

Form PTO-1594 (Rev. 07/05)  
OMB Collection 0651-0027 (exp. 6/30/2008)

02-05-2010

U.S. DEPARTMENT OF COMMERCE  
United States Patent and Trademark Office

RE



103588405

To the Director of the U. S. Patent and T.

Documents or the new address(es) below.

1. Name of conveying party(ies):

UNION BANK

- Individual(s)
- General Partnership
- Corporation- State: \_\_\_\_\_
- Other \_\_\_\_\_
- Association
- Limited Partnership

Citizenship (see guidelines) \_\_\_\_\_

Additional names of conveying parties attached?  Yes  No

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached?  Yes  No

Name: Physicians Formula Cosmetics, Inc.

Internal

Address: \_\_\_\_\_

Street Address: 1055 West 8th Street

City: Azus

State: California

Country: USA Zip: 91702

- Association Citizenship \_\_\_\_\_
- General Partnership Citizenship \_\_\_\_\_
- Limited Partnership Citizenship \_\_\_\_\_
- Corporation Citizenship Delaware
- Other \_\_\_\_\_ Citizenship \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designations must be a separate document from assignment)

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) November 6, 2009

- Assignment
- Security Agreement
- Other Release of Trademark Security
- Merger
- Change of Name

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

FEB - 4 2010

2599366; 2613511; 3263481; 2801528; 2953835; 2650663;  
continued

Additional sheet(s) attached?  Yes  No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Morgan, Lewis & Bockius LLP-

Internal Address: Kathryn Romano, Paralegal

Street Address: 300 S. Grand Avenue, 22nd Floor

City: Los Angeles

State: California Zip: 90071-3132

Phone Number: 213.612.7302

Fax Number: 213.612.2501

Email Address: kromano@morganlewis.com

6. Total number of applications and registrations involved:

97

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 2,440.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

- a. Credit Card Last 4 Numbers \_\_\_\_\_  
Expiration Date \_\_\_\_\_
- b. Deposit Account Number \_\_\_\_\_  
Authorized User Name \_\_\_\_\_

02/04/2010 11:01 AM  
01 FC:8521  
02 FC:8521  
00000038 2599366

48.00  
2400.00

9. Signature:

*Kathryn Romano*  
Signature

February 1, 2010

Date

Kathryn Romano

Name of Person Signing

Total number of pages including cover sheet, attachments, and document:

12

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

SCHEDULE ATRADEMARKS

| Legal Ownership                       | Mark              | Application /<br>Registration<br>Number | Date of Filing /<br>Date of<br>Registration | Territory  |
|---------------------------------------|-------------------|---|---|------------|
| Physicians Formula<br>Cosmetics, Inc. | Aqua Cover        | 2599366                                 | 7/23/2002                                   | USPTO      |
| Physicians Formula<br>Cosmetics, Inc. | Aquacheeks        | 2613511                                 | 8/27/2002                                   | USPTO      |
| Physicians Formula<br>Cosmetics, Inc. | Baked Blush       | 3263481                                 | 7/10/2007                                   | USPTO      |
| Physicians Formula<br>Cosmetics, Inc. | Baked Bronzer     | 2801528                                 | 12/30/2003                                  | USPTO      |
| Physicians Formula<br>Cosmetics, Inc. | Baked Collection  | 2953835                                 | 5/17/2005                                   | USPTO      |
| Physicians Formula<br>Cosmetics, Inc. | [REDACTED]        | [REDACTED]                              | [REDACTED]                                  | [REDACTED] |
| Physicians Formula<br>Cosmetics, Inc. | Battle Bronzer    | 2650663                                 | 11/12/2002                                  | USPTO      |
| Physicians Formula<br>Cosmetics, Inc. | Beauty Spiral     | 2352779                                 | 5/23/2000                                   | USPTO      |
| Physicians Formula<br>Cosmetics, Inc. | [REDACTED]        | [REDACTED]                              | [REDACTED]                                  | [REDACTED] |
| Physicians Formula<br>Cosmetics, Inc. | Berry-Go-Round    | 2580400                                 | 6/11/2002                                   | USPTO      |
| Physicians Formula<br>Cosmetics, Inc. | Blush Palette     | 2598217                                 | 7/23/2002                                   | USPTO      |
| Physicians Formula<br>Cosmetics, Inc. | Bright Collection | 2841745                                 | 5/11/2004                                   | USPTO      |
| Physicians Formula<br>Cosmetics, Inc. | Brow Corrector    | 2384341                                 | 9/5/2000                                    | USPTO      |
| Physicians Formula<br>Cosmetics, Inc. | Char-Kohl         | 2803685                                 | 1/6/2004                                    | USPTO      |
| Physicians Formula<br>Cosmetics, Inc. | Cinnamon Roll     | 2599557                                 | 7/23/2002                                   | USPTO      |
| Physicians Formula<br>Cosmetics, Inc. | Clear Water       | 2619015                                 | 9/10/2002                                   | USPTO      |
| Physicians Formula<br>Cosmetics, Inc. | Concealer 101     | 2852080                                 | 6/8/2004                                    | USPTO      |
| Physicians Formula<br>Cosmetics, Inc. | Concealer Twins   | 2398555                                 | 10/24/2000                                  | USPTO      |
| Physicians Formula<br>Cosmetics, Inc. | Correct & Cover   | 2384357                                 | 9/5/2000                                    | USPTO      |

