

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM354827

| | | | |
|-----------------------------------|--|--|-------------------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| SUN & SKIN CARE RESEARCH, LLC | | 09/09/2015 | LIMITED LIABILITY COMPANY: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | SolSkyn Personal Care LLC | | |
| Street Address: | 1725 N Brown Road | | |
| City: | Lawrenceville | | |
| State/Country: | GEORGIA | | |
| Postal Code: | 30043 | | |
| Entity Type: | LIMITED LIABILITY COMPANY: DELAWARE | | |
| PROPERTY NUMBERS Total: 57 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 4596411 | OCEAN POTION | |
| Registration Number: | 4657504 | PROTECT & NOURISH FORTIFIED WITH VITAMIN | |
| Registration Number: | 4573776 | XTREME AMPLIFIER | |
| Registration Number: | 4633952 | XTREME INTENSIFIER | |
| Registration Number: | 4657299 | XTREME TANNING XCELERATOR | |
| Registration Number: | 4657235 | OCEAN POTION PROTECT AND RENEW | |
| Registration Number: | 4565412 | OCEAN POTION | |
| Registration Number: | 4594610 | SURFER FORMULA | |
| Registration Number: | 4447859 | WETSKIN TECH | |
| Registration Number: | 4412526 | INSTANT DRY 70 MIST | |
| Registration Number: | 4397038 | BULLFROG KIDS UV DEFENDER | |
| Registration Number: | 4318571 | INSTACOOOL | |
| Registration Number: | 4535454 | INSTANT DRY SPF30 MIST | |
| Registration Number: | 4347100 | NO-SQUITO | |
| Registration Number: | 4080651 | RX SUNCARE COLOR SAVER AND CONDITIONER H | |
| Registration Number: | 3948903 | SOLAR GEAR | |
| Registration Number: | 3962610 | WATER ARMOR | |
| Registration Number: | 3804579 | YOU WON'T SEE ME BURN! | |
| Registration Number: | 3667573 | SOLARSPHERE | |
| TRADEMARK | | | |

CH \$1440.00 4596411

| Property Type | Number | Word Mark |
|----------------------|----------|--|
| Registration Number: | 3667466 | RX SUNCARE |
| Registration Number: | 3699711 | SEACURE |
| Registration Number: | 3416131 | SOLAPLEX |
| Registration Number: | 3270519 | INSTANT DRY SPF 30 MIST |
| Registration Number: | 3287216 | INSTANT DRY SPF 50 MIST |
| Registration Number: | 3183001 | EVER GLOW |
| Registration Number: | 3183002 | GRADUAL GLOW |
| Registration Number: | 2910608 | FACE POTION |
| Registration Number: | 2912866 | HEAT WAVE |
| Registration Number: | 2865642 | OCEAN POTION |
| Registration Number: | 2724181 | OCEAN POTION |
| Registration Number: | 2766091 | OCEAN POTION |
| Registration Number: | 2847789 | MOSQUITO COAST |
| Registration Number: | 2286720 | NO-AD |
| Registration Number: | 2082576 | |
| Registration Number: | 2082577 | |
| Registration Number: | 2082578 | |
| Registration Number: | 2082579 | |
| Registration Number: | 2082580 | |
| Registration Number: | 2082581 | |
| Registration Number: | 1951563 | QUIK GEL |
| Registration Number: | 1996473 | THE ULTIMATE WATERPROOF SUNBLOCK |
| Registration Number: | 1279505 | AMPHIBIOUS FORMULA |
| Registration Number: | 1279506 | BULLFROG |
| Registration Number: | 0799637 | NO-AD |
| Registration Number: | 4302583 | ENGINEERED TO STAY PUT IN AND OUT OF THE |
| Registration Number: | 4306476 | BEAT THE BURN AND THE BITE |
| Serial Number: | 86689420 | BULL FROG SKIN RESCUE |
| Serial Number: | 86689467 | LAND SPORT |
| Serial Number: | 86689499 | BULL FROG WATER SPORT |
| Serial Number: | 86689530 | SWEAT TECH |
| Serial Number: | 86689590 | WATER ARMOR TECH |
| Serial Number: | 86689664 | BULL FROG OUTDOOR EXTREME |
| Serial Number: | 86689826 | BULL FROG INSECT SHIELD + |
| Serial Number: | 86574669 | ACTIVETECH |
| Serial Number: | 86377439 | INTELLISEAL TECHNOLOGY |
| Serial Number: | 86376991 | PREVENT & BRIGHTEN |
| Serial Number: | 86376946 | PREVENT & REPAIR |

CORRESPONDENCE DATA**Fax Number:**

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.

