

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Conversion

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Guthy-Renker Corporation		04/23/2008	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Guthy-Renker LLC
Street Address:	41-550 Eclectic Street, Suite 200
City:	Palm Desert
State/Country:	CALIFORNIA
Postal Code:	92260
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 156

Property Type	Number	Word Mark
Registration Number:	3027129	3 SIMPLE STEPS TO ENTER THE CLEAR ZONE
Registration Number:	3350021	AB LAZER
Registration Number:	3113246	ANTIDANDRUFF THERAPY
Registration Number:	3034388	BARRY CHAPPELL'S FINE ART SHOWCASE
Registration Number:	3313420	BEAUTY STARTS WITH GOOD NUTRITION
Registration Number:	3420346	BIOSOOOTHE RELIEF
Registration Number:	3321912	BIOSOOOTHE RELIEF
Registration Number:	2976914	BODY VICTORY
Registration Number:	2258095	CLEAR ZONE
Registration Number:	3062252	CLEAR ZONE
Registration Number:	3108687	CLEAR ZONE ACNE SYSTEM
Registration Number:	2727658	COMBINATION THERAPY
Registration Number:	2513488	COMPREHENSIVE FORMULA
Registration Number:	2895294	CORE SECRETS

OP \$3915.00 3027129

Registration Number:	3138065	CORE SECRETS
Registration Number:	2855895	DEAN MARTIN CELEBRITY ROASTS
Registration Number:	3030278	
Registration Number:	3030277	
Registration Number:	2711204	
Registration Number:	2843281	
Registration Number:	3210174	
Registration Number:	3010787	ENDLESS FITNESS
Registration Number:	2985049	ENDLESS FITNESS SERIES
Registration Number:	3150510	ENDLESS YOUTH
Registration Number:	2637806	ENDLESS YOUTH
Registration Number:	2722136	EXCELERATE
Registration Number:	2749615	EXCELERATE
Registration Number:	3088729	FINALLY CLEAR
Registration Number:	2992470	GIVE ME 20
Registration Number:	1977805	
Registration Number:	2584736	V GRN VITAPOWER
Registration Number:	2975655	GUNNAR PETERSON'S CORE SECRETS
Registration Number:	1906200	GUTHY-RENKER
Registration Number:	2928287	GUTHY-RENKER ENTERTAINMENT
Registration Number:	2184432	GUTHY-RENKER INTERNET
Registration Number:	3067569	GUTHY-RENKER NUTRITION VITACLEAR
Registration Number:	2986257	KNOCK - A - NOTCH
Registration Number:	2908724	LET THE REAL YOU SHINE THROUGH
Registration Number:	3193957	LIP-TO-LID HIGHLIGHTER
Registration Number:	2948544	LIQUID YOUTH
Registration Number:	3412942	MALIBU PILATES
Registration Number:	3291463	MANY IMITATE. NONE DUPLICATE.
Registration Number:	3002568	MARILU HENNER'S BODY VICTORY
Registration Number:	3107587	MAXIMUM BURN SERIES
Registration Number:	3319320	MEANINGFUL RESULTS
Registration Number:	2104388	MINI MAINTENANCE SYSTEM
Registration Number:	2428755	NATURAL ADVANTAGE
Registration Number:	2125881	NUTRIGUARD E
Registration Number:	2154119	PERFECT ABS

