

07-27-2001



7-17-01

Form FTQ-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings		<b>RECO</b> <b>TRADEMARKS ONLY</b>	<b>101790771</b>	DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.				
1. Name of conveying party(ies): <b>Matrix Essentials, Inc.</b> (an Ohio Corporation)		2. Name and address of receiving party(ies) Name: <u>L'Oreal USA Creative, Inc.</u> Internal Address: _____ Street Address: <u>575 Fifth Ave.</u> City: <u>New York</u> State: <u>NY</u> Zip: <u>10017</u>		
<input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State ( <u>Ohio</u> ) <input type="checkbox"/> Other _____		<input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>Delaware</u> <input type="checkbox"/> Other _____		
Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment!) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
3. Nature of conveyance: <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input checked="" type="checkbox"/> Other <u>corrective assignment to</u> <u>correct error in the state</u> <u>of incorporation of conveying party</u> <u>in the Assignment at Reel/Frame</u>		Execution Date: <u>2273/0050</u> <u>execution on date January 1, 2001</u>		
4. Application number(s) or registration number(s): A. Trademark Application No.(s)		B. Trademark Registration No.(s) <u>See Trademark Schedule Attached</u>		
		Additional number(s) attached <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Lisa M. Gigliotti, Esq.</u> Internal Address: <u>L'Oreal USA Creative, Inc.</u> _____ _____ Street Address: <u>575 Fifth Ave.</u> _____ City: <u>New York</u> State: <u>NY</u> Zip: <u>10017</u>		6. Total number of applications and registrations involved: <span style="border: 1px solid black; padding: 2px;">134</span>		
		7. Total fee (37 CFR 3.41)..... <u>\$3,365</u> <input checked="" type="checkbox"/> Enclosed <span style="float: right;"><u>3365 E</u></span> <input type="checkbox"/> Authorized to be charged to deposit account		
		8. Deposit account number: <u>for additional fees or overpayment</u> <u>03-0348</u> (Attach duplicate copy of this page if paying by deposit account)		
<b>DO NOT USE THIS SPACE</b>				
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.		<div style="text-align: right;">   <u>9/26/01</u>          Date       </div>		
<u>LISA M. Gigliotti</u> Name of Person Signing		Signature		
Total number of pages including cover sheet, attachments, and document: <span style="border: 1px solid black; padding: 2px;">  </span>				

Mail documents to be recorded with required cover sheet information to:  
 Commissioner of Patent & Trademarks, Box Assignments  
 Washington, D.C. 20231

**TRADEMARK**  
**REEL: 002339 FRAME: 0555**

TRADEMARKS

Exhibit A: Page 1

UNITED STATES TRADEMARKS

Serial No. Reg. No.

1.	A DAY IN THE SUN	74-612,707	2,024,452
2.	ACTIVE SOLUTIONS	74-457,472	1,912,206
3.	ACTROL	73-696,143	1,492,843
4.	ADANTE	73-789,575	1,575,942
5.	AGE RECOVERY	75-069,888	2,139,549
6.	ALPHAPLEX	75-351,274	2,169,746
7.	ALPHATINE COMPLEX	73-544,927	1,383,884
8.	ALPHATINE PLUS	73-377,868	1,274,060
9.	ALTERNATE ACTION DEMINERALIZING TREATMENT	75-129,355	2,124,387
10.	ALTERNATE ACTION	73-584,417	1,409,132
11.	AMPLEXICAL ACTIVES	73-444,316	1,341,874
12.	AMPLIFY	73-525,372	1,356,160
13.	AMPLIFY	75-477,879	2,286,708
14.	AROMASCIENCE	74-034,908	1,664,668
15.	ATTITUDES	73-611,904	1,516,933
16.	BIOLAGE SUN	74-612,999	1,994,163
17.	BIOLAGE UV	74-612,950	1,974,728
18.	BIOLAGE	76-146,557	
19.	BIOLAGE	76-146,942	
20.	CALM DOWN	74-395,400	1,846,106
21.	CHROMAPLEX SYSTEM	73-590,808	1,415,518
22.	CLEAR LITES	73-474,910	1,359,997
23.	COLOR ADDITIONS	74-018,825	1,651,272
24.	COLOR DISCOVERY COORDINATOR	74-436,447	1,854,636
25.	COLORESERVE SYSTEM	74-228,501	1,766,505
26.	COLORFACTS	74-336,665	1,839,818
27.	COLORGRAPHICS	75-475,946	2,228,906
28.	COLORSURE	74-342,207	1,785,132
29.	DESIGN ONLY (Matrix Shield Design)	73-733,785	1,530,476
30.	DESIGN ONLY (Biolage Design)	74-025,350	1,643,282
31.	DESIGNING GLISSAGE	74-342,206	1,785,131
32.	DEW IT!	74-395,370	1,924,979
33.	DIRECT EFFECT	73-816,486	1,598,072
34.	EQUAL-FX	74-646,788	2,005,240
35.	ESSENTIAL COLOR THERAPY	74-603,554	1,965,226
36.	ESSENTIAL THERAPY	73-660,453	1,470,350
37.	EXACTA	73-584,445	1,409,133
38.	EXOFUSION	73-442,641	1,341,873
39.	EXOLANTE	74-316,125	1,805,057
40.	EYESILKS	74-308,053	1,848,030
41.	FACE THE SUN	74-612,711	2,003,625
42.	FIRM DEFENSE	74-715,122	2,021,466
43.	FIT FEET	74-395,385	1,848,040
44.	FLUIDITY	74-272,467	1,798,460
45.	GENTLE MOTION	73-622,062	1,444,737
46.	GET GOING	74-395,386	1,848,938
47.	GO SUNLESS	74-612,710	1,974,727
48.	GREY 'T NATURALS	74-581,303	1,981,666
49.	HEAD FOR THE SUN	74-612,708	1,989,301
50.	HOLD THAT TAN	75-027,216	2,045,123

