


Form PTO-1594 (Rev. 06/04)
OMB Collection 0651-0027 (exp. 6/30/2005)

09-08-2004

DEPARTMENT OF COMMERCE
Patent and Trademark Office

<p>9/2/04</p> <p>RECORDATION TRADE</p>	 <p>102831993</p>
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To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):

Credit Suisse First Boston
acting through its Cayman Island Branch

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

Other a banking corporation under the laws of Switzerland
Citizenship (see guidelines) _____

Execution Date(s) August 20, 2004

Additional names of conveying parties attached? Yes No

3. Nature of conveyance:

- Assignment Merger
 Security Agreement Change of Name
 Other _____

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: The Bank of New York

Internal Address: _____

Address: _____

Street Address: 10990 Wilshire Boulevard,

City: Los Angeles Suite 1125

State: California

Country: USA Zip: 90024

- Association Citizenship _____
 General Partnership Citizenship _____
 Limited Partnership Citizenship _____
 Corporation Citizenship _____
 Other banking corporation Citizenship New York

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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)
DETACHE 00000025 76133453

B. Trademark Registration No.(s)

Please see the attached.

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

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

Name: Michael T. Reese, Esq.

Internal Address: Pillsbury Winthrop LLP

Street Address: 1540 Broadway

City: New York

State: NY Zip: 10036-4039

Phone Number: 212-858-1000

Fax Number: 212-858-1500

Email Address: intellec@pillsburywinthrop.com

6. Total number of applications and registrations involved:

6

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 165.00

- Authorized to be charged by credit card
 Authorized to be charged to deposit account
 Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____

Authorized User Name _____

9. Signature:



Signature

August 31, 2004

Date

Michael T. Reese

Name of Person Signing

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

3

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450
206565-0000090 Express Mail Label No.: EV 384873215

TRADEMARK

REEL: 003074 FRAME: 0205

700164639

Schedule to
Assignment of Security Interest for Trademarks

TRADEMARKS

Jurisdiction	Mark	Application No. (Filing Date)	Registration No. (Registration Date)
United States	CHOSEN	76/133,453 (2000/09/22)	2,482,445 (2001/08/28)
United States	I BREATHE, I LOVE, I LIVE, I DREAM	76/356,781 (2002/01/09)	2,730,456 (2003/06/24)
United States	TENDER MOMENTS	76/070,940 (2000/06/15)	2,747,794 (2003/08/05)
United States	TENDER MOMENTS and Design	76/215,851 (2001/02/26)	2,565,217 (2002/04/30)
United States	TODAY, I DECIDED, IS GOING TO BE DIFFERENT	76/358,805 (2002/01/09)	2,716,506 (2003/05/13)
United States	ROYAL GINGER	76/392,619 (2002/04/09)	2,851,459 (2004/06/08)

ASSIGNMENT OF SECURITY INTEREST FOR TRADEMARKS

WHEREAS, CREDIT SUISSE FIRST BOSTON, a banking corporation organized under the laws of Switzerland, acting through its Cayman Islands Branch, (herein referred to as "Assignor"), has acquired and holds a security interest in the trademarks listed on the annexed Schedule (the "Trademarks"), pursuant to that certain Security Agreement, dated as of May 20, 2003 (the "Security Agreement"), between Jafra Cosmetics International, Inc., a Delaware corporation ("Jafra"), and the Assignor, as collateral agent thereunder;

WHEREAS, THE BANK OF NEW YORK, a banking corporation organized under the laws of the State of New York (the "Assignee"), having its principal offices at One Wall Street, New York, New York 10286, has succeeded the Assignor as successor collateral agent under the Security Agreement;

WHEREAS, the Assignor will irrevocably transfer and assign to the Assignee all of Assignor's right, title and interest in the Trademarks;

NOW, THEREFORE, IT IS AGREED that, for good and valuable consideration, the receipt of which is hereby acknowledged, the Assignor hereby irrevocably transfers and assigns to the Assignee all of the Assignor's right, title and interest, in and to the Trademarks, together with the goodwill of Jafra's business symbolized by the applications and registrations thereof, and all proceeds thereof.

CREDIT SUISSE FIRST BOSTON, acting through its Cayman Islands Branch

By [Signature]
Name: Karl Studer
Title: Director

By [Signature]
Name: Daniel Ludwig
Title: Assistant Vice President

IN WITNESS WHEREOF, the Assignor has caused this Assignment to be duly executed by its duly authorized officers this 20th day of August, 2004.

[Signature]
Notary Public

LOIS R. STELLATO
NOTARY PUBLIC, STATE OF NY
NO. 24-4711090
QUALIFIED IN RICHMOND COUNTY
CERTIFIED IN MANHATTAN COUNTY
COMMISSION EXPIRES JANUARY 31, 2007

CERTIFICATE OF MAILING UNDER 37 C.F.R. §2.197

Our Ref. No.: 206565-0000090

Document ID No.: 102831993

Resubmission: Documents for Recordation (Assignment of Security Interest)

Conveying Party: Credit Suisse First Boston

Receiving Party: The Bank of New York

Due Date: April 13, 2005

Transmission Date: March 23, 2005

I hereby certify that the foregoing papers are being transmitted via facsimile on the date indicated above to:

Fax No.: 703.306.5995
 Attn: Ms. Margaret LaSalle
 Paralegal
 Assignment Division
 Office of Public Records
 United States Patent and Trademark Office
 Box Assignments, CG-4
 1213 Jefferson Davis Highway, Suite 320
 Washington, DC 20231



 Doris Ka
 Intellectual Property Paralegal