

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|------------------------|----------|----------------|-------------------------------------|
| COSMETICS VENTURES LLC | | 06/21/2011 | LIMITED LIABILITY COMPANY: NEW YORK |

RECEIVING PARTY DATA

| | |
|------------------------|-------------------------------------|
| Name: | TPR Freeze 24/7 LLC |
| Street Address: | 950 Third Avenue 4th Floor |
| City: | New York |
| State/Country: | NEW YORK |
| Postal Code: | 10022 |
| Entity Type: | LIMITED LIABILITY COMPANY: DELAWARE |

PROPERTY NUMBERS Total: 33

| Property Type | Number | Word Mark |
|----------------------|---------|-----------------------------------|
| Registration Number: | 3395877 | AGE-LESS SKINCARE |
| Registration Number: | 3555799 | AGE-LESS SKINCARE |
| Registration Number: | 3551850 | AGE-LESS TECHNOLOGY |
| Registration Number: | 3283545 | DERMAFREEZE 365 |
| Registration Number: | 3565897 | EYECING |
| Registration Number: | 3308420 | FIRST FROST |
| Registration Number: | 3480012 | FREEZE 24·7 ICECREAM DOUBLE SCOOP |
| Registration Number: | 3122884 | FREEZE 24/7 |
| Registration Number: | 3047444 | FREEZE 24.7 |
| Registration Number: | 3316134 | FREEZE 24·7 |
| Registration Number: | 3303597 | ICECRYSTALS |
| Registration Number: | 3241655 | ICESHIELD |
| Registration Number: | 3341079 | NATURE. NOT NEEDLES |
| Registration Number: | 3303591 | PLUMPLIPS ICESTICKS |

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|----------------------|----------|-------------------------------------|
| Registration Number: | 3192684 | SKINGLACÉ |
| Registration Number: | 3008308 | THE TECHNOLOGY: NATURE; NOT NEEDLES |
| Serial Number: | 78608312 | AGE-LESS SCIENCE |
| Serial Number: | 78579157 | ARCTICGLAZE |
| Serial Number: | 78586733 | BLACK ICE |
| Serial Number: | 78582053 | BRR.BERRY |
| Serial Number: | 78769610 | DEEP FREEZE |
| Serial Number: | 78579081 | DRY ICE |
| Serial Number: | 78579136 | FROSTBITTEN |
| Serial Number: | 78586781 | ICECREAM |
| Serial Number: | 78579340 | ICECREAM BY FREEZE 24.7 |
| Serial Number: | 78768750 | ICECREAM DOUBLE SCOOP |
| Serial Number: | 78754148 | ICE SERUM |
| Serial Number: | 77777505 | LONG LIVE LASH |
| Serial Number: | 78738177 | NOT SEEING IS BELIEVING |
| Serial Number: | 78579360 | PLUMPLIPS |
| Serial Number: | 78775875 | SKINFLURRY |
| Serial Number: | 78579121 | WHITE POWDER |
| Serial Number: | 78579160 | WINDCHILL |

CORRESPONDENCE DATA

Fax Number: (312)803-2209
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
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Email: aprovenio@loeb.com
Correspondent Name: TAMARA F. CARMICHAEL - LOEB & LOEB LLP
Address Line 1: 345 PARK AVENUE
Address Line 4: NEW YORK, NEW YORK 10154

| | |
|-------------------------|------------------------|
| ATTORNEY DOCKET NUMBER: | 215043-10003 |
| NAME OF SUBMITTER: | Tamara F. Carmichael |
| Signature: | /Tamara F. Carmichael/ |
| Date: | 06/22/2011 |

Total Attachments: 21
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TRADEMARK ASSIGNMENT

WHEREAS, Cosmetics Ventures LLC (“Assignor”) is the owner of various trademarks, service marks, and trade names, including those common law and registered marks described in the attached Schedule 1 (the “Marks”) which Schedule 1 was prepared and furnished by Freeze 24/7 International, LLC prior to the UCC Sale, as defined below, and is being relied upon by Assignor as being accurate;

WHEREAS, Assignor acquired the Marks from Freeze 24/7 International, LLC on or about May 16, 2011 by way of a UCC-1 foreclosure sale (the “UCC Sale”) pursuant to a Certificate of Sale, which Certificate is attached as Schedule 2;

WHEREAS, TPR Freeze 24/7 LLC, a Delaware limited liability company (“Assignee”), desires to acquire the Marks and the corresponding registrations and applications from Assignor as of the date of this Trademark Assignment;

