

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM390306

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Astral Health & Beauty, Inc.		07/01/2016	Corporation: PENNSYLVANIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Synovus Bank		
<b>Street Address:</b>	3280 Peachtree Road		
<b>Internal Address:</b>	5th Floor		
<b>City:</b>	Atlanta		
<b>State/Country:</b>	GEORGIA		
<b>Postal Code:</b>	30305		
<b>Entity Type:</b>	Corporation: GEORGIA		
<b>PROPERTY NUMBERS Total: 24</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	1488969	ALOETTE	
<b>Registration Number:</b>	1970264	ALOESPA	
<b>Registration Number:</b>	2382521	COLOR BLENDS	
<b>Registration Number:</b>	2470442		
<b>Registration Number:</b>	2592536	SIMPLY CLEAR	
<b>Registration Number:</b>	2753957	TIME RESTORE	
<b>Registration Number:</b>	2840479	ALOE PURE	
<b>Registration Number:</b>	3274226	PÜR MINERALS	
<b>Registration Number:</b>	3369260	SPA INDULGENCE	
<b>Registration Number:</b>	3510721	RESULTS RX	
<b>Registration Number:</b>	3714163	RESULTS RX	
<b>Registration Number:</b>	3714309	PÜRMINERALS	
<b>Registration Number:</b>	3856163	BE FIRM	
<b>Registration Number:</b>	4251086	BEAUTY BULLET	
<b>Registration Number:</b>	4302000	CERETIN	
<b>Registration Number:</b>	4302185	CEASE CREASE	
<b>Registration Number:</b>	4373092	THE COMPLEXION AUTHORITY	
<b>Registration Number:</b>	4384700	DISAPPEARING ACT	

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Property Type	Number	Word Mark
Registration Number:	4471935	FARM TO JAR
Registration Number:	4482794	PUR ARGAN
Registration Number:	4498400	ALOEGANIC
Registration Number:	4603104	BIG LOOK
Registration Number:	4724551	PUR ARGAN YOUTH RENEW SERUM
Serial Number:	86466914	PUR VIE

**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:** pearl.hu@agg.com  
**Correspondent Name:** Pearl Hu  
**Address Line 1:** 171 17th Street, NW  
**Address Line 2:** Suite 2100  
**Address Line 4:** Atlanta, GEORGIA 30363

<b>NAME OF SUBMITTER:</b>	Pearl Hu
<b>SIGNATURE:</b>	/Pearl Hu/
<b>DATE SIGNED:</b>	07/05/2016

**Total Attachments: 5**  
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**Notice of Grant of Security Interest in U.S. Trademarks**

July 1, 2016

To: United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to that certain Amended and Restated Loan and Security Agreement dated as of July 1, 2016 (as the same may be amended, modified, extended or restated from time to time, the "Security Agreement"), by and among ASTRAL HEALTH & BEAUTY, INC. a Pennsylvania corporation, certain other parties thereto, and SYNOVUS BANK, in its capacity as Lender (the "Collateral Agent"), the undersigned have granted a continuing security interest in and to, and Lien (as defined in the Security Agreement) upon, all right, title, and interest in the trademarks shown below to the Collateral Agent:

U.S. TRADEMARK REGISTRATIONS

Mark	Reg. No.	Reg. Date	Serial No.	App. Date	Owner of Record
ALOETTE	1488969	May 24, 1988	73629291	November 7, 1986	Astral Health & Beauty, Inc.
ALOESPA	1970264	April 23, 1996	74328072	November 3, 1992	Astral Health & Beauty, Inc.
COLOR BLENDS	2382521	September 5, 2000	75642724	February 18, 1999	Astral Health & Beauty, Inc.
	2470442	July 17, 2001	75773438	August 11, 1999	Astral Health & Beauty, Inc.
SIMPLY CLEAR	2592536	July 9, 2002	76033879	April 25, 2000	Astral Health & Beauty, Inc.
TIME RESTORE	2753957	August 19, 2003	76308168	August 31, 2001	Astral Health & Beauty, Inc.
ALOE PURE	2840479	May 11, 2004	75666378	March 23, 1999	Astral Health & Beauty, Inc.
PUR MINERALS	3274226	August 7, 2007	78536897	December 22, 2004	Astral Health & Beauty, Inc.
SPA INDULGENCE	3369260	January 15, 2008	78802624	January 30, 2006	Astral Health & Beauty, Inc.
RESULTS RX	3510721	October 7, 2008	77213309	June 22, 2007	Astral Health & Beauty, Inc.
RESULTS RX	3714163 (Prior Reg. No. 3510721)	November 24, 2009	77594755	October 17, 2008	Astral Health & Beauty, Inc.
pürminerals	3714309 (Prior Reg. No. 3274226)	November 24, 2009	77623753	December 1, 2008	Astral Health & Beauty, Inc.

