

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Essie Cosmetics, Ltd.		06/25/2010	CORPORATION: NEW YORK

**RECEIVING PARTY DATA**

Name:	L'Oreal USA Creative, Inc.
Street Address:	575 Fifth Avenue
City:	New York
State/Country:	NEW YORK
Postal Code:	10017
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 18**

Property Type	Number	Word Mark
Registration Number:	2094222	
Registration Number:	2710584	ESSIE
Registration Number:	1646579	BABY'S BREATH
Registration Number:	2540421	BALLET SLIPPERS
Registration Number:	2517269	ESSIE
Registration Number:	3080530	ESSIE SMOOTHIES
Registration Number:	2967591	SHINE-E
Registration Number:	3145874	SUN-E
Registration Number:	3189493	MAN-E-CURE
Registration Number:	2808365	TRILLIONAILS
Registration Number:	2780535	BILLIONAILS
Registration Number:	2774058	KIRBY CREME
Serial Number:	85010192	MILLIONAILS
Registration Number:	3641018	NATURALLY CLEAN BY ESSIE

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Serial Number:	77710085	ESSIE EJUENATE
Registration Number:	1712921	ESSIE COSMETICS
Registration Number:	1657103	PRECIOUS PINK
Registration Number:	2573647	WALTZ

**CORRESPONDENCE DATA**

Fax Number: (212)984-5082  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 212-984-4177  
Email: lgigliotti@us.loreal.com  
Correspondent Name: Lisa M. Gigliotti  
Address Line 1: 575 Fifth Avenue  
Address Line 2: 34th Floor  
Address Line 4: New York, NEW YORK 10017

ATTORNEY DOCKET NUMBER:	ESSIE
NAME OF SUBMITTER:	Lisa M. Gigliotti
Signature:	/Lisa M. Gigliotti/
Date:	06/30/2010

Total Attachments: 7  
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U.S. TRADEMARK ASSIGNMENT AGREEMENT

This U.S. TRADEMARK ASSIGNMENT AGREEMENT, dated June 25, 2010 (this "Assignment"), is made and delivered by Essie Cosmetics, Ltd., a New York corporation ("Assignor"), for the benefit of L'Oréal USA Creative, Inc. ("Assignee"), a Delaware corporation wholly owned by L'Oréal USA, Inc. ("L'Oréal USA").

WHEREAS, Assignor and L'Oréal USA have entered into that certain Asset Purchase Agreement, dated April 20, 2010 (the "Purchase Agreement"), by and among L'Oréal USA, Assignor, Esther Sue Weingarten and Massimo Sortino;

WHEREAS, in accordance with Section 13.8(b) of the Purchase Agreement, L'Oréal USA has assigned to Assignee all of its rights under the Purchase Agreement to acquire all of Assignor's rights (including common law rights), title and interest in, to and under Assignor's U.S. registered trademarks and all such corresponding goodwill, pending U.S. applications for registration of trademarks, and unregistered U.S. trademarks, including those set forth on the attached Schedule A (the "U.S. Assigned Trademarks");

WHEREAS, Pursuant to the Purchase Agreement, Assignor assigned to Assignee the U.S. Assigned Trademarks; and

WHEREAS, Assignor and Assignee wish to confirm such assignment and have such assignment recorded with the United States Patent and Trademark Office.

NOW, THEREFORE, in consideration of the promises and the mutual covenants and agreements hereinafter contained, Assignor hereby agrees as follows:

1. Assignor hereby sells, transfers, conveys, assigns and delivers to Assignee any and all rights, title and interest Assignor holds, or may hold, in, to and under the U.S. Assigned Trademarks and all such corresponding goodwill in connection with which said marks are used and which are symbolized by said marks, together with all rights derived therefrom, including statutory, common law and contractual rights, in, to and under the U.S. Assigned Trademarks, the same to be held and enjoyed by Assignee for its own use and enjoyment and the use and enjoyment of its successors and assigns to the end of the term or terms for which the U.S. Assigned Trademarks are granted or reissued or extended as fully and entirely as the same would have been held and enjoyed by Assignor if this assignment and sale had not been made, and in and to all income, royalties, damages and payments now or hereafter due or payable with respect to the U.S. Assigned Trademarks, including in and under all causes of action (either in law or in equity), and the right to sue, counterclaim, and recover for past, present and future infringement of the rights assigned under this Assignment.
2. Assignor hereby requests and authorizes the relevant authority at the United States Patent and Trademark Office to record Assignee as the assignee and owner of the U.S. Assigned Trademarks.

3. This Assignment shall inure to the benefit of and be binding upon Assignor and its successors and permitted assigns.
4. Delivery of an executed signature page of this Assignment by facsimile or by PDF file (portable document format file) shall be as effective as delivery of a manually executed signature page of this Assignment.
5. This Assignment shall be governed by and construed in accordance with the laws of the State of New York applicable to contracts made and performed in such State.

[Signature Page Follows]

IN WITNESS WHEREOF, Assignor has caused this Agreement to be duly executed by its duly authorized representative as of the day and year first above written.