WHEREAS, this Trademark Assignment is being provided in connection with the Asset Purchase and Sale Agreement between Assignor, as seller, and Assignee, as buyer;

WHEREAS, Assignor is authorized to transfer of the Marks to Assignee;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns, and transfers to Assignee, absolutely and forever, the entire right, title and interest, whether statutory or at common law, in and to the Marks, together with the goodwill of the business symbolized by the Marks, and all corresponding registrations and applications, as well as all causes of action for any and all previously occurring infringements of the rights being assigned and the right to receive and retain the proceeds relating to those infringements.

Assignor agrees to execute any further papers and to do such other acts as may be necessary and proper to vest full title in and to the Marks and other corresponding rights in the Assignee.

Assignor hereby appoints Assignee, and any officer or agent thereof, with full power of substitution, as its true and lawful attorney-in-fact with full irrevocable power and authority in place and stead of Assignor and in the name of Assignor or in its own name, for the purposes of carrying out the terms of this Agreement, to take any and all appropriate actions and to execute any and all documents and instruments which may be necessary or desirable to accomplish the purposes of this Agreement. Furthermore, Assignor agrees that, upon request it will, at Assignee’s expense but for no additional consideration, cooperate fully with Assignee in the protection and enforcement of the Marks, including but not limited to, cooperating fully with Assignee in connection with any claims or suits brought by or against Assignee relating to the Marks.

Assignor hereby consents to the recordation of this Assignment throughout the world where deemed appropriate by Assignee. Assignor agrees to cooperate with Assignee and to

execute any documents necessary to effectuate and/or record this Assignment throughout the world.

Assignee hereby accepts the assignment of the Marks, applications, and registrations listed in the attached Schedule and all other rights described in this Assignment.

IN WITNESS WHEREOF, this Assignment is effective this 21st day of June, 2010.

COSMETICS VENTURES, LLC

By: 

Name: Robert Patent

Title: Sole Member

TPR FREEZE 24/7, a Delaware limited liability company

By: _____

Name:


Title:

IN WITNESS WHEREOF, this Assignment is effective this 21st day of June, 2010.

COSMETICS VENTURES, LLC

By: _____
Name: Robert Patent
Title: Sole Member

TPR FREEZE 24/7, a Delaware limited liability
company

By:  _____
Name: Brian Robinson
Title: President

SCHEDULE 1

THE MARKS

| MARK | FLH REF. | COUNTRY | FILED | APPL. # | CLASS/GOODS |
|--------------------------------|------------------------------------|---|-------------------|--|---|
| AGE-LESS SCIENCE | 513733-8020 | US | 04/13/2005 | 78/608,312 | 10 - Distribution and sale of skin care products |
| AGE-LESS SKIN CARE | 513733-8019 | US | 04/13/2005 | 78/608,308 Reg. No. 3,395,877 | 10 - Distribution and sale of skin care products |
| AGE-LESS SKINCARE | 513733- 8019.1 | US | 12/12/2006 | 77/062,270 Reg. No. 3,555,799 | 3 - Non-medicated skincare products |
| AGE-LESS TECHNOLOGY | 513733-8021 | US | 04/13/2005 | 78/608,310 Reg. No. 3,551,850 | 3 - Cosmetics and non-medicated skin care preparations, namely skin treatments, creams, cleansers and moisturizers |
| ARTICGLAZE | 513733-8022 | US | 03/03/2005 | 78/579,157 | 3 - Cosmetic lip treatments |
| ARTICGLAZE | 513733- 8022.WP | Madrid Protocol | 05/26/2005 | 848012 | 3 - Cosmetic lip treatments |
| ARTICGLAZE | 513733- 8022.WP.C H | Switzerland - Madrid Protocol | 05/26/2005 | 848012 | 3 - Cosmetic lip treatments |
| ARTICGLAZE | 513733- 8022.WP.A U | Australia - Madrid Protocol | 05/26/2005 | 848012 | 3 - Cosmetic lip treatments |
| ARTICGLAZE | 513733- 8022.WP.R U | Russian Federation - Madrid Protocol | 05/26/2005 | 848012 | 3 - Cosmetic lip treatments |
| ARTICGLAZE | 513733- 8022.WP.E M | European Community - Madrid Protocol | 05/26/2005 | 848012 | 3 - Cosmetic lip treatments |
| BLACK ICE | 513733-8016 | US | 03/14/2005 | 78/586,733 | 3 - Skin care products |

