

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Grant of Trademark Security Interest (IP Supplement to the initial Trademark Grant/Security Agreement executed on 11/07/03)		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Burt's Bees, Inc.		03/02/2007	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Canadian Imperial Bank of Commerce, as Administrative Agent		
Street Address:	425 Lexington Avenue		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10017		
Entity Type:	Unknown:		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	3085494		
Serial Number:	77090895	BABY BEE ALL BETTER BALM	
Serial Number:	77041782	OUTDOOR DISCOVER EXPERIENCE PROTECT	
Serial Number:	77017965	MAMA BEE	
CORRESPONDENCE DATA			
Fax Number:	(213)430-6407		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Email:	gdurham@omm.com		
Correspondent Name:	Gina M. Durham, Esq.		
Address Line 1:	400 South Hope Street		
Address Line 2:	O'Melveny & Myers LLP		
Address Line 4:	Los Angeles, CALIFORNIA 90071		
NAME OF SUBMITTER:	Gina M. Durham		
Signature:	/Gina M. Durham/		

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TRADEMARK
 REEL: 003492 FRAME: 0451

Date:

03/02/2007

Total Attachments: 2

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IP SUPPLEMENT

This IP SUPPLEMENT, dated as of March 2, 2007, is delivered pursuant to and supplements (i) the Amended and Restated Security Agreement, dated as of March 29, 2005 (said Amended and Restated Security Agreement, as it may heretofore have been and as it may hereafter be further amended, restated, supplemented or otherwise modified from time to time, being the "**Security Agreement**"), among Burt's Bees, Inc., ("**Grantor**"), the other grantors named therein, and Canadian Imperial Bank of Commerce, as Secured Party, and (ii) the Grant of Trademark Security Interest dated as of November 7, 2003 (the "**Grant**") executed by Grantor. Capitalized terms used herein not otherwise defined herein shall have the meanings ascribed thereto in the Grant.

Grantor grants to Secured Party a security interest in all of Grantor's right, title and interest in and to the Trademark Collateral set forth on Schedule A annexed hereto. All such Trademark Collateral shall be deemed to be part of the Trademark Collateral and shall be hereafter subject to each of the terms and conditions of the Security Agreement and the Grant.

IN WITNESS WHEREOF, Grantor has caused this IP Supplement to be duly executed and delivered by its duly authorized officer as of March 2, 2007.

BURT'S BEES, INC.

By: 
Name: Rob Wood
Title: VP / Controller

**SCHEDULE A
TO
IP SUPPLEMENT**

Registered Trademarks:

No.	Registrant (or Last Registered Owner)	Trademark Description	Registration Number	Registration Date
1.	Burt's Bees, Inc.	BURT PORTRAIT (design mark)	3085494	04/25/06

Pending Trademarks:

No.	Applicant	Trademark Description	Serial Number	Application Date
1.	Burt's Bees, Inc.	BABY BEE ALL BETTER BALM (word mark)	77090895	01/25/07
2.	Burt's Bees, Inc.	BURT'S OUTDOOR LOGO (design mark)	77041782	11/10/06
3.	Burt's Bees, Inc.	MAMA BEE (word mark)	77017965	10/10/06