

02-16-1999

ET

Docket No.:

29170-21



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100965334

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Obagi Medical Products, Inc.



02-03-1999

U.S. Patent & TMO/ TM Mail Rcpt Dt. #61

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership

Additional names(s) of conveying party(ies)  Yes  No

2. Name and address of receiving party(ies):

Name: Imperial Bank

Internal Address:

Street Address: 695 Town Center Drive, Ste. 100

City: Costa Mesa State: CA ZIP: 92626

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other California chartered bank

If assignee is not domiciled in the United States, a domestic designation is  Yes  N  
(Designations must be a separate document from Additional name(s) & address(es)  Yes  N

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Amendment to Mortgage
- Merger
- Change of Name

Execution Date: January 4, 1999

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,160,756  
1,820,927  
1,803,964

Additional numbers  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Anthony A. Adler, Esq.

Internal Address: Mitchell Silberberg & Knupp LLP

Street Address: 11377 West Olympic Boulevard

City: Los Angeles State: CA ZIP: 90064

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41): \$ 90.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

13-3735

02/12/1999 DNGUYEN 00000148 2160756

DO NOT USE THIS SPACE

01 FC:481 40.00 OP  
02 FC:482 50.00 OP

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Joseph G. Swan

Name of Person Signing

Signature

February 3, 1999

Date

Total number of pages including cover sheet, attachments, and

4

AMENDMENT TO MORTGAGE, ASSIGNMENT AND GRANT  
OF SECURITY INTEREST WITH RESPECT TO TRADEMARKS

This Amendment to Mortgage, Assignment And Grant of Security Interest With Respect to Trademarks is entered into as of January 4, 1999 by and between Obagi Medical Products, Inc., a California corporation (the "Borrower"), and Imperial Bank, a California banking corporation (the "Bank"), with respect to the following facts:

A. Borrower entered into that certain Mortgage, Assignment and Grant of Security Interest with Respect to Trademarks, dated as of May, 19, 1998, which was filed with the United States Department of Commerce, Patent and Trademark Office, on June 3, 1998 (real/frame: 1739/0656) (the "Trademark Mortgage").

B. The parties hereto wish to amend the Trademark Mortgage.

NOW THEREFORE the parties hereto agree as follows:


1. On Schedule A to the Trademark Mortgage: the reference to the trademark/service mark, "Obagi Skin Health Systems" is hereby deleted and the trademark/service mark " Obagi Skin Health" is substituted therefor; the reference to the trademark/service mark "Program III Basic" is hereby deleted and the trademark/service mark "Program II Basic" is substituted therefor; and the reference to the trademark/service mark "Program I Monitoring Lotion" is hereby deleted and the trademark/service mark " Program I Morning Lotion" is substituted therefor.


2. Except as otherwise expressly provided herein, the Trademark Mortgage shall remain in full force and effect.

IN WITNESS WHEREOF the parties hereto have executed this Amendment to Mortgage, Assignment and Grant of Security Interest with Respect to Trademarks as of the date first above written.

OBAGI MEDICAL PRODUCTS, INC.

IMPERIAL BANK

By:   
Its: C.O.O.

By:   
Its: Vice President Regional Vice President

**ALL-PURPOSE ACKNOWLEDGMENT**

State of California )  
County of Los Angeles )

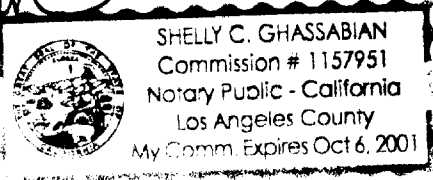
On January 21, 1999 before me, Shelly C Ghassabian  
DATE

personally appeared IAN G. WALKER  
NAME(S) OF SIGNER(S)

personally known to me -OR-  
 proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) ~~is~~ are subscribed to the within instrument and acknowledged to me that ~~he~~ ~~she~~ ~~they~~ executed the same in ~~his~~ ~~her~~ ~~their~~ authorized capacity(ies), and that by ~~his~~ ~~her~~ ~~their~~ signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

Witness my hand and official seal.

Shelly C Ghassabian  
SIGNATURE OF NOTARY



**CAPACITY CLAIMED BY SIGNER**

INDIVIDUAL(S)  
 CORPORATE \_\_\_\_\_

OFFICER(S) \_\_\_\_\_  
TITLE(S) \_\_\_\_\_

- PARTNER(S)
- ATTORNEY-IN-FACT
- TRUSTEE(S)
- SUBSCRIBING WITNESS
- GUARDIAN/CONSERVATOR
- OTHER: \_\_\_\_\_

**SIGNER IS REPRESENTING:**

NAME OF PERSON(S) OR ENTITY(IES)  
Obagi Medical Products, Inc

**OPTIONAL SECTION**

THIS CERTIFICATE MUST BE ATTACHED TO THE DOCUMENT DESCRIBED AT RIGHT:

TITLE OR TYPE OF DOCUMENT: Amendment to Mortgage

Though the data requested here is not required by law, it could prevent fraudulent reattachment of this form.

NUMBER OF PAGES \_\_\_\_\_ DATE OF DOCUMENT \_\_\_\_\_

SIGNER(S) OTHER THAN NAMED ABOVE xxx

**ALL-PURPOSE ACKNOWLEDGMENT**

State of California )  
County of Los Angeles )

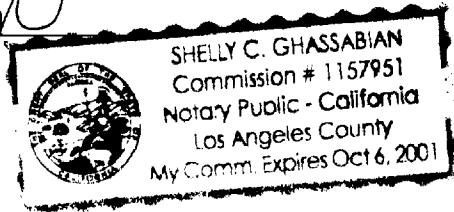
On January 21, 1999 before me Shelly G. Ghassabian  
DATE

personally appeared Caroline Harkins  
NAME(S) OF SIGNER(S)

~~personally known to me~~ **OR**  
 proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) ~~is~~ are subscribed to the within instrument and acknowledged to me that ~~he~~ she ~~they~~ executed the same in ~~his~~ her ~~their~~ authorized capacity(ies), and that by ~~his~~ her ~~their~~ signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

Witness my hand and official seal.

Shelly C. Ghassabian  
SIGNATURE OF NOTARY



**CAPACITY CLAIMED BY SIGNER**

INDIVIDUAL(S)  
 CORPORATE \_\_\_\_\_

OFFICER(S) \_\_\_\_\_  
TITLE(S) \_\_\_\_\_

PARTNER(S)  
 ATTORNEY-IN-FACT  
 TRUSTEE(S)  
 SUBSCRIBING WITNESS  
 GUARDIAN/CONSERVATOR  
 OTHER: \_\_\_\_\_

**SIGNER IS REPRESENTING:**  
NAME OF PERSON(S) OR ENTITY(IES)

Imperial Bank

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