| MARK | FLH REF. | COUNTRY | FILED | APPL. # | CLASS/GOODS |
|-------------|-----------------------|---|------------|------------|---|
| BLACK ICE | 513733-8016.WP | Madrid Protocol | 03/24/2005 | 857426 | 3 - Skin care products |
| BLACK ICE | 513733-8016.WP.C H | Switzerland - Madrid Protocol | 03/24/2005 | 857426 | 3 - Skin care products |
| BLACK ICE | 513733-8016.WP.A U | Australia - Madrid Protocol | 03/24/2005 | 857426 | 3 - Skin care products |
| BLACK ICE | 513733-8016.WP.R U | Russian Federation - Madrid Protocol | 03/24/2005 | 857426 | 3 - Skin care products |
| BLACK ICE | 513733-8016.WP.E M | European Community - Madrid Protocol | 03/24/2005 | 857426 | 3 - Skin care products |
| BRR.BERRY | 513733-8023 | US | 03/07/2005 | 78/582,053 | 3 - Cosmetic lip treatments |
| BRR.BERRY | 513733-8023.WP | Madrid Protocol | 03/24/2005 | 848011 | 3 - Cosmetic lip treatments |
| BRR.BERRY | 513733-8023.WP.C H | Switzerland - Madrid Protocol | 03/24/2005 | 848011 | 3 - Cosmetic lip treatments |
| BRR.BERRY | 513733-8023.WP.A U | Australia - Madrid Protocol | 03/24/2005 | 848011 | 3 - Cosmetic lip treatments |
| BRR.BERRY | 513733-8023.WP.R U | Russian Federation - Madrid Protocol | 03/24/2005 | 848011 | 3 - Cosmetic lip treatments |
| BRR.BERRY | 513733-8023.WP.E M | European Community - Madrid Protocol | 03/24/2005 | 848011 | 3 - Cosmetic lip treatments |
| DEEP FREEZE | 513733-8003 | US | 12/08/2005 | 78/769,610 | 3 - Bleaching preparations and other substances for laundry use; cleaning, polishing, scouring and abrasive preparations; soaps; perfumery, essential oils, cosmetics, hair lotions; dentifrices. |

| MARK | FLH REF. | COUNTRY | FILED | APPL. # | CLASS/GOODS |
|--------------------|-----------------------|---|------------|---|---|
| DERMAFREEZE 365 | 513733-8034 | US | 01/14/2005 | 78/547,760 Reg. No. 3,283,545 | 3 - Hair care preparations; non-medicated skin care preparations; cosmetics |
| DRY ICE | 513733-8011 | US | 03/03/2005 | 78/579,081 | 3 - Non-medicated skin care preparations |
| DRY ICE | 513733-8011.WP | Madrid Protocol | 03/25/2005 | 846554 | 3 - Non-medicated skin care preparations |
| DRY ICE | 513733-8011.WP.C H | Switzerland - Madrid Protocol | 03/25/2005 | 846554 | 3 - Non-medicated skin care preparations |
| DRY ICE | 513733-8011.WP.A U | Australia - Madrid Protocol | 03/25/2005 | 846554 | 3 - Non-medicated skin care |
| DRY ICE | 513733-8011.WP.R U | Russian Federation - Madrid Protocol | 03/25/2005 | 846554 | 3 - Non-medicated skin care preparations |
| DRY ICE | 513733-8011.WP.E M | European Community - Madrid Protocol | 03/25/2005 | 846554 | 3 - Non-medicated skin care preparations |
| EYECING | 513733-8024 | US | 06/15/2005 | 78/651,410 Reg. No. 3,565,897 | 3 - Skin cream |
| FIRST FROST | 513733-8025 | US | 03/03/2005 | 78/579,154 Reg. No. 3,308,420 | 3 - Cosmetic lip treatments |
| FIRST FROST | 513733-8025.WP | Madrid Protocol | 03/25/2005 | 848013 | 3 - Cosmetic lip treatments |
| FIRST FROST | 513733-8025.WP.C H | Switzerland - Madrid Protocol | 03/25/2005 | 848013 | 3 - Cosmetic lip treatments |
| FIRST FROST | 513733-8025.WP.A U | Australia - Madrid Protocol | 03/25/2005 | 848013 | 3 - Cosmetic lip treatments |
| FIRST FROST | 513733-8025.WP.R U | Russian Federation - Madrid Protocol | 03/25/2005 | 848013 | 3 - Cosmetic lip treatments |