Registration Number:	2918064	PERFECT ABS
Registration Number:	2993458	POWER SCULPTING WITH RESISTANCE
Registration Number:	1890769	PROACTIV
Registration Number:	2162306	PROACTIV
Registration Number:	2850933	PROACTIV SOLUTION
Registration Number:	2976766	REVENUE FRONTIER
Registration Number:	2727368	SCULPT YOUR BODY SLIM
Registration Number:	2261667	SELLECCA SOLUTION
Registration Number:	2729563	SHEER COVER
Registration Number:	2823868	SHEERCOVER
Registration Number:	3389696	SHEER COVER BASE PERFECTOR
Registration Number:	3302286	SHEER COVER STUDIO
Registration Number:	2902564	SHEER FINISH
Registration Number:	2308058	SHEER PERFECTING FOUNDATION
Registration Number:	3314249	SLEEK ESSENTIALS
Registration Number:	2693993	SLIM FUSION
Registration Number:	2846745	SOCK IT TO ME
Registration Number:	3304327	SPEEDBODY
Registration Number:	3006763	SUPREME PILATES
Registration Number:	3319607	TRUESHADE TECHNOLOGY
Registration Number:	2712016	WINSOR PILATES
Registration Number:	2671971	WINSOR PILATES
Registration Number:	3303514	WISDOM COMES WITH AGE..WRINKLES DON'T HAVE TO
Registration Number:	2953158	WRINKLE RETREAT
Registration Number:	2656777	YOUTHFUL ESSENCE
Registration Number:	2926538	YOUTHFUL ESSENCE
Registration Number:	2852460	YOUTHFUL ESSENCE BY SUSAN LUCCI
Registration Number:	3049238	YOU'VE GOT NOTHING TO LOSE BUT THE BLEMISHES
Registration Number:	2914763	ZITS HAPPEN
Registration Number:	3122744	ELLEN CROFT'S SUPREME PILATES
Registration Number:	3199428	FREE FLOW RESISTANCE TECHNOLOGY
Registration Number:	3083796	S
Registration Number:	2678496	CHOLESTASMART
Registration Number:	2691443	BRIGHT ESSENTIALS
Registration Number:	2663570	HERBAL ADVANTAGE

Serial Number:	78531394	ACCOMPLISH
Serial Number:	76565681	ACNEFX
Serial Number:	78848108	ACTIBOOST
Serial Number:	77039462	ALL DAY BEAUTY
Serial Number:	77047688	BEAUTIFUL COMPLEXION
Serial Number:	77276815	BEAUTY IS A JOY FOREVER
Serial Number:	78722752	BEFORE YOUR EYES
Serial Number:	77099585	BIOSOOTHE RELIEF COOL SHOT GEL SHEETS
Serial Number:	78728837	BRIGHT FIX
Serial Number:	78852856	BRIGHT MAGIC
Serial Number:	78427288	BRIGHT SECRETS
Serial Number:	78439189	BUFF ABS
Serial Number:	78557085	CARB BREAKER
Serial Number:	77253681	CHRIS MCMILLAN HAIR
Serial Number:	78439194	CONSISTENCY IS KEY
Serial Number:	77106681	
Serial Number:	78794076	
Serial Number:	77395882	DITCH THE WORKOUT, JOIN THE PARTY!
Serial Number:	77248244	EASY BEAT BREAKDOWNS
Serial Number:	78670825	ENDLESS POSSIBILITIES FOR YOUR SKIN
Serial Number:	76650679	ENDLESS YOUTH
Serial Number:	78875385	EYE RESULTS
Serial Number:	77298465	FIT NEVER FELT SO SEXY
Serial Number:	78608274	GOLDEN BOTANICALS
Serial Number:	77442150	GOLDEN BRIDGE FINANCIAL
Serial Number:	77095180	GRC
Serial Number:	78946864	IN AN INSTANT
Serial Number:	77462951	INSTANT DAILY HYDRATION
Serial Number:	78965532	INSTANT PROMISE
Serial Number:	78946867	INSTANT PROOF
Serial Number:	78946870	INSTANT REVEAL
Serial Number:	78685496	LAB RESULTS
Serial Number:	77451452	LIQUID YOUTH
Serial Number:	78873427	MALIBU BODY
Serial Number:	77133503	MEANINGFUL RESULTS