| Legal Ownership                       | Mark                     | Application /<br>Registration<br>Number | Date of Filing /<br>Date of<br>Registration | Territory |
|---------------------------------------|--------------------------|---|---|-----------|
| Physicians Formula<br>Cosmetics, Inc. | Creme De Velours         | 2356270                                 | 6/6/2000                                    | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Crystal Ball             | 3083611                                 | 4/18/2006                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Drops Of Bronze          | 2413065                                 | 12/12/2000                                  | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Drops Of Crystal         | 2942286                                 | 4/19/2005                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Dust Of Bronze           | 2422061                                 | 1/16/2001                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Dust Of Crystal          | 2659956                                 | 12/10/2002                                  | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Dust Of Gold             | 2464337                                 | 6/26/2001                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Eye-Tech                 | 2735561                                 | 7/8/2003                                    | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Eyebrightener            | 2288310                                 | 10/19/1999                                  | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Eyebrightener            | 2441239                                 | 4/3/2001                                    | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Eyeliner Palette         | 2670728                                 | 1/7/2003                                    | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Face Lace                | 2852079                                 | 6/8/2004                                    | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Fineline                 | 2277124                                 | 9/14/1999                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Gentle Cover             | 2230761                                 | 3/9/1999                                    | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Geometric Colors         | 2520864                                 | 12/18/2001                                  | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Globe-Trotter            | 2596066                                 | 7/16/2002                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Heart Of Gold            | 2649396                                 | 11/12/2002                                  | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Heart Of Gold            | 2586654                                 | 6/25/2002                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Heartbreaker             | 2670304                                 | 12/31/2002                                  | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Hide Out                 | 3115027                                 | 7/11/2006                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Instant Makeover<br>Tool | 3033073                                 | 12/20/2005                                  | USPTO     |

| Legal Ownership                       | Mark  | Application /<br>Registration<br>Number | Date of Filing /<br>Date of<br>Registration | Territory |
|---------------------------------------|---|---|---|-----------|
| Physicians Formula<br>Cosmetics, Inc. | Jungle Fever  | 2709526                                 | 4/22/2003                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Lash-In-A-Tube  | 2770397                                 | 9/30/2003                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Le Velvet   | 1949213                                 | 1/16/1996                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Le Velvet Film  | 1122628                                 | 7/24/1979                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Lieutenant Lash   | 2644431                                 | 10/29/2002                                  | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Lip Color Corrector   | 2407434                                 | 11/21/2000                                  | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Lip Spectrum  | 2356269                                 | 6/6/2000                                    | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Loose-To-Go   | 2818418                                 | 2/24/2004                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Magic Cube  | 2846865                                 | 5/25/2004                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Mini Dose   | 2459896                                 | 6/12/2001                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Month 2 Month   | 2408984                                 | 11/28/2000                                  | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Mood Swirls   | 2602854                                 | 7/30/2002                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Moonglow  | 2633330                                 | 10/8/2002                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Only From<br>Physicians Formula!                                | 2691072                                 | 2/25/2003                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | P   | 2874954                                 | 8/17/2004                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | P   | 2973126                                 | 7/19/2005                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | P Physicians<br>Formula Intensive<br>Therapy Moisture<br>Cream  | 1735589                                 | 11/24/1992                                  | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | P Physicians<br>Formula Intensive<br>Therapy Moisture<br>Lotion | 1759042                                 | 3/16/1993                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Peach-To-Glow   | 2228941                                 | 3/2/1999                                    | USPTO     |

