

RECORDATION FOR
TRADEMARK

03-05-2003

OF COMMERCE
Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please

thereof.

1. Name of conveying party(ies):

3-3-03

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation-State

Carlton Hair International, Inc.

Additional name(s) of conveying party(ies) attached? ☐ Yes ☐ No

3. Nature of conveyance:

- ☐ Assignment ☐ Merger
☒ Security Agreement ☐ Change of Name
☒ Other Correction to Reel # 2035 Frame # 0607

Execution Date: January 20, 2000

2. Name and address of receiving party(ies)

Name: The Chase Manhattan Bank

Internal

Address: _____

Street Address: 600 Fifth AvenueCity: New York State: NY Zip: 10020☐ Individual(s) citizenship☐ Association☐ General Partnership☐ Limited Partnership☒ Corporation-State New York☐ Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: ☐ Yes ☐ No
 (Designation must be a separate document from assignment)
 Additional name(s) & address(es) attached? ☐ Yes ☐ No

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

A. Trademark Application No.(s) 75/591,747B. Trademark Registration No.(s) 2,436,343;1,866,675; 2,263,541Additional number(s) attached ☐ Yes ☐ No

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

Name: Howard S. MichaelInternal/Address: BRINKS HOFER GILSON & LIONENBC TowerStreet Address: 455 N. Cityfront Plaza DriveSuite 3600City: ChicagoState: ILZip: 604386. Total number of applications and registrations involved: 47. Total fee (37 CFR 3.41) \$ 115.00☐ Enclosed☒ Authorized to be charged to deposit account

8. Deposit account number:

Deposit account No. 231925 Access Code: 8095

DO NOT USE THIS SPACE

Signature.

40.00 OP
75.00 OP

Name of Person Signing

Signature

Date

Total number of pages including cover sheet, attachments, and document: ☐

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patent & Trademarks, Box Assignments

Washington, D.C. 20231

TRADEMARK
REEL: 002683 FRAME: 0186

FORM PTO-1618A

USPS 08/00/99
OMB 0551-0027RECEIVED
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03-17-2000



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U.S. Department of Commerce
Patent and Trademark Office
TRADEMARKRECORDATION FORM COVER SHEET
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type



New

Resubmission (Non-Recordation)
Document ID #

Correction of PTO Error

Reel #

Frame #



Corrective Document

Reel #

Frame #

Conveyance Type



Assignment



License



Security Agreement



Nunc Pro Tunc Assignment



Merger



Change of Name



Other

Effective Date
Month Day Year

Conveying Party



Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name Carlton Hair International, Inc.

12 10 99

Formerly



Individual



General Partnership



Limited Partnership



Corporation



Association



Other



Citizenship/State of Incorporation/Organization

California

Receiving Party



Mark if additional names of receiving parties attached

Name The Chase Manhattan Bank

DBA/AKA/TA

Composed of

Address (line 1)

600 Fifth Avenue

Address (line 2)

Address (line 3)

New York

City

NY

State/Country

10020

Zip Code



Individual



General Partnership



Limited Partnership



If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)



Corporation



Association



Other



Citizenship/State of Incorporation/Organization

New York

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02/16/2000 JSH00022 0000167 75705005

01 FC:401
02 FC:40240.00 OP
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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK

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TRADEMARK

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SCHEDULE 2-A TO ASSIGNMENT FOR SECURITY -TRADEMARKS

TRADEMARKS

| Debtor | TRADEMARK | REG. DATE | REG. # |
|----------------------------------|---------------------------------------|---------------------------------|--------------------------------|
| Carlton Hair International, Inc. | CARLTON HAIR INTERNATIONAL | serial file date 5/13/99 | serial number 75-705,885 |
| Carlton Hair International, Inc. | ECOLY & Design | 12/13/94 | 1,866,675 |
| Carlton Hair International, Inc. | SUPER BELISSIMO | serial file date 11/10/98 | serial number 75/591,747 |
| Carlton Hair International, Inc. | OUT OF AFRICA | serial file date 11/10/98 | serial number 75/585,884 |
| Carlton Hair International, Inc. | HHB HAIR CARE | serial file date 10/19/98 | serial number 75/572,878 |
| Carlton Hair International, Inc. | HAIR HEALTH BEAUTY PROFESSIONAL | 7/20/99 | 2,263,541 |
| | | | |

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TRADEMARK
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ASSIGNMENT FOR SECURITY

(TRADEMARKS)

WHEREAS, CARLTON HAIR INTERNATIONAL, INC., a California corporation (herein referred to as "Assignor"), has adopted, used and is using the trademarks listed on the annexed Schedule 2-A, which trademarks are registered in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, Assignor is obligated to The Chase Manhattan Bank, a New York banking corporation, as agent (referred to herein as the "Assignee") for (i) the lenders (the "Lenders") named in Schedules 2.01(a) and 2.01(b) of the Credit Agreement dated May 25, 1999, as amended, among the Assignor and the other Borrowers named therein, the guarantors named therein, the Lenders and the Assignee (as amended, modified or supplemented from time to time in accordance with its terms, the "Credit Agreement") and (ii) for itself as issuer of the Letters of Credit and party to the Rate Agreements, and Assignor has entered into a Security Agreement and Mortgage-Trademarks and Patents dated May 25, 1999, as amended (the "Agreement"), in favor of Assignee; and

WHEREAS, pursuant to the Agreement, Assignor has assigned to Assignee and granted to Assignee a security interest in, and mortgage on, all right, title and interest of Assignor in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof (the "Collateral"), to secure the payment, performance and observance of the Secured Obligations, as defined in the Agreement;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby further assign unto Assignee and grant to Assignee a security interest in, and mortgage on, the Collateral to secure the prompt payment, performance and observance of the Secured Obligations.

Assignor does hereby further acknowledge and affirm that the rights and remedies of Assignee with respect to the assignment of, security interest in and mortgage on the Collateral made and granted hereby are more fully set forth in the Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

Assignee's address is 600 Fifth Avenue, New York, New York 10020.

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TRADEMARK
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IN WITNESS WHEREOF, Assignor has caused this Assignment to be
duly executed by its officer thereunto duly authorized as of the 10th day of December
1999.

CARLTON HAIR INTERNATIONAL, INC.

By: Charles W. Stevens

Name: Charles W. Stevens
Title: Chief Financial Officer