| MARK | FLH REF. | COUNTRY | FILED | APPL. # | CLASS/GOODS |
|---|-----------------------|---|------------|---|---|
| FIRST FROST | 513733-8025.WP.E M | European Community - Madrid Protocol | 03/25/2005 | 848013 | 3 - Cosmetic lip treatments |
| FREEZE 24/7 ICECREAM DOUBLE SCOOP | 513733-8036 | US | 12/20/2007 | 77/356,817 Reg. No. 3,480,012 | 3 - Facial Creams |
| FREEZE 24/7 | 513733-8010 | US | 01/27/2005 | 78/555,407 Reg. No. 3,122,884 | 3 - Cosmetics and non-medicated skin care preparations, namely skin treatment creams, skin moisturizers, and day skin creams |
| FREEZE 24/7 | 513733-8010.2 | Canada | 07/07/2005 | 1263856 Reg. No. 680769 | Cosmetics and non-medicated skin care preparations, namely skin treatment creams, skin toners, eye gels, moisturizers, day creams and oils, massage creams, firming creams, body creams, scented creams, lip treatment gels, serums and plumpers, etc |
| FREEZE 24/7 | 513733-8010.1 | CTM - European Community | 01/28/2005 | 4263166 Reg. No. 4263166 | 3 - Soaps; perfumery, essential oils, cosmetics, hair lotions; dentifrices; non-medicated skin care preparations, namely skin treatment creams, skin toners, eye gels, moisturizers, |

| MARK | FLH REF. | COUNTRY | FILED | APPL. # | CLASS/GOODS | |
|--------------------------|----------|-----------------------|----------------------------------|------------|---|--|
| | | | | | day creams and oils, massage creams, firming creams, body creams, scented creams, lip treatment gels, serums and plumpers, hand and foot creams, face and body serums, face and body gels, face scrubs, body scrubs, bubble bath, sun tanning and self-tanning gels and lotions anti-wrinkle creams, and lotions for face, eyes, lips body and hands. | |
| FREEZE (Stylized) | 24·7 | 513733-8002 | US | 10/16/2003 | 76/552,518 3,047,444 | 3 - Cosmetics and non-medicated skin care preparations, namely skin treatment creams, skin moisturizers, and day skin creams |
| FREEZE (Stylized) | 24·7 | 513733-8002.WP | Madrid Protocol | 01/12/2006 | 881104 | 3 - Cosmetics and non-medicated skin care preparations, namely skin treatment creams, skin moisturizers, and day skin creams |
| FREEZE (Stylized) | 24·7 | 513733-8002.WP.C H | Switzerland - Madrid Protocol | 01/12/2006 | 881104 | 3 - Cosmetics and non-medicated skin care |

| MARK | FLH REF. | COUNTRY | FILED | APPL. # | CLASS/GOODS |
|------------------------------------|-----------------------|---|------------|-------------------------------------|--|
| | | | | | preparations, namely skin treatment creams, skin moisturizers, and day skin creams |
| FREEZE (Stylized) 24·7 | 513733-8002.WP.A U | Australia - Madrid Protocol | 01/12/2006 | 881104 | 3 - Cosmetics and non-medicated skin care preparations, namely skin treatment creams, skin moisturizers, and day skin creams |
| FREEZE (Stylized) 24·7 | 513733-8002.WP.R U | Russian Federation - Madrid Protocol | 01/12/2006 | 881104 | 3 - Cosmetics and non-medicated skin care preparations, namely skin treatment creams, skin moisturizers, and day skin creams |
| FREEZE (Stylized) 24·7 | 513733-8002.WP.E M | European Community - Madrid Protocol | 01/12/2006 | 881104 | 3 - Cosmetics and non-medicated skin care preparations, namely skin treatment creams, skin moisturizers, and day skin creams |
| FREEZE 24·7 (Block Letters) | 513733-8033 | US | 01/05/2007 | 77/077,122 Reg. No. 3,316,134 | 3 - Cosmetic preparations for skin renewal |
| FREEZE 24·7 (Block Letters) | 513733-8033.AR | Argentina | 8/1/2007 | 2763685 | 3 - Cosmetic preparations for skin renewal |
| FREEZE 24·7 (Block Letters) | 513733-8033.BR | Brazil | 7/5/2007 | 2007/091417 | 3 - Cosmetic preparations for skin renewal |

