

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	Notice of Grant of Security Interest
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Oleomed America, Inc.		12/31/2003	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	Bank of America, N.A., as Collateral Agent
Street Address:	231 S. LaSalle Street
Internal Address:	IL1-231-08-30
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60697
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 1		
Property Type	Number	Word Mark
Serial Number:	78238774	OLI HYDRATING MASK

CORRESPONDENCE DATA	
Fax Number:	(919)286-8199
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	919 286-8028
Email:	PTO_TMconfirmation@mvalaw.com
Correspondent Name:	Moore & Van Allen PLLC
Address Line 1:	2200 West Main Street
Address Line 2:	Suite 800
Address Line 4:	Durham, NORTH CAROLINA 27705

ATTORNEY DOCKET NUMBER:	017625.2505
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NAME OF SUBMITTER:	Charles L. Evans
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Total Attachments: 3
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OP \$40.00 78238774

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of December 31, 2003 (the "Security Agreement") by and among the Grantors party thereto (each an "Grantor" and collectively, the "Grantors") and Bank of America, N.A., as Collateral Agent (the "Collateral Agent") for the holders of the Secured Obligations referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications set forth on Schedule 1 attached hereto to the Collateral Agent for the ratable benefit of the holders of the Secured Obligations.

The Grantors and the Collateral Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the trademarks and trademark applications set forth on Schedule 1 attached hereto (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 trademark application.

Very truly yours,

OLEOMED AMERICA, INC.,
a Delaware corporation

By: 

Name: Bertin J. Perez

Title: Executive Vice President, CFO

Grantor's Address:
3075 NW 107 Avenue
Miami, FL 33172

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Collateral Agent

By: _____

Name:

Title:

CHAR1\736439_1

TRADEMARK
REEL: 002822 FRAME: 0609

NOTICE
OF
GRANT OF SECURITY INTEREST
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Very truly yours,

OLEOMED AMERICA, INC.,
a Delaware corporation

By: _____

Name:

Title:

Grantor's Address:
3075 NW 107 Avenue
Miami, FL 33172

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Collateral Agent

By: 

Name:

KRISTINE THENNES

Title:

Vice President

CHAR1V736439_1

TRADEMARK
REEL: 002822 FRAME: 0610

Schedule 1

**Oleomed America, Inc.
(Delaware Corporation)**

U.S. Trademark

Pending Application

TM/Service Mark	App. No.	Filing Date
OLI HYDRATING MASK and Design	78238774	4/17/03