ESSIE COSMETICS, LTD.

By: 

Name: Massimo Scifino

Title: Chief Executive Officer


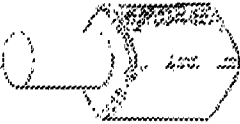
[SIGNATURE PAGE TO TRADEMARK ASSIGNMENT AGREEMENT]

**TRADEMARK**  
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Schedule A

U.S. Assigned Trademarks

See attached.

MARK	CLASSES: GOODS-SERVICES	COUNTRY	APP. NO. APP. DATE	REG. NO. REG. DATE	STATUS/ COMMENTS
 <p>The mark consists of a nail polish bottle featuring a clear bottle which has a white cap that holds the brush applicator.</p>	3: Nail polish	U.S.	75/035,616 12/20/1995	2,094,222 09/09/1997	Renewed Next renewal due 09/09/2017
 <p>The mark consists of a nail polish bottle featuring a clear bottle which has a cap that holds the brush applicator and which bears the word "ESSIE". The drawing is not part of the mark and serves only to show the position of the mark.</p>	3: Nail polish	U.S.	76/230,418 03/26/2001	2,710,584 04/29/2003	Registered Renewal due 04/29/2013
BABY'S BREATH	3: Nail polish	U.S.	74/081,536 07/24/1990	1,646,579 06/04/1991	Renewed Next renewal due 06/04/2011
BALLET SLIPPERS	3: Nail care preparations	U.S.	76/285,002 07/13/2001	2,540,421 02/19/2002	Registered Renewal due 02/19/2012

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MARK	CLASSES: GOODS/SERVICES	COUNTRY	APP. NO. APP. DATE	REG. NO. REG. DATE	STATUS/ COMMENTS
ESSIE	3: Nail care preparations	U.S.	76/230,469 03/26/2001	2,517,269 12/11/2001	Registered Renewal due 12/11/2011
ESSIE SMOOTHIES	3: Moisturizing personal skin care products, namely, hydrating cremes and lotions for the hands and body	U.S.	78/379,597 03/05/2004	3,080,530 04/11/2006	Registered Maintenance due 04/11/2012 Renewal due 04/11/2016
SHINE-E	3: Nail care preparations, namely high gloss top coat for all nail types to instantly restore polished nails to a salon finish and nail polish refreshers	U.S.	76/431,317 07/15/2002	2,967,591 07/12/2005	Registered Maintenance due 07/12/2011 Renewal due 07-12-2015
SUN-E	3: Nail care preparations for protecting nail polish from UV rays outdoors, or in tanning beds and/or other tanning machines	U.S.	76/544,058 09/11/2003	3,145,874 09/19/2006	Registered Maintenance due 09/19/2012 Renewal due 09-19-2016
MAN-E-CURE	3: Nail polish top coat	U.S.	78/823,622 2/26/2006	3,189,493 12/26/2006	Registered Maintenance due 12/26/2012 Renewal due 12-26-2016
TRILLIONAILS	3: Cosmetics hand nail treatment - maintains nails healthy and beautiful - protects, nourishes, hydrates nails keeping them healthy and strong	U.S.	76/509,315 03/24/2003	2,808,365 01/27/2004	Registered Renewal due 01/27/2014
BILLIONAILS	3: Cosmetics, namely, a hand nail treatment which repairs weak and brittle nails and moisturized nails and maintains them hydrated and healthy	U.S.	76/422,182 06/17/2002	2,780,535 11/04/2003	Registered Renewal due 11/04/2013

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MARK	CLASSES, GOODS/SERVICES	COUNTRY	APP. NO. APP. DATE	REG. NO. REG. DATE	STATUS/ COMMENTS
KIRBY CREME	3: Hands and feet hydrating, moisturizing and cleansing creme containing essential oils, mineral oils and fruit - extracts oils that aid in repairing dry and cracked skin	U.S.	76/422,181 06/17/2002	2,774,058 10/14/2003	Registered Renewal due 10/14/2013
MILLIONAILS	3: Fingernail products, namely, nail strengthener and nail grower	U.S.	85/010,192 04/09/2010	n/a	Pending
NATURALLY CLEAN BY ESSIE	3: Hand cleaning preparations; hand soaps; nail care preparations; nail polish remover; nail sanitizing preparations	U.S.	77/517,519 07/07/2008	3,641,018 06/16/09	Registered Maintenance due 06/16/2015
ESSIE EJUENATE	3: Hand cleaning preparations; hand creams; hand lotions; hand scrubs; nail care preparations	U.S.	77/710,085 04/08/2009	n/a	Pending Response to Office Action due 09/08/2010
ESSIE COSMETICS	3: Nail polish	U.S.	74/107,983 10/19/90	1,712,921 09/08/92	Registered Renewal due 09/08/2012
PRECIOUS PINK	3: Nail polish	U.S.	74/081,532 07/24/90	1,657,103 09/17/91	Registered Renewal due 09/17/2011
WALTZ	3: Nail care preparations	U.S.	76/314,599 09/19/2001	2,573,647 05/28/2002	Registered Renewal due 05/28/2012