| Legal Ownership                       | Mark                              | Application /<br>Registration<br>Number | Date of Filing /<br>Date of<br>Registration | Territory |
|---------------------------------------|-----------------------------------|---|---|-----------|
| Physicians Formula<br>Cosmetics, Inc. | Pearls Of Perfection              | 2460119                                 | 6/12/2001                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Pearls Of Perfection              | 2650551                                 | 11/12/2002                                  | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Physicians Formula                | 1187307                                 | 1/26/1982                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Physicians Formula                | 3204345                                 | 1/30/2007                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Planet Blush                      | 2596062                                 | 7/16/2002                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Planet Eyes                       | 2489120                                 | 9/11/2001                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Plentifull                        | 2003717                                 | 9/24/1996                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Plump Palette                     | 3074502                                 | 3/28/2006                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Powder Palette                    | 2400377                                 | 10/31/2000                                  | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Formula                           |   |   |           |
| Physicians Formula<br>Cosmetics, Inc. | Retro Glow                        | 2664520                                 | 12/17/2002                                  | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Seducer                           | 2622305                                 | 9/17/2002                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Self Defense                      | 2475987                                 | 8/7/2001                                    | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Sensitive Skin ? Be<br>Sensible ! | 2583857                                 | 6/18/2002                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Sergeant Shadow                   | 2644432                                 | 10/29/2002                                  | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Silver Moon                       | 2626623                                 | 9/24/2002                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Skinsitive                        | 2673075                                 | 1/7/2003                                    | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Sport Team                        | 2288234                                 | 10/19/1999                                  | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Star Perfection                   | 2852078                                 | 6/8/2004                                    | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Summer Eclipse                    | 2721774                                 | 6/3/2003                                    | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Summer Shimmer                    | 2493092                                 | 9/25/2001                                   | USPTO     |

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|---------------------------------------|--------------------------------------|---|---|------------|
| Physicians Formula<br>Cosmetics, Inc. | Sun Shield                           | 1257282                                 | 11/15/1983                                  | USPTO      |
| Physicians Formula<br>Cosmetics, Inc. | Sun-In-A-Brush                       | 2650683                                 | 11/12/2002                                  | USPTO      |
| Physicians Formula<br>Cosmetics, Inc. | To Any Lengths                       | 2070859                                 | 6/10/1997                                   | USPTO      |
| Physicians Formula<br>Cosmetics, Inc. | Total Perfection                     | 2371937                                 | 8/1/2000                                    | USPTO      |
| Physicians Formula<br>Cosmetics, Inc. | Virtual Eyes                         | 2526119                                 | 1/1/2002                                    | USPTO      |
| Physicians Formula<br>Cosmetics, Inc. | Virtual Face Powder                  | 2805872                                 | 1/13/2004                                   | USPTO      |
| Physicians Formula<br>Cosmetics, Inc. | Virtual Foundation                   | 2640888                                 | 10/22/2002                                  | USPTO      |
| Physicians Formula<br>Cosmetics, Inc. | Virtual Glove                        | 2598226                                 | 7/23/2002                                   | USPTO      |
| Physicians Formula<br>Cosmetics, Inc. | Virtual Lips                         | 2741925                                 | 7/29/2003                                   | USPTO      |
| Physicians Formula<br>Cosmetics, Inc. | Vital Lash                           | 2719467                                 | 5/27/2003                                   | USPTO      |
| Physicians Formula<br>Cosmetics, Inc. | Wanderful Wand                       | 2833112                                 | 4/13/2004                                   | USPTO      |
| Physicians Formula<br>Cosmetics, Inc. | Winter Eclipse                       | 2550786                                 | 3/19/2002                                   | USPTO      |
| Physicians Formula<br>Cosmetics, Inc. | Your Eyes Won't<br>Believe Your Face | 2830906                                 | 4/6/2004                                    | USPTO      |
| Physicians Formula<br>Cosmetics, Inc. | Gentle Wear                          | 1495593                                 | 7/12/1988                                   | USPTO      |
| Physicians Formula<br>Cosmetics, Inc. | [REDACTED]                           | [REDACTED]                              | [REDACTED]                                  | [REDACTED] |
| Physicians Formula<br>Cosmetics, Inc. | Shine Away                           | 2030318                                 | 1/14/1997                                   | USPTO      |
| Physicians Formula<br>Cosmetics, Inc. | Planet Foundation                    | 78/225194                               | 3/13/2003                                   | USPTO      |
| Physicians Formula<br>Cosmetics, Inc. | Baked Foundation                     | 78/401065                               | 4/13/2004                                   | USPTO      |
| Physicians Formula<br>Cosmetics, Inc. | Skin-In-A-Tube                       | 78/401082                               | 4/13/2004                                   | USPTO      |

RELEASE OF  
TRADEMARK SECURITY INTEREST

THIS RELEASE OF TRADEMARK SECURITY AGREEMENT (this "Release") is made and entered into as of November 16, 2009 by UNION BANK, N.A. (formerly known as Union Bank of California, N.A.), as Administrative Agent for the Lenders ("UB"), in favor of PHYSICIANS FORMULA COSMETICS, INC., a Delaware corporation ("*Obligor*").