Serial Number:	78561711	NOTHING COMPARES TO PROACTIV
Serial Number:	78848102	OPTIBOOST-6
Serial Number:	78803823	PERFECT BRILLIANCE
Serial Number:	77045971	PERFECT SHADE
Serial Number:	78579469	PERFECT WHITE
Serial Number:	78794241	PERFECTLY BRILLIANT
Serial Number:	77119610	PERFECTS WHILE IT PROTECTS
Serial Number:	78359065	PERSONAL MICRODERMABRASION BY SUSAN LUCCI
Serial Number:	78934723	PODFOMERCIAL
Serial Number:	77128929	PROACTIV - USE IT AND LOSE IT
Serial Number:	77047672	PROJECT YOUTH
Serial Number:	78587942	PROVIVE
Serial Number:	77359629	PURE REFLECTION
Serial Number:	78631435	RECONFIGURE
Serial Number:	77418216	RESULTS THAT GET NOTICED
Serial Number:	78734299	RETRACE AND ERASE
Serial Number:	77198034	RHYTHM PROGRESSION
Serial Number:	77268784	RHYTHM REFRESHER
Serial Number:	77445473	ROB NEVINS' SKINNY SWITCH SECRET
Serial Number:	77445499	ROB NEVINS' SKINNY SWITCH SECRET
Serial Number:	77085108	SALON SILKY
Serial Number:	78693443	SALON SILKY
Serial Number:	77045995	SECRET BLEND
Serial Number:	77202597	SHEER BLEMISH
Serial Number:	78610858	SLEEK AND CLEAN
Serial Number:	78805608	SLIM FUSION
Serial Number:	77451447	SLIMMING SQUARES
Serial Number:	78534944	SMOOTH CONFIDENCE
Serial Number:	78579454	SMOOTH SECRET
Serial Number:	77306056	SUPER SERUM
Serial Number:	78437656	TANK TOP SEXY
Serial Number:	77363197	TAP & TRANSFORM
Serial Number:	77451449	THE MOYAD METHOD
Serial Number:	77119583	WIN IN 10
Serial Number:	77119530	WINSOR DIET

Serial Number:	78538113	YOU'LL KISS YOUR MAILMAN
Serial Number:	77349355	YOUTHFUL ESSENCE LIGHTZOME

CORRESPONDENCE DATA

Fax Number: (858)456-4802
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 858-456-4801
Email: usdocketing@trademarkgroup.com
Correspondent Name: Marnie Wright Barnhorst, Esq.
Address Line 1: The Trademark Group, APLC
Address Line 2: 1200 Prospect Street, Suite G-100
Address Line 4: La Jolla, CALIFORNIA 92037

ATTORNEY DOCKET NUMBER:	GUTHY-RENKER LLC ASSIGNME
NAME OF SUBMITTER:	Marnie Wright Barnhorst, Esq.
Signature:	/MWB/
Date:	05/15/2008

Total Attachments: 2
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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "GUTHY-RENKER CORPORATION" TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "GUTHY-RENKER CORPORATION" TO "GUTHY-RENKER LLC", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF APRIL, A.D. 2008, AT 6:37 O'CLOCK P.M.

2358986 8100V

080465315

You may verify this certificate online
at corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6544905

DATE: 04-24-08

TRADEMARK

REEL: 003777 FRAME: 0963

CERTIFICATE OF CONVERSION

converting

GUTHY-RENKER CORPORATION
(a Delaware corporation)

to

GUTHY-RENKER LLC
(a Delaware limited liability company)

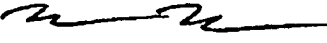
(Pursuant to Section 266 of the General Corporation Law of the State of Delaware
and Section 18-214 of the Delaware Limited Liability Company Act)

The undersigned, acknowledging himself to be the Executive Vice President, Financial Operations of Guthy-Renker Corporation, a Delaware corporation, and being authorized to execute and file this Certificate of Conversion on behalf of Guthy-Renker Corporation, hereby certifies that:

1. The name of the corporation immediately prior to the filing of this Certificate is Guthy-Renker Corporation (the "Corporation").
2. The Corporation was incorporated in the State of Delaware pursuant to an original Certificate of Incorporation filed with the Secretary of State of the State of Delaware on November 10, 1993, and as restated on November 23, 1999.
3. The original name of the Corporation as set forth in the Certificate of Incorporation is Guthy-Renker Corporation.
4. The Corporation is hereby converted to a limited liability company under the laws of the State of Delaware. The name of the limited liability company as set forth in its Certificate of Formation is Guthy-Renker LLC.
5. The conversion has been approved by the Board of Directors and shareholders of the Corporation in accordance with Section 266 of the General Corporation Law of the State of Delaware.
6. The conversion shall become effective in accordance with the laws of the State of Delaware as of the filing of this Certificate of Conversion and the Certificate of Formation with the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, I hereunto set my hand this 23rd day of April, 2008.

GUTHY-RENKER CORPORATION

By:  (SEAL)
Name: Kevin Knee
Title: Executive Vice President, Financial Operations