

06-30-1999



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CERTIFICATE OF EXPRESS MAILING

I hereby certify that this document was deposited with the U.S. Postal Service, Express Mail Post Office to Addressee Service Express Mail No. EE643319314US to: Assistant Commissioner for Trademarks Box Assignment 2900 Crystal Drive Arlington, Virginia 22202-3513 This 2 day of June, 1999.

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Lisa M. Gigliotti

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

TO THE HONORABLE COMMISSIONER OF PATENTS AND TRADEMARKS

Please record the attached original documents or copy thereof.

6-22-99

1. Name of Conveying Party:

Cosmair, Inc.
Delaware Corporation

2. Name and Address of Receiving Party:

Maybelline Cosmetics Corporation
575 Fifth Avenue
New York, New York 10017
Delaware Corporation



06-22-1999

U.S. Patent & TMOtc/TM Mail Rcpt Dt. #01

3. Nature of Conveyance: Assignment
Execution Date: December 31, 1998

4. Trademark Application Serial Nos.: See Attached

5. Trademark Registration Nos.: See Attached

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

Lisa M. Gigliotti, Esq.
Cosmair, Inc.
575 Fifth Avenue
New York, New York, 10017

Total number of registrations/applications involved: 29

06/29/1999 DNGUYEN 00000235 75545832

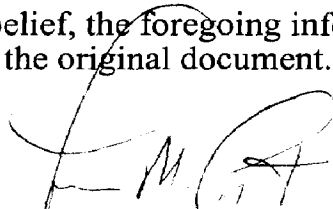
01 FC:481 40.00 OP
02 FC:482 700.00 OP

Total Fee (37 CFR § 3.41): \$740.00

Check No. *494503* is attached.

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.

Dated: June²¹, 1999



Lisa M. Gigliotti

Total: Three pages

Trademark Application Serial Nos.:

75/545,832 – WHAT’S HAPPENING ON THE STREET?
75/546,641 – WHAT’S HAPPENING ON THE STREET THESE DAYS?
75/165,422 – CONTOUR

Trademark Registration Nos.:

2,027,188 – ATARA
1,864,977 – A.W.A.R.E.
2,137,861 – BLONDE DIMENSIONS
2,147,169 – BODY & BOUNCE
2,033,767 – CAT
2,091,254 – CENTIGRADE
1,746,704 – COLOUR FUSION
2,095,072 – DIRECT
2,063,447 – EARN A BETTER LIVING, LIVE A BETTER LIFE
2,181,312 – EXPRESS FINISH
2,055,887 – FAT CAT
1,986,308 – FRAMEWORK
2,097,572 – GLASS
2,097,573 – HOT SETS
1,444,754 -- INFAMOUS
2,207,597 -- INTERBOND
2,168,928 – LIFT & SHINE
1,532,524 -- NOTORIOUS
2,012,747 – ONE 2 ONE
2,093,631 – ONE 2 ONE DESIGN
2,033,034 – DESIGN ONLY (One 2 One)
2,097,571 – OUTLINE
2,027,008 – PREART
2,150,265 – QUICK DRY
2,107,831 – SHADES ABOVE
2,079,233 – TO PRESERVE AND PROTECT

**ASSIGNMENT OF TRADEMARKS
AND COPYRIGHTS**

This ASSIGNMENT OF TRADEMARKS and COPYRIGHTS (this "Assignment") is made and executed effective as of the close of business on December 31, 1998, by Cosmair, Inc. ("Assignor"), a Delaware corporation, in favor of Maybelline Cosmetics Corporation ("Assignee"), a Delaware corporation.

WHEREAS, Assignor is the owner of the trademarks, tradenames, trademark registrations and trademark applications listed on Exhibit A (collectively, the Trademarks") and the copyrights, copyright applications and copyright registrations listed on Exhibit B (collectively, the "Copyrights") attached hereto and made a part hereof;

NOW, THEREFORE, in consideration of the above premises, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereby agree as follows:

1. Transfer of Trademarks. Assignor hereby assigns to Assignee and its successors and assigns all of Assignor's right, title and interest in and to the Trademarks and all registrations thereof and applications therefor, together with all goodwill associated with, corresponding to, symbolized by and embodied in the Trademarks.

2. Transfer of Copyrights. Assignor hereby assigns to Assignee all of Assignor's right, title and interest in and to the copyrightable works listed on Exhibit B, including all rights comprising the Copyrights therein and all existing Copyright registrations and applications therefor for the full term of said Copyrights.

3. Recordation of Assignment. Assignor will cooperate with Assignee to record this Assignment with the appropriate governmental entities in all jurisdictions designated by Assignee, including without limitation, the United States Trademark Office and Copyright Office.

