

07-19-2004

7/15/04



102793080

Foam PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005)

RI 1

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab Settings

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

1. Name of conveying party(ies):
Comerica Bank, successor in interest to Comerica Bank-California

Assignment Association
 General Partnership Limited Partnership
 Corporation-State
 Other Michigan Banking corporation

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

2. Name and address of receiving party(ies)
Name: MD Beauty, Inc.
Internal
Internal Address: _____
Street Address: 425 Bush Street
City: San Francisco Sate: CA Zip: 94108

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

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other Reassignment and Full Release of Security Interest

Execution Date: June 10, 2004

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s) 75-507,135
 B. Trademark No.(s) _____

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Richard Roel
 Internal Address: c/o O'Melveny & Myers, LLP

 Street Address: Time Square Tower, 7 Time Square

 City: New York Sate: NY Zip: 10036

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number _____

DO NOT USE THIS SPACE

9. Signature.
Richard Roel Richard Roel 7/13/04
 Name of Person Signing Signature Date

07/16/2004 BYRNE 00000115 75507135
 01 FC:0521 40.00 EP

Total number of pages including cover sheet, attachments, and documents: 3

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

NY1:1518128.1

TRADEMARK REEL: 003008 FRAME: 0178

REASSIGNMENT AND FULL RELEASE OF SECURITY INTEREST

This Reassignment and Full Release of Security Interest is made as of June 10, 2004 by COMERICA BANK, successor in interest to Comerica Bank-California ("Lender") to MD BEAUTY, INC., a Delaware corporation, with its principal place of business at 425 Bush Street, 3rd Floor, San Francisco, California 94108 ("Grantor").

Recital

WHEREAS, Grantor assigned certain interests in its trademarks, together with the registrations and right to all renewals thereof, and the goodwill of the business of Grantor symbolized by the trademarks, trademark applications, trade names and service marks set forth on Exhibit A (the "Trademarks"), to Lender under that certain Intellectual Property Security Agreement dated as of November 28, 2001 (the "Security Agreement") and recorded with the United States Patent and Trademark Office on April 12, 2002 at Reel Number 002481 and Frame Number 0616; and

WHEREAS, Grantor has satisfied its obligations under the Security Agreement, and Lender agrees to release all interest that Lender may have in the Trademarks.

Agreement

Now therefore, Lender agrees that it releases and discharges its security interest in the Trademarks and reassigns to Grantor, without warranty or recourse, all interest of Lender in the Trademarks.

IN WITNESS WHEREOF, Lender has caused this Reassignment and Full Release of Security Interest to be duly executed and delivered by its officer thereunto duly authorized as on the date first written above.

LENDER:

COMERICA BANK,
Successor in interest to Comerica Bank-California



Signature

Name: Daniel Backer
Title: Asst. Vice President

Address: 75 East Trimble Road
San Jose, California 95131

EXHIBIT A

Trademarks

MD Beauty, Inc.

Mark	Country of Filing	Serial Number	Filing Date	Registration Number	Registration Date
MD Beauty	United States	75-507,135	June 23, 1998		

REASSIGNMENT AND FULL RELEASE OF SECURITY INTEREST

This Reassignment and Full Release of Security Interest is made as of June 10, 2004 by COMERICA BANK, successor in interest to Comerica Bank-California ("Lender") to BIOCEUTIX INC., a Delaware corporation, with its principal place of business at 425 Bush Street, 3rd Floor, San Francisco, California 94108 ("Grantor").

Recital

WHEREAS, Grantor assigned certain interests in its trademarks, together with the registrations and right to all renewals thereof, and the goodwill of the business of Grantor symbolized by the trademarks, trademark applications, trade names and service marks set forth on Exhibit A (the "Trademarks"), to Lender under an Intellectual Property Security Agreement dated as of November 28, 2001 (the "Trademark Security Agreement") and recorded with the United States Patent and Trademark Office on April 1, 2002 at Reel Number 002481 and Frame Number 0631; and

WHEREAS, Grantor assigned certain interests in its patents and all reissues, renewals or extension thereof and patent applications set forth on Exhibit B hereto, (the "Patents," and collectively with the Trademarks, the "Intellectual Property"), to Lender under an Intellectual Property Security Agreement dated as of November 28, 2001 (the "Patent Security Agreement") and recorded with the United States Patent and Trademark Office on April 11, 2002 at Reel Number 012824 and Frame Number 0983; and

WHEREAS, Grantor has satisfied its obligations under the Trademark Security Agreement and the Patent Security Agreement, and Lender agrees to release all interest that Lender may have in the Intellectual Property.

Agreement

Now therefore, Lender agrees that it releases and discharges its security interest in the Trademarks and reassigns to Grantor, without warranty or recourse, all interest of Lender in the Intellectual Property.

IN WITNESS WHEREOF, Lender has caused this Reassignment and Full Release of Security Interest to be duly executed and delivered by its officer thereunto duly authorized as on the date first written above.

LENDER:

COMERICA BANK,
Successor in interest to Comerica Bank-California


Signature

Name: Daniel Barker
Title: Asst. Vice President

Address: 75 East Trimble Road
San Jose, California 95131

EXHIBIT A

Trademarks

Bioceutix Inc.

Mark	Country of Filing	Serial Number	Filing Date	Registration Number	Registration Date
Cellabrasion	United States	75-828,196	October 22, 1999	2,498,951	October 16, 2001
Bioceutix	United States	76-056,110	May 23, 2000		
Bioceutix	United States	76-055,545	May 23, 2000		
Bioceutix	United States	76-055,565	May 23, 2000		
M.D. Formulations Cellabrasion Epidermal Renewal System	United States	75-827,976	October 22, 1999		
Bioceutix	United States	76-056,118	May 23, 2000		
Microsaltpeel	United States	75-824,907	October 18, 1999		

EXHIBIT B

Patents

Bioceutix Inc.

Title	Patent Number	Issue Date	Application Number	Filing Date
Antioxidative Vitamin B6 Analogs	6369042	April 9, 2002	09437627	November 10, 1999
Antioxidative Vitamin B6 Analogs			09561441	April 28, 2000
Knoevenagel condensation products, methods of their production and their use			09297078	November 7, 1997
Monomeric, oligomeric and polymeric Knoevenagel condensation products			Pending	November 13, 2001