UB hereby terminates, cancels and releases its security interest granted pursuant to the Guarantor Security Agreement dated December 16, 2005 between UB and Obligor whether or not recorded with the United States Patent and Trademark Office on January 17, 2006 at reel and frame number 003228/0571 with respect to all trademarks and trademark applications of Obligor including but not limited to those described more fully in Schedule A attached hereto.

IN WITNESS WHEREOF, the undersigned has caused this Release of Trademark Security Interest to be executed by its duly authorized officer as of the date first set forth above.

UNION BANK, N.A.

By:



Name:

T. KEVIN POWELLS

Title:

VICE PRESIDENT

SCHEDULE ATRADEMARKS

| Legal Ownership                       | Mark              | Application /<br>Registration<br>Number | Date of Filing /<br>Date of<br>Registration | Territory |
|---------------------------------------|-------------------|---|---|-----------|
| Physicians Formula<br>Cosmetics, Inc. | Aqua Cover        | 2599366                                 | 7/23/2002                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Aquacheeks        | 2613511                                 | 8/27/2002                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Baked Blush       | 3263481                                 | 7/10/2007                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Baked Bronzer     | 2801528                                 | 12/30/2003                                  | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Baked Collection  | 2953835                                 | 5/17/2005                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Bare Radiance     | 2230760                                 | 3/9/1999                                    | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Battle Bronzer    | 2650663                                 | 11/12/2002                                  | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Beauty Spiral     | 2352779                                 | 5/23/2000                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Beauty Spiral     | 2547162                                 | 3/12/2002                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Berry-Go-Round    | 2580400                                 | 6/11/2002                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Blush Palette     | 2598217                                 | 7/23/2002                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Bright Collection | 2841745                                 | 5/11/2004                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Brow Corrector    | 2384341                                 | 9/5/2000                                    | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Char-Kohl         | 2803685                                 | 1/6/2004                                    | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Cinnamon Roll     | 2599557                                 | 7/23/2002                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Clear Water       | 2619015                                 | 9/10/2002                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Concealer 101     | 2852080                                 | 6/8/2004                                    | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Concealer Twins   | 2398555                                 | 10/24/2000                                  | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Correct & Cover   | 2384357                                 | 9/5/2000                                    | USPTO     |



| Legal Ownership                       | Mark                     | Application /<br>Registration<br>Number | Date of Filing /<br>Date of<br>Registration | Territory |
|---------------------------------------|--------------------------|---|---|-----------|
| Physicians Formula<br>Cosmetics, Inc. | Crème De Velours         | 2356270                                 | 6/6/2000                                    | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Crystal Ball             | 3083611                                 | 4/18/2006                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Drops Of Bronze          | 2413065                                 | 12/12/2000                                  | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Drops Of Crystal         | 2942286                                 | 4/19/2005                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Dust Of Bronze           | 2422061                                 | 1/16/2001                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Dust Of Crystal          | 2659956                                 | 12/10/2002                                  | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Dust Of Gold             | 2464337                                 | 6/26/2001                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Eye-Tech                 | 2735561                                 | 7/8/2003                                    | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Eyebrightener            | 2288310                                 | 10/19/1999                                  | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Eyebrightener            | 2441239                                 | 4/3/2001                                    | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Eyeliner Palette         | 2670728                                 | 1/7/2003                                    | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Face Lace                | 2852079                                 | 6/8/2004                                    | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Fineline                 | 2277124                                 | 9/14/1999                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Gentle Cover             | 2230761                                 | 3/9/1999                                    | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Geometric Colors         | 2520864                                 | 12/18/2001                                  | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Globe-Trotter            | 2596066                                 | 7/16/2002                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Heart Of Gold            | 2649396                                 | 11/12/2002                                  | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Heart Of Gold            | 2586654                                 | 6/25/2002                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Heartbreaker             | 2670304                                 | 12/31/2002                                  | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Hide Out                 | 3115027                                 | 7/11/2006                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Instant Makeover<br>Tool | 3033073                                 | 12/20/2005                                  | USPTO     |

