

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
MD Beauty, Inc.		06/06/2006	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Bare Escentuals Beauty, Inc.		
Street Address:	71 Stevenson Street, 22nd Floor		
City:	San Francisco		
State/Country:	CALIFORNIA		
Postal Code:	94105		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	76644111	SERVICE YOUR SKIN	
CORRESPONDENCE DATA			
Fax Number:	(415)591-1400		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	415-591-1000		
Email:	tmdocket@bareescentuals.com		
Correspondent Name:	Winston & Strawn LLP		
Address Line 1:	101 California Street		
Address Line 2:	Suite 3900		
Address Line 4:	San Francisco, CALIFORNIA 94111		
ATTORNEY DOCKET NUMBER:	BE-1153		
NAME OF SUBMITTER:	Kimberly A. Eckhart		
Signature:	/Kimberly A. Eckhart/		
Date:	10/23/2008		

CH \$40.00 76644111

Total Attachments: 1
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State of Delaware
Secretary of State
Division of Corporations
Delivered 08:21 PM 06/05/2006
FILED 08:21 PM 06/05/2006
SRV 060543036 - 3031767 FILE

CERTIFICATE OF AMENDMENT
OF
AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
MD BEAUTY, INC.

MD Beauty, Inc., a corporation organized and existing under the laws of the State of Delaware (the "*Corporation*"), hereby certifies as follows:

1. The Board of Directors of the Corporation, by unanimous written consent, duly adopted resolutions proposing and declaring advisable the following amendment of the Amended and Restated Certificate of Incorporation of the Corporation and sought the consent of the stockholders of the Corporation to said amendment. The resolutions setting forth the proposed amendment are as follows:

"NOW, THEREFORE, BE IT RESOLVED, that the Amended and Restated Certificate of Incorporation of the Corporation be amended by changing Article I so that, as amended, said Article shall be and read in its entirety as follows:

'1. The name of the corporation is Bare Escentuals Beauty, Inc. (the "*Corporation*")."

2. That the stockholders have given consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

3. That the aforesaid amendment was duly adopted in accordance with Sections 228 and 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said MD Beauty, Inc. has caused this certificate to be signed by an authorized officer thereof, this 12th day of June, 2006.

MD BEAUTY, INC

By: 
Name: Myles McCormick
Title: Chief Financial Officer

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