

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Security Agreement recorded at Reel/Frame No. 2989/0761

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Canadian Imperial Bank of Commerce		06/19/2006	Canadian Chartered Bank acting through New York agent:

RECEIVING PARTY DATA

Name:	Arbonne International, LLC (formerly Arbonne International, Inc.)
Street Address:	9400 Jeronimo Road
City:	Irvine
State/Country:	CALIFORNIA
Postal Code:	92618
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 16

Property Type	Number	Word Mark
Registration Number:	2594925	INNER G-PLEX
Registration Number:	1951526	ARBONNE BIO-NUTRIA
Registration Number:	1976702	BIO-MATTE
Registration Number:	2346124	NUTRIMINC
Registration Number:	2298969	GLORIOUS
Registration Number:	2098295	PUR ACTIVES
Registration Number:	2100274	POC
Registration Number:	2096008	ARBONNE SKIN FITNESS
Registration Number:	1770981	ARBONNE
Registration Number:	1377809	AMIREE
Registration Number:	1773986	BIO-HYDRIA
Registration Number:	2860312	TRIPLE SHIELD ECHINACEA
Registration Number:	2982066	RE9

OP \$415.00 2594925

Serial Number:	78325797	ARBONNE INTERNATIONAL
Serial Number:	78396276	ARBONNE
Registration Number:	2991755	FIGURE EIGHT WEIGHT LOSS PROGRAM 8

CORRESPONDENCE DATA

Fax Number: (714)755-8290
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 7145401235
Email: ipdocket@lw.com
Correspondent Name: Latham & Watkins LLP
Address Line 1: 650 Town Center Drive, Suite 2000
Address Line 4: Costa Mesa, CALIFORNIA 92626

ATTORNEY DOCKET NUMBER:	038265-0023 ARBONNE TMS
NAME OF SUBMITTER:	Patricia A. Conner
Signature:	/Patricia A. Conner/
Date:	06/21/2006

Total Attachments: 5
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**RELEASE OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY COLLATERAL**

This **RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY COLLATERAL** (this “**Release**”), dated as of June 19, 2006, is made by **CANADIAN IMPERIAL BANK OF COMMERCE**, as collateral agent (the “**Collateral Agent**”) for **CANADIAN IMPERIAL BANK OF COMMERCE**, as administrative agent (the “**Administrative Agent**”), under the Credit Agreement referred to below (terms used in this Release and not herein defined shall have the meanings set forth in the Credit Agreement).

WHEREAS, Levlad, LLC and Arbonne International, LLC (collectively, the “**Borrowers**” and, together with the Holdcos and certain Subsidiaries of the Borrowers, the “**Grantors**”), Levlad Intermediate Holdco, Inc. and Arbonne Intermediate Holdco, Inc. (the “**Holdcos**”) and the Collateral Agent entered into that certain Amended and Restated First Lien Credit Agreement, dated as of August 16, 2005 (as amended, supplemented, amended and restated or otherwise modified from time to time, the “**Credit Agreement**”), among the Borrowers, the Collateral Agent, the Administrative Agent and the various financial institutions party thereto as lenders thereunder (each individually a “**Lender**,” and collectively, the “**Lenders**”), pursuant to which Credit Agreement the Lenders made credit extensions to the Borrowers;

WHEREAS, in connection with the Credit Agreement, and pursuant to those certain agreements listed on the Annex I attached hereto (collectively, the “**Security Agreements**”), the Borrowers and certain of the Borrowers’ Subsidiaries granted security interests in certain intellectual property owned by the Grantors listed on Annex I attached hereto (collectively, the “**Patent and Trademark Collateral**”); and

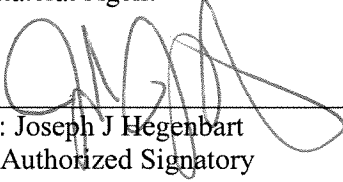
WHEREAS, the Security Agreements were recorded in the U.S. Patent and Trademark Office on the dates and on the reels and frames set forth on Annex I hereto;

NOW THEREFORE, the Collateral Agent hereby **RELEASES**, without representation, recourse or warranty whatsoever, all of its security interest in the Patent and Trademark Collateral, whether granted pursuant to the Security Agreements or any other agreement or document delivered in connection with the Credit Agreement, and the Collateral Agent hereby reassigns any and all such right, title and interest (if any) that the Collateral Agent may have in the Patent and Trademark Collateral to the appropriate Grantor.