Email: mmakover@paulweiss.com, dewilliams@paulweiss.com

Correspondent Name: MATTHEW S. MAKOVER

Address Line 1: 1285 AVENUE OF THE AMERICAS

Address Line 4: NEW YORK, NEW YORK 10019-6064

| | |
|--------------------------------|----------------------|
| ATTORNEY DOCKET NUMBER: | 18600-018 |
| NAME OF SUBMITTER: | Matthew S. Makover |
| SIGNATURE: | /Matthew S. Makover/ |
| DATE SIGNED: | 09/11/2015 |

Total Attachments: 11

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ASSIGNMENT OF TRADEMARKS

This ASSIGNMENT OF TRADEMARKS (this "Assignment") is made this 9th day of September, 2015, by and between Sun & Skin Care Research, LLC, a Delaware limited liability company ("Assignor"), and SolSkyn Personal Care LLC, a Delaware limited liability company ("Assignee").

WITNESSETH:

WHEREAS, Assignor and Assignee are parties to that certain Master Intellectual Property Agreement, dated as of September 9, 2015 (the "Master IP Agreement");

WHEREAS, pursuant to the Master IP Agreement, Assignor agreed to assign to Assignee all of Assignor's rights, title and interests in and to the trademark registrations and trademark applications listed on Schedule 1 hereto (the "Assigned Trademarks"); and

WHEREAS, Assignee and Assignor are desirous of executing an instrument of assignment for purposes of recording the assignment of the Assigned Trademarks with the United States Patent and Trademark Office.

NOW THEREFORE, in consideration of the Master IP Agreement, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged:

1. **Assignment**. Assignor does hereby irrevocably sell, assign, convey and transfer to Assignee all its rights, title and interests (whether statutory, common law or otherwise) in and to the Assigned Trademarks, and all goodwill associated with any of Assigned Trademarks. The foregoing assignment of the Assigned Trademarks includes the exclusive rights to (a) bring actions, defend against or otherwise recover for infringements, and the right to the profits or damages due or accrued, arising out of or in connection with any and all past, present or future infringements of the Assigned Trademarks, (b) apply for, make filings with respect to and maintain all registrations, renewals and extensions thereof, and (c) all other rights of any kind whatsoever of Assignor in or to the Assigned Trademarks.
2. **Acknowledgment**. Assignor hereby acknowledges that from and after the date hereof, Assignee shall be the sole and exclusive owner of all of Assignor's rights, title and interests in and to the Assigned Trademarks. The parties hereby acknowledge and affirm that their respective rights in and to the Assigned Trademarks are more fully set forth in the Master IP Agreement. In the event of any conflict between the terms of this Assignment and the terms of the Master IP Agreement, the terms of the Master IP Agreement shall govern.
3. **Further Assurances**. Each Party agrees, without any further consideration, to execute and deliver such other documents and to take such other actions as

the other may reasonably request in order to effectuate the purposes of this Agreement and to consummate the actions contemplated hereby, including the execution of any assignment agreement as may be necessary to record and effectuate the assignment contemplated herein with the United States Patent and Trademark Office.

4. **Costs**. Any reasonable costs incurred by Assignor shall be borne by Assignee.
5. **Binding Effect; Assignment**. This Assignment shall be binding upon and inure solely to the benefit of the parties hereto and their respective successors and permitted assigns.
6. **Governing Law**. This Assignment shall be governed by, and construed in accordance with, the laws of the State of Florida, without regard to any conflict of laws provisions thereof that would result in the application of the laws of another jurisdiction.
7. **Counterparts; Effectiveness**. This Assignment may be executed in counterparts, each of which will be an original as regards any party whose signature appears thereon and both of which together will constitute one and the same instrument.

[Signature page follows.]

IN WITNESS WHEREOF, the parties hereto have caused this Assignment to be executed as of the date first written above by their respective officers thereunto duly authorized.

SUN & SKIN CARE RESEARCH, LLC

By: 
Name: Berndt Waetke
Title: CFO


SOLSKYN PERSONAL CARE LLC

By: 

