registration Number: | 4377573 | YOUR SKIN BUT BETTER                    |
| Registration Number: | 4377572 | YLBB                                    |
| Registration Number: | 4377571 | YOUR BROWS BUT BETTER                   |
| Registration Number: | 4377570 | YBBB                                    |
| Registration Number: | 4324594 | HEAVENLY LUXE                           |
| Registration Number: | 4293250 | HELLO LIGHT                             |
| Registration Number: | 4271709 | MY LIPS BUT BETTER                      |
| Registration Number: | 4257050 | IT COSMETICS                            |
| Registration Number: | 4257048 | INNOVATIVE TECHNOLOGY COSMETICS         |
| Registration Number: | 4257024 | IT COSMETICS                            |
| Registration Number: | 4242184 | GET WET                                 |
| Registration Number: | 4218634 | NO TUG                                  |
| Registration Number: | 4210780 | CELEBRATION FOUNDATION                  |
| Registration Number: | 4120732 | LOVE STORY                              |
| Registration Number: | 4094231 | IT GIRL                                 |
| Registration Number: | 4086585 | HELLO LASHES                            |

| Property Type        | Number   | Word Mark                              |
|----------------------|----------|--|
| Registration Number: | 4079447  | DROPS OF LIGHT TECHNOLOGY              |
| Registration Number: | 4051768  | GROW-LUXE                              |
| Registration Number: | 3923013  | INNOVATIVE TECHNOLOGY COSMETICS        |
| Registration Number: | 3923001  | INNOVATIVE TECHNOLOGY COSMETICS        |
| Registration Number: | 3908329  | JE NE SAIS QUOI                        |
| Registration Number: | 3859275  | BROW POWER                             |
| Registration Number: | 3843923  | BYE BYE COSMETICS                      |
| Registration Number: | 3833839  | BYE BYE CONCEALER                      |
| Registration Number: | 3833838  | BYE BYE PORES                          |
| Registration Number: | 3833835  | BYE BYE LID LINES                      |
| Registration Number: | 3742874  | IT COSMETICS                           |
| Registration Number: | 3740434  | IT COSMETICS                           |
| Registration Number: | 3726006  | BOOBS AND CLEAVAGE IN A BOX            |
| Registration Number: | 3725988  | CHUTZPAH                               |
| Registration Number: | 3716458  | REVERSE BIRTHDAY                       |
| Registration Number: | 3674185  | MY YOUTHFUL SMILE                      |
| Registration Number: | 3644712  | BYE BYE UNDER EYE                      |
| Registration Number: | 3636060  | EYES OF SEDUCTION                      |
| Registration Number: | 3636059  | MY BEAUTIFUL BREASTS                   |
| Registration Number: | 3636058  | MY NAUGHTY MOUTH                       |
| Registration Number: | 3632708  | GROUNDBREAKING COSMETIC BODY SCULPTING |
| Registration Number: | 3521926  | ABS IN A BOX                           |
| Serial Number:       | 86975588 | BEAUTY BFF                             |
| Serial Number:       | 86670032 | IT'S TRULY YOUR EVER-LASHING LOVE      |
| Serial Number:       | 86670012 | FALL IN EVER-LASHING LOVE              |
| Serial Number:       | 86662569 | YOUR BEAUTY PROBLEM SOLVED             |
| Serial Number:       | 86640006 | YOUR LIPS BUT BETTER                   |
| Serial Number:       | 86571443 | IT HAIR                                |
| Serial Number:       | 86563750 | TIGHTLINER                             |
| Serial Number:       | 86557207 | COLD SPOON TECHNOLOGY                  |
| Serial Number:       | 86552343 | PROBLEM SOLVING BEAUTY                 |
| Serial Number:       | 86452879 | BEAUTY FULLY                           |
| Serial Number:       | 86452876 | LIVE BEAUTY FULLY                      |
| Serial Number:       | 86387683 | HYDRA-LUXE                             |
| Serial Number:       | 86071254 | GO VERTICAL                            |
| Serial Number:       | 85883766 | VELVET LUXE                            |
| Serial Number:       | 85656137 | YOUR LASHES BUT BETTER                 |
| Serial Number:       | 85656127 | YHBB                                   |

**CORRESPONDENCE DATA****Fax Number:** 9192868199*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.***Phone:** 919 286-8000**Email:** PTO\_TMconfirmation@mvalaw.com**Correspondent Name:** MOORE & VAN ALLEN PLLC**Address Line 1:** 3015 CARRINGTON MILL BOULEVARD**Address Line 2:** SUITE 400**Address Line 4:** MORRISVILLE, NORTH CAROLINA 27560

|                                |                     |
|--------------------------------|---------------------|
| <b>ATTORNEY DOCKET NUMBER:</b> | 327000-27292        |
| <b>NAME OF SUBMITTER:</b>      | John E. Slaughter   |
| <b>SIGNATURE:</b>              | /John E. Slaughter/ |
| <b>DATE SIGNED:</b>            | 08/13/2015          |