The Collateral Agent agrees, at the Borrowers’ expense, to cooperate with the Borrowers and its Subsidiaries and to provide the Borrowers and its Subsidiaries with the information and additional authorization reasonably required or desirable to effect the release of the Collateral Agent’s security interest in the released collateral described herein.

IN WITNESS WHEREOF, the Collateral Agent has executed this Release as of the date first above written.

CANADIAN IMPERIAL BANK OF COMMERCE,
as Collateral Agent

By: 
Name: Joseph J Hegenbart
Title: Authorized Signatory

ANNEX I

The Grant of Security Interest in U.S. Trademark Rights, dated as of August 16, 2005, by Arbonne International, LLC, in favor of Canadian Imperial Bank of Commerce, as First Lien Collateral Agent, was recorded with the U.S. Patent and Trademark Office on December 13, 2004 at Reel/Frame No. 2989/0761.

U.S. Trademark Registrations	
Trademark	Registration Number
INNER G-PLEX	2,594,925
ARBONNE BIO-NUTRIA	1,951,526
BIO-MATTE	1,976,702
NUTRIMINC	2,346,124
GLORIOUS	2,298,969
PUR ACTIVES	2,098,295
POC	2,100,274
ARBONNE SKIN FITNESS	2,096,008
ARBONNE	1,770,981
AMIREE	1,377,809
BIO-HYDRIA	1,773,986
TRIPLE SHIELD ECHINACEA	2,860,312

U.S. Trademark Applications	
Trademark	Serial Number
RE9	78/326,332
ARBONNE INTERNATIONAL	78/325,797
ARBONNE	78/396,276
FIGURE EIGHT WEIGHT LOSS PROGRAM 8	78/336,703

The Grant of Security Interest in U.S. Trademark Rights, dated as of August 16, 2005, by Levlad, Inc., in favor of Canadian Imperial Bank of Commerce, as First Lien Collateral Agent, was recorded with the U.S. Patent and Trademark Office on December 13, 2004 at Reel/Frame No. 2989/0772.

U.S. Trademark Registrations	
Trademark	Registration Number
NATURE'S GATE AND DESIGN	1,166,898
ALOEGEN	1,289,681
PETAL FRESH	1,744,210
BATH MOODS	1,811,785
NO ANIMAL TESTING AND DESIGN	1,929,299
ZAP	1,961,879
SPRINGBROOK	1,980,339
SILLY VANILLY	1,997,582
FOREST PURE	2,014,565
FACIAL POLISH	2,179,434
AQUABLOCK	2,232,954
DAILY SKIN CARE THAT CARES	2,352,651
DEODORMINT	2,473,839
SAVE FACE AND DESIGN	2,500,672
NATURE'S GATE ORGANICS	2,743,235
ORGANIC SPA COLLECTION	2,893,961
ORGANIC THERAPY	3,002,192
FORGET YOUR LINES	3,098,659
HAVE A VINE DAY	3,098,660
C FOR YOURSELF	3,085,962
LIGHT SWITCH	3,085,963
OH WHAT A NIGHT	3,085,964

U.S. Trademark Applications	
Trademark	Serial Number
NATURE'S GATE ORGANIC FRUIT BLEND	76/586,325
NATURE'S GATE ORGANIC THERAPY	78/366,389

The Grant of Security Interest in U.S. Patent Rights, dated as of August 16, 2005, by Arbonne International, LLC, in favor of Canadian Imperial Bank of Commerce, as First Lien Collateral Agent, was recorded with the U.S. Patent and Trademark Office on December 13, 2004 at Reel/Frame No. 015440/0940.

U.S. Patent Applications	
Patent	Application Number
Daily Skin Care Regimen	10/404,174