Name: *Maggie Habeshu*

Title: *EV*



SCHEDULE 1

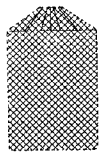


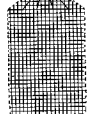
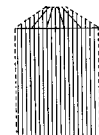
| Mark | Jurisdiction | App. No./ Filing Date | Reg. No./ Reg. Date | Status |
|---|---------------|--------------------------|------------------------|---------------|
| BULL FROG SKIN RESCUE BULL FROG SKIN RESCUE | United States | 86689420 10-JUL-2015 | Not Available | Pending (ITU) |
| LAND SPORT LAND SPORT | United States | 86689467 10-JUL-2015 | Not Available | Pending (ITU) |
| BULL FROG WATER SPORT BULL FROG WATER SPORT | United States | 86689499 10-JUL-2015 | Not Available | Pending (ITU) |
| SWEAT TECH Sweat TECH | United States | 86689530 10-JUL-2015 | Not Available | Pending (ITU) |
| WATER ARMOR TECH Water Armor TECH | United States | 86689590 10-JUL-2015 | Not Available | Pending (ITU) |
| BULL FROG OUTDOOR EXTREME BULL FROG OUTDOOR EXTREME | United States | 86689664 10-JUL-2015 | Not Available | Pending (ITU) |
| BULL FROG INSECT SHIELD + BULL FROG INSECT SHIELD + | United States | 86689826 10-JUL-2015 | Not Available | Pending (ITU) |
| ACTIVETECH ActiveTech | United States | 86574669 24-MAR-2015 | Not Available | Pending (ITU) |
| INTELLESEAL TECHNOLOGY  | United States | 86377439 26-AUG-2014 | Not Available | Pending |

| Mark | Jurisdiction | App. No./ Filing Date | Reg. No./ Reg. Date | Status |
|---|---------------|--------------------------|------------------------|---------------|
| PREVENT & BRIGHTEN PREVENT & BRIGHTEN | United States | 86376991 26-AUG-2014 | Not Available | Pending (ITU) |
| PREVENT & REPAIR PREVENT & REPAIR | United States | 86376946 26-AUG-2014 | Not Available | Pending |
| OCEAN POTION  | United States | 86166087 15-JAN-2014 | 4596411 02-SEP-2014 | Registered |
| PROTECT & NOURISH FORTIFIED WITH VITAMIN D3 PROTECT & NOURISH FORTIFIED WITH VITAMIN D3 | United States | 86105639 30-OCT-2013 | 4657504 16-DEC-2014 | Registered |
| XTREME AMPLIFIER XTREME AMPLIFIER | United States | 86105376 30-OCT-2013 | 4573776 22-JUL-2014 | Registered |
| XTREME INTENSIFIER XTREME INTENSIFIER | United States | 86092763 16-OCT-2013 | 4633952 04-NOV-2014 | Registered |
| XTREME TANNING XCELERATOR XTREME TANNING XCELERATOR | United States | 86057912 06-SEP-2013 | 4657299 16-DEC-2014 | Registered |
| OCEAN POTION PROTECT AND RENEW OCEAN POTION PROTECT AND RENEW | United States | 86042863 20-AUG-2013 | 4657235 16-DEC-2014 | Registered |
| OCEAN POTION OCEAN POTION | United States | 85961665 17-JUN-2013 | 4565412 08-JUL-2014 | Registered |
| SURFER FORMULA SURFER FORMULA | United States | 85957847 12-JUN-2013 | 4594610 26-AUG-2014 | Registered |

| Mark | Jurisdiction | App. No./ Filing Date | Reg. No./ Reg. Date | Status |
|---|---------------|--------------------------|------------------------|------------|
| WETSKIN TECH <i>WetSkin Tech</i> | United States | 85925457 07-MAY-2013 | 4447859 10-DEC-2013 | Registered |
| INSTANT DRY 70 MIST  | United States | 85911899 23-APR-2013 | 4412526 01-OCT-2013 | Registered |
| BULLFROG KIDS UV DEFENDER <small>BULLFROG KIDS UV DEFENDER</small> | United States | 85564332 08-MAR-2012 | 4397038 03-SEP-2013 | Registered |
| INSTACOOOL INSTACOOOL | United States | 85555327 28-FEB-2012 | 4318571 09-APR-2013 | Registered |
| INSTANT DRY SPF30 MIST  | United States | 85193424 08-DEC-2010 | 4535454 27-MAY-2014 | Registered |
| NO-SQUITO NO-SQUITO | United States | 85109458 17-AUG-2010 | 4347100 04-JUN-2013 | Registered |
| RX SUNCARE COLOR SAVER AND CONDITIONER HAIRGUARD HPF   | United States | 77965602 23-MAR-2010 | 4080651 03-JAN-2012 | Registered |
| SOLAR GEAR SOLAR GEAR | United States | 77922398 28-JAN-2010 | 3948903 19-APR-2011 | Registered |