Mark	Reg. No.	Reg. Date	Serial No.	App. Date	Owner of Record
BE FIRM	3856163	October 5, 2010	77932677	February 10, 2010	Astral Health & Beauty, Inc.
BEAUTY BULLET	4251086	November 27, 2012	85409610	August 28, 2011	Astral Health & Beauty, Inc.
CERETIN	4302000	March 12, 2013	85315451	May 9, 2011	Astral Health & Beauty, Inc.
CEASE CREASE	4302185	March 12, 2013	85409616	August 29, 2011	Astral Health & Beauty, Inc.
THE COMPLEXION AUTHORITY	4373092	July 23, 2013	85438728	October 4, 2011	Astral Health & Beauty, Inc.
DISAPPEARING ACT	4384700	August 13, 2013	85462500	November 2, 2011	Astral Health & Beauty, Inc.
Farm to Jar	4471935	January 21, 2014	85724384	September 10, 2012	Astral Health & Beauty, Inc.
PUR ARGAN	4482794	February 11, 2014	85925891	May 7, 2013	Astral Health & Beauty, Inc.
ALOEGANIC	4498400	March 18, 2014	85201510	December 20, 2010	Astral Health & Beauty, Inc.
BIG LOOK	4603104	September 9, 2014	86084556	October 7, 2013	Astral Health & Beauty, Inc.
Words only as this is a logo PUR ARGAN YOUTH RENEW SERUM	4724551	April 21, 2015	86034735	August 12, 2013	Astral Health & Beauty, Inc.
PUR   THE COMPLEXION AUTHORITY	Prior Registrations: 3274226; 3714309; 4373092		86716656	August 6, 2015	Astral Health & Beauty, Inc.
PUR	THE COMPLEXION	Prior Registrations: 3274226; 3714309; 4373092	86716661	August 6, 2015	Astral Health & Beauty, Inc.
COSMETICS	AUTHORITY				
PUR BEAUTY	Prior 3274226; 3714309		86716662	August 6, 2015	Astral Health & Beauty, Inc.
PUR	Prior 3274226; 3714309		86716665	August 6, 2015	Astral Health & Beauty, Inc.

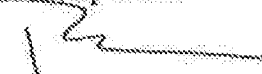
Mark	Reg. No.	Reg. Date	Serial No.	App. Date	Owner of Record
PUR VIE		Still Under application process	86466914	November 28, 2015	Astral Health & Beauty, Inc.

[Signature pages to follow]

The undersigned and the Collateral Agent hereby acknowledge and agree that the security interest in the foregoing trademarks (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 any of the goodwill associated therewith.

Very truly yours,

ASTRAL HEALTH & BEAUTY, INC. a  
Pennsylvania corporation

By:   
Name: ROBERT K. COHEN  
Title: CEO and EXECUTIVE CHAIRMAN

[CORPORATE SEAL]

NOTICE OF GRANT OF SECURITY INTEREST IN U.S. TRADEMARKS - AS

TRADEMARK  
REEL: 005826 FRAME: 0378

Acknowledged and Accepted.

SYNOVUS BANK,  
as Collateral Agent

By: *[Signature]*  
Name: *Brad A Beard*  
Title: *SVP, Corporate*

NOTICE OF GRANT OF SECURITY INTEREST IN U.S. TRADEMARKS - AS