

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Stila Cosmetics, Inc.		04/10/2006	CORPORATION: DELAWARE

<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	Stila Corp.
<b>Street Address:</b>	2801 Hyperion Avenue
<b>Internal Address:</b>	Studio 102
<b>City:</b>	Los Angeles
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	90027
<b>Entity Type:</b>	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 62

Property Type	Number	Word Mark
Registration Number:	2257678	ALL OVER SHIMMER
Serial Number:	78628857	STILA
Registration Number:	2583382	AQUA FLAUNT
Registration Number:	2783228	BOUQUET DU JOUR
Registration Number:	2931819	BROW POLISH
Registration Number:	2727762	CLEAR COLOR
Registration Number:	2518626	COLOR COURIER
Registration Number:	2483725	COLOR PUSH-UPS
Serial Number:	78285544	CONFECTIONS
Registration Number:	2358591	CONVERTIBLE COLOR
Registration Number:	2613036	STILA CONVERTIBLE COLOR
Registration Number:	2846840	CONVERTIBLE LASH + LINE
Registration Number:	2738986	CONVERTIBLE LIP COLOR

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Registration Number:	2800953	CRÈME BOUQUET
Registration Number:	2244558	
Registration Number:	2244555	
Registration Number:	2392311	
Registration Number:	2244556	
Registration Number:	2244557	
Registration Number:	2282937	EYE ROUGE
Registration Number:	2691289	FLAUNT
Serial Number:	78608734	STILA
Registration Number:	2417833	H2OFF
Registration Number:	2485027	H2OFF
Registration Number:	2631472	STILA ILLUMINATING POWDER FOUNDATION
Serial Number:	78559618	STILA IT GLOSS
Registration Number:	2722472	JADE BLOSSOM
Serial Number:	78559057	LASH BOOST
Serial Number:	78559517	LASH GLOSS
Serial Number:	78559073	LASH POLISH
Registration Number:	2791832	LASH VISOR
Registration Number:	2961292	MAJOR LASH
Serial Number:	78304038	MAJOR LINE
Serial Number:	78223644	MANDARIN BLOOM
Registration Number:	2961487	MIDNIGHT BLOOM
Serial Number:	78621910	STILA MIDNIGHT BLOOM
Registration Number:	2421508	
Registration Number:	2421507	
Registration Number:	2829858	
Registration Number:	2827764	STILA
Registration Number:	2220261	NAIL SHIMMER
Serial Number:	78379181	PETAL INFUSIONS
Registration Number:	2776092	PIVOTAL SKIN
Registration Number:	2744878	PIVOTAL SUN
Registration Number:	2722583	SKIN VISOR
Registration Number:	2968693	STILA SMUDGE POTS
Registration Number:	2024328	STILA
Registration Number:	2423080	STILA

Registration Number:	2424889	STILA
Registration Number:	2709765	STILA
Registration Number:	2565973	STILA
Registration Number:	2704409	STILA
Serial Number:	78324604	STILA
Registration Number:	2761954	STILA
Registration Number:	2492990	STILA
Registration Number:	2480314	STILA
Registration Number:	2494988	STILA SPORT
Serial Number:	78095734	STILA STUDIO
Registration Number:	2464351	STILA SUN
Serial Number:	78135758	THE LOOK OF SKIN IS IN
Registration Number:	2360804	BEAUTY ABC'S
Serial Number:	78827183	STILA STUDIO

**CORRESPONDENCE DATA**

Fax Number: (312)660-0471  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 312-861-6371  
Email: rprescan@kirkland.com  
Correspondent Name: Renee Prescan  
Address Line 1: 200 E. Randolph Drive  
Address Line 2: Kirkland & Ellis LLP  
Address Line 4: Chicago, ILLINOIS 60601

ATTORNEY DOCKET NUMBER:	38233-198 RMP
NAME OF SUBMITTER:	Renee M. Prescan
Signature:	/Renee M. Prescan/
Date:	04/12/2006

Total Attachments: 7  
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**TRADEMARK ASSIGNMENT**

**THIS TRADEMARK ASSIGNMENT** (this "**Assignment**") is made and entered into as of this 10<sup>th</sup> day of April, 2006 (the "**Effective Date**"), by and between Stila Cosmetics, Inc., a Delaware corporation, ("**Assignor**"), and Stila Corp., a Delaware corporation ("**Assignee**").