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| Physicians Formula<br>Cosmetics, Inc. | Jungle Fever  | 2709526                                 | 4/22/2003                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Lash-In-A-Tube  | 2770397                                 | 9/30/2003                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Le Velvet   | 1949213                                 | 1/16/1996                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Le Velvet Film  | 1122628                                 | 7/24/1979                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Lieutenant Lash   | 2644431                                 | 10/29/2002                                  | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Lip Color Corrector   | 2407434                                 | 11/21/2000                                  | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Lip Spectrum  | 2356269                                 | 6/6/2000                                    | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Loose-To-Go   | 2818418                                 | 2/24/2004                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Magic Cube  | 2846865                                 | 5/25/2004                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Mini Dose   | 2459896                                 | 6/12/2001                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Month 2 Month   | 2408984                                 | 11/28/2000                                  | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Mood Swirls   | 2602854                                 | 7/30/2002                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Moonglow  | 2633330                                 | 10/8/2002                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Only From<br>Physicians Formula!                                | 2691072                                 | 2/25/2003                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | P   | 2874954                                 | 8/17/2004                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | P   | 2973126                                 | 7/19/2005                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | P Physicians<br>Formula Intensive<br>Therapy Moisture<br>Cream  | 1735589                                 | 11/24/1992                                  | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | P Physicians<br>Formula Intensive<br>Therapy Moisture<br>Lotion | 1759042                                 | 3/16/1993                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Peach-To-Glow   | 2228941                                 | 3/2/1999                                    | USPTO     |

| Legal Ownership                       | Mark                              | Application /<br>Registration<br>Number | Date of Filing /<br>Date of<br>Registration | Territory |
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| Physicians Formula<br>Cosmetics, Inc. | Pearls Of Perfection              | 2460119                                 | 6/12/2001                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Pearls Of Perfection              | 2650551                                 | 11/12/2002                                  | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Physicians Formula                | 1187307                                 | 1/26/1982                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Physicians Formula                | 3204345                                 | 1/30/2007                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Planet Blush                      | 2596062                                 | 7/16/2002                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Planet Eyes                       | 2489120                                 | 9/11/2001                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Plentifull                        | 2003717                                 | 9/24/1996                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Plump Palette                     | 3074502                                 | 3/28/2006                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Powder Palette                    | 2400377                                 | 10/31/2000                                  | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Professional<br>Formula           | 78/110542                               | 2/22/2002                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Retro Glow                        | 2664520                                 | 12/17/2002                                  | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Seducer                           | 2622305                                 | 9/17/2002                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Self Defense                      | 2475987                                 | 8/7/2001                                    | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Sensitive Skin ? Be<br>Sensible ! | 2583857                                 | 6/18/2002                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Sergeant Shadow                   | 2644432                                 | 10/29/2002                                  | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Silver Moon                       | 2626623                                 | 9/24/2002                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Skinsitive                        | 2673075                                 | 1/7/2003                                    | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Sport Team                        | 2288234                                 | 10/19/1999                                  | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Star Perfection                   | 2852078                                 | 6/8/2004                                    | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Summer Eclipse                    | 2721774                                 | 6/3/2003                                    | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Summer Shimmer                    | 2493092                                 | 9/25/2001                                   | USPTO     |

| Legal Ownership                       | Mark                                 | Application /<br>Registration<br>Number | Date of Filing /<br>Date of<br>Registration | Territory |
|---------------------------------------|--------------------------------------|---|---|-----------|
| Physicians Formula<br>Cosmetics, Inc. | Sun Shield                           | 1257282                                 | 11/15/1983                                  | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Sun-In-A-Brush                       | 2650683                                 | 11/12/2002                                  | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | To Any Lengths                       | 2070859                                 | 6/10/1997                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Total Perfection                     | 2371937                                 | 8/1/2000                                    | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Virtual Eyes                         | 2526119                                 | 1/1/2002                                    | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Virtual Face Powder                  | 2805872                                 | 1/13/2004                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Virtual Foundation                   | 2640888                                 | 10/22/2002                                  | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Virtual Glove                        | 2598226                                 | 7/23/2002                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Virtual Lips                         | 2741925                                 | 7/29/2003                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Vital Lash                           | 2719467                                 | 5/27/2003                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Wanderful Wand                       | 2833112                                 | 4/13/2004                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Winter Eclipse                       | 2550786                                 | 3/19/2002                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Your Eyes Won't<br>Believe Your Face | 2830906                                 | 4/6/2004                                    | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Gentle Wear                          | 1495593                                 | 7/12/1988                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Beyond Moisture                      | 1970596                                 | 4/23/1996                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Shine Away                           | 2030318                                 | 1/14/1997                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Planet Foundation                    | 78/225194                               | 3/13/2003                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Baked Foundation                     | 78/401065                               | 4/13/2004                                   | USPTO     |
| Physicians Formula<br>Cosmetics, Inc. | Skin-In-A-Tube                       | 78/401082                               | 4/13/2004                                   | USPTO     |