**Total Attachments: 6**

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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 Agreement dated as of August 12, 2015 (as the same may be amended, restated, amended and restated, modified or supplemented from time to time, the "Security Agreement") by and among the Grantors from time to time party thereto (each a "Grantor" and collectively, the "Grantors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the Secured Parties referenced therein, the undersigned Grantor has granted a continuing security interest in and a right to set off against the trademarks and trademark applications shown on Schedule 1 to the Administrative Agent for the ratable benefit of the Secured Parties.

The undersigned Grantor 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 Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

IT COSMETICS, LLC

By: 

Name: Paulo Lima

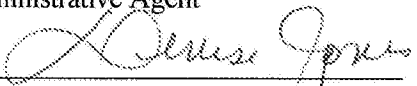
Title: Chief Financial Officer and  
Chief Operating Officer

[Signature Page to Notice of Grant of Security Interest in Trademarks – IT Cosmetics, LLC]

**TRADEMARK**  
**REEL: 005598 FRAME: 0940**

Acknowledged and Accepted:

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

By:   
Name: **Denise Jones**  
Title: **Assistant Vice President**

**Schedule 1**

**IT Cosmetics, LLC  
(Delaware Limited Liability Company)**

**U.S. Trademarks**

**Registered Marks**

| <b>Mark</b>  | <b>Reg. No.</b> | <b>Reg. Date</b> |
|--|-----------------|------------------|
| YOUR MOST BEAUTIFUL                                | 4765592         | 06/30/15         |
| FEELS LIKE SKIN                                    | 4765288         | 06/30/15         |
| EXPERIENCE IT                                      | 4765260         | 06/30/15         |
| GET COMPLIMENTS ON YOUR SKIN NOT YOUR MAKEUP       | 4765236         | 06/30/15         |
| GET COMPLIMENTS ON YOUR SKIN                       | 4765232         | 06/30/15         |
| IT BODY  | 4752394         | 06/09/15         |
| IT SKINCARE  | 4752393         | 06/09/15         |
| BYE BYE FOUNDATION                                 | 4739908         | 05/19/15         |
| IT SKIN  | 4739616         | 05/19/15         |
| IT BEAUTY SOLUTIONS                                | 4735762         | 05/12/15         |
| IT SOLUTIONS                                       | 4735761         | 05/12/15         |
| BLURRED LINES                                      | 4732284         | 05/05/15         |
| IT GIRL  | 4731607         | 05/05/15         |
| IT BRUSHES   | 4729132         | 04/28/15         |
| IT BEAUTY  | 4728185         | 04/28/15         |
| IT CLINICAL  | 4728127         | 04/28/15         |
| IT (Stylized)                                      | 4726639         | 04/28/15         |
| 3D SKIN FLEX                                       | 4725130         | 04/21/15         |
| YOUR MAKEUP BUT BETTER                             | 4723939         | 04/21/15         |
| BYE BYE DRAMA                                      | 4720728         | 04/14/15         |
| GREAT FOUNDATION GIVES YOU GREAT SKIN              | 4720694         | 04/14/15         |
| LIVE BEAUTY FULLY                                  | 4720671         | 04/14/15         |
| EXPERIENCE VELVET                                  | 4672355         | 01/13/15         |
| CLINICALLY PROVEN. SKIN LOVING. PROBLEM SOLUTIONS. | 4650233         | 12/02/14         |
| YOUR MOST BEAUTIFUL YOU                            | 4638284         | 11/11/14         |
| DISCOVER IT. LOVE IT. BELIEVE IT.                  | 4638237         | 11/11/14         |
| MAGIC ERASER                                       | 4633118         | 11/04/14         |
| CONFIDENCE IN A COMPACT                            | 4622302         | 10/14/14         |
| FEEL THE MOMENT                                    | 4611096         | 09/23/14         |
| LINER LOVE   | 4607189         | 09/16/14         |
| BLUR BABY BLUR                                     | 4606816         | 09/16/14         |
| ANTI-AGING ARMOUR                                  | 4589151         | 08/19/14         |
| EYE LIFT IN A TUBE                                 | 4553278         | 06/17/14         |
| NATURALLY PRETTY                                   | 4537796         | 05/27/14         |
| NO. 50 SERUM                                       | 4534540         | 05/20/14         |
| CC+  | 4527102         | 05/06/14         |
| TIGHTLINE  | 4512798         | 04/08/14         |



