

ASSIGNMENT OF TRADEMARKS

WHEREAS, COSMETICS THERAPEUTICS, INC., a Delaware corporation doing business as COMPLEXIONS RX, INC. ("CRX"), has adopted and used the following registered trademarks (collectively, "Trademarks") in connection with its business in the United States:

TRADEMARK	REGISTRATION NUMBER	REGISTRATION DATE
PROVIDING A COMPLETE PRESCRIPTION FOR LIFELONG HEALTHY SKIN	2,444,934	April 17, 2001
COMPLEXIONS RX	2,491,278	September 18, 2001
COMPLEXIONS RX	2,385,259	September 12, 2000
BEAUTY. SCIENCE. PROGRESS.	2,476,520	August 7, 2001
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THERAPEU TX	2,427,253	February 6, 2001

WHEREAS, ASA D. MORTON, M.D., INC., a California corporation ("Company"), desires to acquire the Trademarks, Trademark registrations and goodwill of the business of CRX associated with the Trademarks.

NOW, THEREFORE, effective as of November 25, 2003, for good and valuable consideration, the receipt and sufficiency of which is acknowledged, CRX hereby sells, assigns, transfers and conveys to Company, its successors and assigns, its entire right, title and interest in and to the Trademarks and Trademark registrations, together with that part of the goodwill of CRX's business connected with the use of and symbolized by the Trademarks, and all rights arising out of or relating to ownership of the Trademarks and Trademark registrations, including,

without limitation, all claims, causes of action and rights to sue and to recover damages in suits arising out of or related to infringement of any of the Trademarks.

Executed this 10 day of October, 2005, in San Diego County, California.

COSMETICS THERAPEUTICS, INC., dba
COMPLEXIONS RX, INC.

By: Gary Tillman
Gary Tillman, CEO

ASSIGNMENT ACCEPTED BY:

ASA D. MORTON, M.D., INC.

By: Asa D. Morton
Asa D. Morton, M.D., President

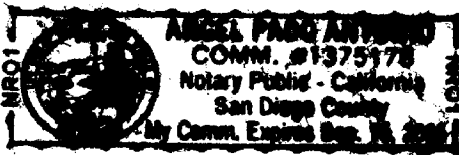
STATE OF CALIFORNIA }
 } S.S.
COUNTY OF SAN DIEGO }

On OCT-10, 2005, before me, ANGEL P. ANTONIO,

a Notary Public in and for said County and State, personally appeared Gary Tillman, personally known to me (or proved to me on the basis of satisfactory evidence) and executed this Assignment of Trademarks, and, being duly sworn, acknowledged to me that he executed this Assignment of Trademarks of his free and voluntary will for the purposes set forth herein.

SEAL

WITNESS my hand and official seal.



Angel P. Antonio
Notary Public