**WHEREAS**, Assignor and Assignee are parties to that certain Asset Purchase Agreement dated as of April 10, 2006 (the "**Agreement**");

**WHEREAS**, pursuant to the Agreement, Assignor wishes to sell, transfer, assign, convey and deliver to Assignee, and Assignee wishes to purchase and acquire from Assignor, all of Assignor's right, title and interest in and to the United States trademark applications and registrations set forth on Schedule A attached hereto, in each case, together with the goodwill of the business associated therewith, (collectively, the "**Marks**"); and

**WHEREAS**, Assignee is a successor to that part of Assignor's business to which the Marks pertain, and that business is ongoing and existing.

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby sells, transfers, assigns, conveys and delivers to Assignee its entire right, title and interest in and to the Marks for the United States, including, without limitation, any registrations and applications therefor, any renewals and extensions of the registrations, now or hereafter in effect, for Assignee's own use and enjoyment, and for the use and enjoyment of Assignee's successors, assigns or other legal representatives, and claims for damages by reason of past, present or future infringement, dilution or other unauthorized use of the Marks, with the right to sue for, and collect the same for Assignee's own use and enjoyment and for the use and enjoyment of its successors, assigns or other legal representatives.

Assignor hereby authorizes and requests the Commissioner of Patents and Trademarks, and the corresponding entities or agencies in any applicable foreign countries, to record Assignee as the assignee and owner of the entire right, title and interest in and to the Marks.

\* \* \* \* \*

IN WITNESS WHEREOF, Assignor and Assignee have caused this Assignment to be executed by their duly authorized representatives as of the Effective Date.

**ASSIGNOR:**

STILA COSMETICS, INC.

By: \_\_\_\_\_

Name: Patrick Bonsguet-Chewarre

Title: Group President

**ASSIGNEE:**

STILA CORP.

By: \_\_\_\_\_

Name: \_\_\_\_\_

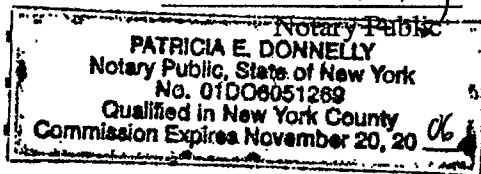
Title: \_\_\_\_\_

*Trademark Assignment (U.S.)*

STATE OF ny )  
 ) SS.  
COUNTY OF ny )

On this 10 day of April, 2006, there appeared before me Patrick Bousquet-Chambers personally known to me, who acknowledged that he signed the foregoing Assignment as his voluntary act and deed on behalf and with full authority of Stila Cosmetics, Inc.

STATE OF )  
 ) SS.  
COUNTY OF )



On this \_\_\_ day of \_\_\_\_\_, there appeared before me \_\_\_\_\_, personally known to me, who acknowledged that he signed the foregoing Assignment as his voluntary act and deed on behalf and with full authority of Stila Corp.

\_\_\_\_\_  
Notary Public

*Trademark Assignment (U.S.)*

IN WITNESS WHEREOF, Assignor and Assignee have caused this Assignment to be executed by their duly authorized representatives as of the Effective Date.

**ASSIGNOR:**

STILA COSMETICS, INC.

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

**ASSIGNEE:**

STILA CORP.

By: \_\_\_\_\_

Name: JOEL KILLON

Title: VICE PRESIDENT

*Trademark Assignment (U.S.)*

STATE OF )  
 ) SS.  
COUNTY OF )

On this \_\_\_ day of \_\_\_\_\_, there appeared before me \_\_\_\_\_, personally known to me, who acknowledged that he signed the foregoing Assignment as his voluntary act and deed on behalf and with full authority of Stila Cosmetics, Inc.

STATE OF *Florida* )  
 ) SS.  
COUNTY OF *Palm Beach* )

\_\_\_\_\_  
Notary Public

On this 10 day of April, there appeared before me Joel Killion, personally known to me, who acknowledged that he signed the foregoing Assignment as his voluntary act and deed on behalf and with full authority of Stila Corp.