TRADEMARK

REEL: 002339 FRAME: 0556

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Exhibit A - Page 2

51. HYBRID	75-089,941	2,120,461
52. HYDRA-ACTIVE	73-621,975	1,444,736
53. HYDRASILK	74-272,469	1,787,318
54. HYDRO-ACTIVE	76-169,060	
55. HYDRO-GLAZE	74-612,949	1,937,266
56. INSTACOVER	74-272,466	1,787,317
57. INSTACURE	73-414,151	1,302,345
58. INTRASCAN PROTECTION SYSTEM	73-544,928	1,385,672
59. INVENT/REINVENT	74-521,609	2,109,369
60. LE BLEACH FROSTING & HIGHLIGHTING	74-349,540	1,833,078
61. LET VERSATILITY & ARTISTRY BE YOUR...	75-675,927	2,419,997
62. LIGHT EXPOSURE	75-197,834	2,192,696
63. LOGICS IMPRINTS	74-671,675	2,041,253
64. LOGICS	73-653,632	1,466,864
65. LOGICS	73-711,121	1,505,507
66. LOGICS	73-720,364	1,509,820
67. MATRIX ESSENTIALS	74-403,725	1,868,380
68. MATRIX SYNERGY SALON SUCCESS	73-771,866	1,555,023
69. MATRIX	73-377,867	1,277,705
70. MATRIX	73-733,807	1,539,973
71. MATRIX	73-789,454	1,569,113
72. MATRIX	75-475,522	2,226,310
73. MINKING	73-547,101	1,431,557
74. MODERATIONS	73-767,290	1,556,425
75. MOISTURE-ACTIVE	74-240,494	1,790,916
76. MOUSSETTE	73-442,639	1,330,423
77. NAILOGICS	74-053,207	1,671,547
78. NATURAL FINISH	75-125,451	2,111,407
79. NEXT-OF-SKIN	74-395,399	1,848,939
80. NOSTAIN	74-597,236	1,956,891
81. NOURISSA	74-404,453	1,973,905
82. OPTICURL	73-476,400	1,345,461
83. PERFECTING CLAY COMPLEX	74-342,208	1,789,074
84. PERM FRESH MOISTURE SUPPLY	74-380,032	1,848,038
85. PERM FRESH	73-474,913	1,322,887
86. PHOTOGARD 4	75-212,790	2,244,929
87. POMOUSSE	74-531,068	1,961,021
88. PRIZMS	73-558,336	1,389,635
89. PROFORMA	73-551,428	1,450,260
90. PROSIL	73-525,217	1,357,544
91. SCIENCE IN SYNC WITH NATURE	74-018,093	1,651,161
92. SEBO-CONTROL	74-176,905	1,783,182
93. SENSITIVI-TEA	74-536,501	1,975,340
94. SHINE FX	75-212,791	2,186,656
95. SHINE RENEWAL	75-082,798	2,111,303
96. SI-COMPLEX	73-792,591	1,610,342
97. SKINLOGICS	73-742,939	1,633,640
98. SMART STICK	74-627,947	2,024,497
99. SMOOTH FX	75-365,518	2,421,701
100. SO SILVER	73-713,077	1,517,730
101. SOCOLOR	73-235,728	1,156,053
102. SOLITE	73-272,125	1,180,778
103. SOME SUN	74-613,000	1,974,729
104. SOWHITE & LITE	73-444,317	1,322,863

