

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Bellezza Products, LLC		01/29/2009	LIMITED LIABILITY COMPANY: VIRGINIA
RECEIVING PARTY DATA			
Name:	Harbert Mezzanine Partners II SBIC, L.P.		
Street Address:	618 Church Street, Suite 500		
City:	Nashville		
State/Country:	TENNESSEE		
Postal Code:	37219		
Entity Type:	LIMITED PARTNERSHIP: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Serial Number:	77561590	HYDROLYZE	
Registration Number:	3312417	HYDROXATONE	
Registration Number:	3314494	HYDROLYZEH UNDER EYE TREATMENT	
CORRESPONDENCE DATA			
Fax Number:	(423)785-8480		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	4237858295		
Email:	pliner@millermartin.com		
Correspondent Name:	Patricia P. Liner		
Address Line 1:	832 Georgia Avenue		
Address Line 2:	Suite 1000 Volunteer Building		
Address Line 4:	Chattanooga, TENNESSEE 37402-2289		
ATTORNEY DOCKET NUMBER:	17723-0015		
NAME OF SUBMITTER:	Patricia P. Liner		

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Signature:

/Patricia P. Liner/

Date:

01/30/2009

Total Attachments: 2

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MEMORANDUM OF SECURITY AGREEMENT

(TRADEMARKS)

Pursuant to an Intellectual Property Security Agreement dated April 7, 2006, as amended (the "Security Agreement"), Bellezza Products, L.L.C., a Virginia limited liability company (the "Pledgor"), has granted to Harbert Mezzanine Partners II SBIC, L.P., a Delaware limited partnership, as agent (the "Secured Party"), a continuing security interest in, and a continuing lien upon, the Collateral (as that term is defined in the Security Agreement), including the trademarks listed on the annexed Schedule 1, and all applications, registrations, renewals and proceeds (including accounts receivable and royalties) thereof (the "Trademarks"), together with the goodwill of the business connected with the use of and symbolized by the Trademarks. The Secured Party's security interest in the Trademarks can be terminated only in accordance with the terms of the Security Agreement.

Dated: January 29, 2009

BELLEZZA PRODUCTS, L.L.C.

By: 
Name: Andrew J. Swaw
Title: managing partner

Schedule 1

<u>TRADEMARK</u>	<u>OWNER</u>	<u>STATUS</u>	<u>REGISTRATION/SERIAL No.</u>
Hydroxatone	Bellezza Products, L.L.C.	Registered	3312417
Hydrolyze	Bellezza Products, L.L.C.	Application	77561590
Hydrolyze Treatment	Under Eye Bellezza Products, L.L.C.	Registered	3314494