| Mark | Jurisdiction | App. No./ Filing Date | Reg. No./ Reg. Date | Status |
|--|---------------|--------------------------|------------------------|------------|
| WATER ARMOR WATER ARMOR | United States | 77832423 22-SEP-2009 | 3962610 17-MAY-2011 | Registered |
| YOU WON'T SEE ME BURN! YOU WON'T SEE ME BURN! | United States | 77752012 04-JUN-2009 | 3804579 15-JUN-2010 | Registered |
| SOLARSPHERE SOLARSPHERE | United States | 77477970 19-MAY-2008 | 3667573 11-AUG-2009 | Registered |
| RX SUNCARE  suncare | United States | 77440235 04-APR-2008 | 3667466 11-AUG-2009 | Registered |
| SeaCure SEACURE | United States | 77384248 30-JAN-2008 | 3699711 20-OCT-2009 | Registered |
| SOLAPLEX SOLAPLEX | United States | 78907903 14-JUN-2006 | 3416131 22-APR-2008 | Registered |
| INSTANT DRY SPF 30 MIST  | United States | 78714368 16-SEP-2005 | 3270519 24-JUL-2007 | Registered |
| INSTANT DRY SPF 50 MIST  | United States | 78714395 16-SEP-2005 | 3287216 28-AUG-2007 | Registered |
| EVER GLOW EVER GLOW | United States | 78666468 08-JUL-2005 | 3183001 12-DEC-2006 | Registered |

| Mark | Jurisdiction | App. No./ Filing Date | Reg. No./ Reg. Date | Status |
|---|---------------|--------------------------|------------------------|------------|
| GRADUAL GLOW GRADUAL GLOW | United States | 78666477 08-JUL-2005 | 3183002 12-DEC-2006 | Registered |
| FACE POTION | United States | 78269190 01-JUL-2003 | 2910608 14-DEC-2004 | Registered |
| HEAT WAVE | United States | 78269201 01-JUL-2003 | 2912866 21-DEC-2004 | Registered |
| OCEAN POTION | United States | 78121346 12-APR-2002 | 2865642 20-JUL-2004 | Registered |
| OCEAN POTION | United States | 78107715 08-FEB-2002 | 2724181 10-JUN-2003 | Registered |
| OCEAN POTION  | United States | 76159891 03-NOV-2000 | 2766091 23-SEP-2003 | Registered |
| MOSQUITO COAST | United States | 76061736 02-JUN-2000 | 2847789 01-JUN-2004 | Registered |
| NO-AD | United States | 75489075 21-MAY-1998 | 2286720 12-OCT-1999 | Registered |
| <i>Design Only</i>  | United States | 74707002 27-JUL-1995 | 2082576 22-JUL-1997 | Registered |

| Mark | Jurisdiction | App. No./ Filing Date | Reg. No./ Reg. Date | Status |
|---|---------------|--------------------------|------------------------|------------|
| <i>Design Only</i>  | United States | 74707003 27-JUL-1995 | 2082577 22-JUL-1997 | Registered |
| <i>Design Only</i>  | United States | 74707004 27-JUL-1995 | 2082578 22-JUL-1997 | Registered |
| <i>Design Only</i>  | United States | 74707005 27-JUL-1995 | 2082579 22-JUL-1997 | Registered |
| <i>Design Only</i>  | United States | 74707006 27-JUL-1995 | 2082580 22-JUL-1997 | Registered |
| <i>Design Only</i>  | United States | 74707007 27-JUL-1995 | 2082581 22-JUL-1997 | Registered |
| QUIK GEL | United States | 74654728 30-MAR-1995 | 1951563 23-JAN-1996 | Registered |
| THE ULTIMATE WATERPROOF SUNBLOCK | United States | 74597971 14-NOV-1994 | 1996473 27-AUG-1996 | Registered |
| AMPHIBIOUS FORMULA | United States | 73402078 08-NOV-1982 | 1279505 29-MAY-1984 | Registered |

| Mark | Jurisdiction | App. No./ Filing Date | Reg. No./ Reg. Date | Status |
|---|---------------|--------------------------|-----------------------------|------------|
| BULLFROG | United States | 73402109 08-NOV-1982 | 1279506 29-MAY-1984 | Registered |
| NO-AD NO-AD | United States | 72205547 04-NOV-1964 | 0799637 30-NOV-1965 | Registered |
| ENGINEERED TO STAY PUT IN AND OUT OF THE WATER <small>ENGINEERED TO STAY PUT IN AND OUT OF THE WATER</small> | United States | 85526176 26-JAN-2012 | 4302583 12-MAR-2013 | Registered |
| BEAT THE BURN AND THE BITE <small>BEAT THE BURN AND THE BITE</small> | United States | 85520395 19-JAN-2012 | 4306476 19-MAR-2013 | Registered |
| OCEAN POTION | Florida | Not Available | T02000000440 25-APR-2002 | Registered |