|  |         |          |
|--|---------|----------|
| HEAVENLY LUXE                          | 4511852 | 04/08/14 |
| YSBB                                   | 4491842 | 03/04/14 |
| BYE BYE REDNESS                        | 4418691 | 10/15/13 |
| YOUR SKIN BUT BETTER                   | 4377573 | 07/30/13 |
| YLBB                                   | 4377572 | 07/30/13 |
| YOUR BROWS BUT BETTER                  | 4377571 | 07/30/13 |
| YBBB                                   | 4377570 | 07/30/13 |
| HEAVENLY LUXE                          | 4324594 | 04/23/13 |
| HELLO LIGHT                            | 4293250 | 02/19/13 |
| MY LIPS BUT BETTER                     | 4271709 | 01/08/13 |
| IT COSMETICS                           | 4257050 | 12/11/12 |
| INNOVATIVE TECHNOLOGY COSMETICS        | 4257048 | 12/11/12 |
| IT COSMETICS (Stylized)                | 4257024 | 12/11/12 |
| GET WET                                | 4242184 | 11/13/12 |
| NO TUG                                 | 4218634 | 10/02/12 |
| CELEBRATION FOUNDATION                 | 4210780 | 09/18/12 |
| LOVE STORY                             | 4120732 | 04/03/12 |
| IT GIRL                                | 4094231 | 01/31/12 |
| HELLO LASHES                           | 4086585 | 01/17/12 |
| DROPS OF LIGHT TECHNOLOGY              | 4079447 | 01/03/12 |
| GROW-LUXE                              | 4051768 | 11/08/11 |
| INNOVATIVE TECHNOLOGY COSMETICS        | 3923013 | 02/22/11 |
| INNOVATIVE TECHNOLOGY COSMETICS        | 3923001 | 02/22/11 |
| JE NE SAIS QUOI                        | 3908329 | 01/18/11 |
| BROW POWER                             | 3859275 | 10/12/10 |
| BYE BYE COSMETICS                      | 3843923 | 09/07/10 |
| BYE BYE CONCEALER                      | 3833839 | 08/17/10 |
| BYE BYE PORES                          | 3833838 | 08/17/10 |
| BYE BYE LID LINES                      | 3833835 | 08/17/10 |
| IT COSMETICS (Stylized)                | 3742874 | 01/26/10 |
| IT COSMETICS                           | 3740434 | 01/19/10 |
| BOOBS AND CLEAVAGE IN A BOX            | 3726006 | 12/15/09 |
| CHUTZPAH                               | 3725988 | 12/15/09 |
| REVERSE BIRTHDAY                       | 3716458 | 11/24/09 |
| MY YOUTHFUL SMILE                      | 3674185 | 08/25/09 |
| BYE BYE UNDER EYE                      | 3644712 | 06/23/09 |
| EYES OF SEDUCTION                      | 3636060 | 06/09/09 |
| MY BEAUTIFUL BREASTS                   | 3636059 | 06/09/09 |
| MY NAUGHTY MOUTH                       | 3636058 | 06/09/09 |
| GROUNDBREAKING COSMETIC BODY SCULPTING | 3632708 | 06/02/09 |
| ABS IN A BOX                           | 3521926 | 10/21/08 |

### Pending Applications

| Mark                              | Appl. No. | Filing Date |
|-----------------------------------|-----------|-------------|
| BEAUTY BFF                        | 86975588  | 04/02/14    |
| IT'S TRULY YOUR EVER-LASHING LOVE | 86670032  | 06/22/15    |
| FALL IN EVER-LASHING LOVE         | 86670012  | 06/22/15    |
| YOUR BEAUTY PROBLEM SOLVED        | 86662569  | 06/15/15    |

|                        |          |          |
|------------------------|----------|----------|
| YOUR LIPS BUT BETTER   | 86640006 | 05/23/15 |
| IT HAIR                | 86571443 | 03/20/15 |
| TIGHTLINER             | 86563750 | 03/13/15 |
| COLD SPOON TECHNOLOGY  | 86557207 | 03/09/15 |
| PROBLEM SOLVING BEAUTY | 86552343 | 03/03/15 |
| BEAUTY FULLY           | 86452879 | 11/13/14 |
| LIVE BEAUTY FULLY      | 86452876 | 11/13/14 |
| HYDRA-LUXE             | 86387683 | 09/08/14 |
| GO VERTICAL            | 86071254 | 09/22/13 |
| VELVET LUXE            | 85883766 | 03/22/13 |
| YOUR LASHES BUT BETTER | 85656137 | 06/19/12 |
| YHBB                   | 85656127 | 06/19/12 |