IN WITNESS WHEREOF, Assignor has executed this Assignment effective as of the close of business on December 31, 1998.

COSMAIR, INC.

By: _____

Roger Dolden
Senior Vice President

EXHIBIT A

Trademarks
(See List Attached)

**REDKEN TRADEMARKS OWNED BY COSMAIR, INC.
BEING TRANSFERRED TO MAYBELLINE COSMETICS CORPORATION**

Mark	Status	Application No. (if applicable)	Registration No. (if applicable)	Class(es)	Goods/Services	Owner
Atara	Registered	75/057537	2027188	3	Hair permanent waving preparations	Cosmair
A. W.A.R.E.	Registered	No Number	1864977	41 (?) 16 (?) 9 (?)	Development and dissemination of educational materials in the field of environmental awareness	Cosmair
Blonde Dimensions	Registered	75/108103	2137861	3	Hair bleaching power	Cosmair
Body & Bounce	Registered	75/165423	2147169	3	Hair gel	Cosmair
Cat	Registered	75/058236	2033767	3	Hair care products, namely, shampoo, conditioner, styling preparations, non-medicated hair care preparation, and finishing spray	Cosmair
Centigrade	Registered	75/166019	2091254	3	Hair gel	Cosmair
Colour Fusion	Registered	74/207347	1746704	3	Powder blush	Cosmair
Contour	Pending	75/165422		3	Hair lotion	Cosmair
Direct	Registered	75/165421	2095072	3	Hair spray	Cosmair
Earn A Better Living, Live A	Registered	75/133850	2063447	3	Training seminars in the field of hair care	Cosmair
Express Finish	Registered	75/194032	2181312	3, 1, 4, 6, 50, 51, 52	Nail enamel	Cosmair
Fat Cat	Registered	74/606104	2055887	3	Hair treatment preparation	Cosmair
Framework	Registered	74/606108	1983608	3	Hair treatment preparation	Cosmair
Glass	Registered	75/166016	2097572	3	Hair conditioner	Cosmair
Hot Sets	Registered	75/166017	2097573	3	Hair spray	Cosmair
Infamous	Registered	No Number	1444754	3	Perfume	Cosmair
Interbond	Allowed	75256581		D (3?)	Non-medicated hair care preparations, namely, shampoos and conditioner treatments	Cosmair
Lift & Shine	Registered	75/165424	2168928	3	Hair spritz	Cosmair
Notorious	Registered	No Number	1532524	3	Perfumes, toilet waters, colognes, eau de toilette, skin moisturizing creams, etc.	Cosmair
One 2 One	Registered	74/643278	2012747	3, 5	Class 3: Non-medicated hair care preparations, namely, shampoos, rinses,	Cosmair

**REDKEN TRADEMARKS OWNED BY COSMAIR, INC.
BEING TRANSFERRED TO MAYBELLINE COSMETICS CORPORATION**

Mark	Status	Application No. (if applicable)	Registration No. (if applicable)	Class(es)	Goods/Services	Owner
One 2 One & Design	Registered	75/054528	2093631	18, 21, 25	conditioners, sprays, make-up, skin creams, lotions and gels, facial powders Class 5: Vitamins Class 18: tote bags Class 21: Hairbrushes and spray bottles sold empty Class 25: Hats	Cosmair
One 2 One Design	Registered	74/703459	2033034	3, 5	Class 3: Non-medicated hair care preparations, namely, shampoos, rinses, conditioner, sprays, make-up, skin creams, lotions and gels, facial powders Class 5: Vitamins	Cosmair
Outline	Registered	75/166015	2097571	3	Hair gel	Cosmair
Preart (Stylized)	Registered	75/045700	2027008	3	Hair cream	Cosmair
Quick Dry	Registered	75/166018	2150265	3	Hair spray	Cosmair
Shades Above	Registered	75/065339	2107831	3	Hair coloring preparations	Cosmair
To Preserve And Protect	Registered	75/145796	2079233	3, 5	Class 3: Non-medicated hair care preparations, namely shampoos, rinses, conditioners, sprays, make-up, skin cremes, lotions and gels, facial powders Class 5: Vitamins	Cosmair
What's Happening On The Street	Filed	75/545832		16	Printed instructional and informational materials in the field of hair care	Cosmair
What's Happening On The Street	Filed	75/546641		16	Hair care products; newsletters in the field of hair care	Cosmair

EXHIBIT B

Copyrights

Any and all copyrightable works owned by Assignor that are used exclusively or predominantly in connection with the Trademarks listed on Exhibit A.

Document 16

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RECORDED: 06/22/1999

TRADEMARK
REEL: 001920 FRAME: 0603