  
Notary Public





**SCHEDULE A**  
**U.S. TRADEMARK APPLICATIONS AND REGISTRATIONS**

<b>TrademarkName</b>	<b>AppNumber</b>	<b>RegNumber</b>	<b>CountryName</b>
ALL OVER SHIMMER	75/278,544	2257678	United States of America
ALL OVER SHIMMER New Stars Design w/ STILA	78/628,857		United States of America
AQUA FLAUNT	76/056,876	2583382	United States of America
BOUQUET DU JOUR	78/121,024	2783228	United States of America
BROW POLISH	78/244,873	2931819	United States of America
CLEAR COLOR	76/196,196	2727762	United States of America
COLOR COURIER	75/943,772	2518626	United States of America
COLOR PUSH-UPS	75/922,137	2483725	United States of America
CONFECTIONS	78/285,544		United States of America
CONVERTIBLE COLOR	75/545,462	2358591	United States of America
CONVERTIBLE COLOR & DESIGN w/ STILA	75/681,694	2613036	United States of America
CONVERTIBLE LASH + LINE	78/214,493	2846840	United States of America
CONVERTIBLE LIP COLOR	78/069,116	2738986	United States of America
CREME BOUQUET	76/339,947	2800953	United States of America
DESIGN ONLY (ALL OVER SHIMMER STARS W/ COLOR)	75/441,950	2244558	United States of America
DESIGN ONLY (ALL OVER SHIMMER STARS)	75/441,823	2244555	United States of America
DESIGN ONLY (BRONZING POWDER DESIGN-SUN & GIRL)	75/681,693	2392311	United States of America
DESIGN ONLY (LIP GLOSS LIPS DESIGN W/ COLOR)	75/441,824	2244556	United States of America
DESIGN ONLY (LIP GLOSS LIPS DESIGN)	75/441,825	2244557	United States of America
EYE ROUGE	75/476,735	2282937	United States of America
FLAUNT	75/738,508	2691289	United States of America
FLORAL-VINE EMBOSSED COMPACT DESIGN w/ STILA	78/608,734		United States of America
H2OFF	75/314,936	2417833	United States of America
H2OFF	76/098,290	2485027	United States of America
ILLUMINATING POWDER FOUNDATION w/ STILA	76/347,329	2631472	United States of America
IT GLOSS w/ STILA	78/559,618		United States of America
JADE BLOSSOM	76/339,946	2722472	United States of America
LASH BOOST	78/559,057		United States of America
LASH GLOSS	78/559,517		United States of America
LASH POLISH	78/559,073		United States of America
LASH VISOR	76/097,718	2791832	United States of America
MAJOR LASH	78/304,172	2961292	United States of America
MAJOR LINE	78/304,038		United States of America
MANDARIN BLOOM	78/223,644		United States of America
MIDNIGHT BLOOM	78/344,956	2961487	United States of America
MIDNIGHT BLOOM MOON & STARS DESIGN	78/621,910		United States of America
MISCELLANEOUS DESIGN (FLAUNT/DRESSED)	75/934,454	2421508	United States of America
MISCELLANEOUS DESIGN (FLAUNT/UNDRESSED/BIKINI)	75/934,453	2421507	United States of America
MISCELLANEOUS DESIGN OF SILHOUETTES	78/164,944	2829858	United States of America

TrademarkName	AppiNumber	RegNumber	CountryName
MISCELLANEOUS DESIGN OF SILHOUETTES W/ STILA	78/164,940	2827764	United States of America
NAIL SHIMMER	75/353,622	2220261	United States of America
PETAL INFUSIONS	78/379,181		United States of America
PIVOTAL SKIN	76/056,439	2776092	United States of America
PIVOTAL SUN	78/051,971	2744878	United States of America
SKIN VISOR	78/049,222	2722583	United States of America
SMUDGE POTS W/STILA	78/347,702	2968693	United States of America
STILA	74/540,783	2024328	United States of America
STILA	75/818,265	2423080	United States of America
STILA	75/818,567	2424889	United States of America
STILA	76/056,437	2709765	United States of America
STILA	75/981,589	2565973	United States of America
STILA	76/417,925	2704409	United States of America
STILA	78/324,604		United States of America
STILA & MISCELLANEOUS DESIGN (Face and Hand)	78/182,789	2761954	United States of America
STILA & DESIGN (NEW COMPACT DESIGN)	75/497,829	2492990	United States of America
STILA (and DESIGN)	75/498,153	2480314	United States of America
STILA SPORT	75/859,799	2494988	United States of America
STILA STUDIO	78/095,734		United States of America
STILA SUN	75/654,241	2464351	United States of America
THE LOOK OF SKIN IS IN	78/135,758		United States of America
BEAUTY ABC'S	75/565,000	2,360,804	United States of America
STILA IT GLOSS	78/559,618		United States of America
STILA STUDIO	78/827,183		United States of America