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REEL: 002339 FRAME: 0557

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Exhibit A - Page 3

105.	SPUN SILK	73-398,135	1,303,359
106.	SUNLOGICS	73-817,291	1,623,204
107.	SYNERFUSION	73-286,457	1,252,009
108.	SYSTEME BIOLAGE BODY	74-424,910	2,006,503
109.	SYSTEME BIOLAGE	74-008,389	1,620,741
110.	SYSTEME BIOLAGE	74-069,128	1,777,237
111.	SYSTEME BIOLAGEBODY	74-395,388	1,827,148
112.	TAKE THREE	74-705,607	1,976,867
113.	THE RIGHT CARE. RIGHT FROM THE START...	75-381,199	2,187,874
114.	THERMAL-ACTIVE	74-414,149	1,827,990
115.	TIME TO TAN	74-612,709	1,976,038
116.	TONZ	74-122,294	1,684,241
117.	TOP SECURITY	74-706,026	1,975,093
118.	TOTAL HOLD	74-323,838	1,863,009
119.	TRISCOPTIC ACTION	73-628,800	1,445,865
120.	TURN UP THE TAN	75-023,689	2,118,334
121.	VAVOOM CLEANSE	74-499,308	1,960,879
122.	VAVOOM CONDITION	74-499,309	1,960,880
123.	VAVOOM FINISH	74-499,306	1,962,337
124.	VAVOOM STRAIGHT TALK	75-344,059	2,391,876
125.	VAVOOM!	73-680,740	1,484,947
126.	VAVOOM!	74-338,518	1,782,350
127.	VERSATILITY	74-272,468	1,784,720
128.	VITAL CONTROL	74-042,194	1,635,236
129.	VITAL NUTRIENTS	75-256,275	2,188,521
130.	WATER CURE	74-612,728	1,937,258
131.	YOUR COLORFUL BUSINESS	74-388,437	1,870,832
132.	SIMPLY CLEAN	78-015,639	
133.	OPTICOLOR	78-015,636	
134.	KERAPEEL	78-015,635	

TRADEMARK

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03-23-2001

U.S. Patent & TMOfo/TM Mail Rept Dt. #26

"D"

04-26-2001



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3.23.01

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

TO THE HONORABLE COMMISSIONER OF PATENTS AND TRADEMARKS

Please record the attached original documents or copy thereof.

1. Name of Conveying Party:

Matrix Essentials, Inc.  
Delaware Corporation

2. Name and Address of Receiving Party:

L'Oreal USA Creative, Inc.  
575 Fifth Avenue  
New York, New York 10017  
Delaware Corporation

3. Nature of Conveyance: Assignment  
Execution Date: January 1, 2001

74612707

4. Trademark Application Nos.: See Attached

5. Trademark Registrations Nos.: See Attached

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

Lisa M. Gigliotti, Esq.  
L'Oreal USA Creative, Inc.  
575 Fifth Avenue  
New York, New York, 10017

Total number of registrations/applications involved: 134

Total Fee (37 CFR § 3.41): \$ 3615.00 (Check Enclosed)

Additional fees authorized to be charged to deposit account #03-3348

Any overpayment authorized to be credited to deposit account #03-3348

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: March 23, 2001

04/24/2001 JJALLAH2 00000006 74612707

01 FC:481  
02 FC:482

40.00 OP  
3325.00 OP

Total: Ten Pages

Lisa M. Gigliotti

Repln. Ref: 04/24/2001 JJALLAH2 0012392700  
DAN:033348 Name/Number:74612707  
FC: 704 \$250.00 CR

EXHIBIT A

Trademarks  
(See List Attached)

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✓132.	SIMPLY CLEAN	78-015,639	
✓133.	OPTICOLOR	78-015,636	
✓134.	KERAPEEL	78-015,635	

## ASSIGNMENT OF TRADEMARKS AND COPYRIGHTS

This ASSIGNMENT OF TRADEMARKS AND COPYRIGHTS (this "Assignment") is made and executed effective as of January 1, 2001 by Matrix Essentials, Inc., a Delaware corporation ("Assignor") and L'Oreal USA Creative, Inc. a Delaware corporation ("Assignee"). *an Ohio*

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 of the 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 Patent and Trademark Office.

IN WITNESS WHEREOF, Assignor has executed this Assignment effective as of the date first above written.

Matrix Essentials, Inc.

By: 

Name: John D. Sullivan

Title: Senior Vice President

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.

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**RECORDED: 07/17/2001**

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