| MARK | FLH REF. | COUNTRY | FILED | APPL. # | CLASS/GOODS |
|--------------------------------|----------------|----------------------|-----------|---------------------------------|--|
| FREEZE 24·7 (Block Letters) | 513733-8033.CL | Chile | 7/5/2007 | 779895 | 3 - Cosmetic preparations for skin renewal |
| FREEZE 24·7 (Block Letters) | 513733-8033.HK | Hong Kong | 8/26/08 | 301179874 | 3 - Cosmetic preparations for skin renewal |
| FREEZE 24·7 (Block Letters) | 513733-8033.ID | Indonesia | | | 3 - Cosmetic preparations for skin renewal |
| FREEZE 24·7 (Block Letters) | 513733-8033.IL | Israel | 5/21/2007 | 200388 | 3 - Cosmetic preparations for skin renewal |
| FREEZE 24·7 (Block Letters) | 513733-8033.KW | Kuwait | 5/27/2007 | 86060 Reg. No. 71507 | 3 - Cosmetic preparations for skin renewal |
| FREEZE 24·7 (Block Letters) | 513733-8033.MX | Mexico | 6/15/2007 | 862003 Reg. No. 1008560 | 3 - Cosmetic preparations for skin renewal |
| FREEZE 24·7 (Block Letters) | 513733-8033.MY | Malaysia | 08/26/08 | 3316317 | 3 - Cosmetic preparations for skin renewal |
| FREEZE 24·7 (Block Letters) | 513733-8033.NZ | New Zealand | 1/5/2007 | 768732 | 3 - Cosmetic preparations for skin renewal |
| FREEZE 24·7 (Block Letters) | 513733-8033.PH | Philippines | 08/26/08 | Reg. N. 4-2008-009678 | 3 - Cosmetic preparations for skin renewal |
| FREEZE 24·7 (Block Letters) | 513733-8033.QA | Qatar | 1/5/2007 | 45488 | 3 - Cosmetic preparations for skin renewal |
| FREEZE 24·7 (Block Letters) | 513733-8033.SA | Saudi Arabia | 9/19/2007 | 122248 | 3 - Cosmetic preparations for skin renewal |
| FREEZE 24·7 (Block Letters) | 513733-8033.TW | Taiwan | 5/21/2007 | 96023621 Reg. No. 1299154 | 3 - Cosmetic preparations for skin renewal |
| FREEZE 24·7 (Block Letters) | 513733-8033.TH | Thailand | 8/26/08 | Pending | 3 - Cosmetic preparations for skin renewal |
| FREEZE 24·7 (Block Letters) | 513733-8033.AE | United Arab Emirates | 9/13/2007 | 99968 | 3 - Cosmetic preparations for skin renewal |

| MARK | FLH REF. | COUNTRY | FILED | APPL. # | CLASS/GOODS |
|--------------------------------|-----------------------|--------------------------------|------------|---------------------------------|---|
| FREEZE 24·7 (Block Letters) | 513733-8033.ZA | South Africa | 02/02/2007 | 2007/02054 | 3 - Cosmetic preparations for skin renewal |
| FREEZE 24·7 (Block Letters) | 513733-8033.WP | Madrid Protocol | 06/27/2007 | A0008678 Reg. No. 930 081 | 3 - Cosmetic preparations for skin renewal |
| FREEZE 24·7 (Block Letters) | 513733-8033.WP.C N | China - Madrid Protocol | 03/05/2008 | A0011624 Reg. No. 956 807 | 3 - Cosmetic preparations for skin renewal |
| FREEZE 24·7 (Block Letters) | 513733-8033.WP.IR | Iran - Madrid Protocol | 03/05/2008 | IR3316134 | 3 - Cosmetic preparations for skin renewal |
| FREEZE 24·7 (Block Letters) | 513733-8033.WP.JP | Japan - Madrid Protocol | | | 3 - Cosmetic preparations for skin renewal |
| FREEZE 24·7 (Block Letters) | 513733-8033.WP.K R | Korea - Madrid Protocol | | Reg. No. 930081 | 3 - Cosmetic preparations for skin renewal |
| FREEZE 24·7 (Block Letters) | 513733-8033.WP.N O | Norway - Madrid Protocol | | Reg. No. 930081 | 3 - Cosmetic preparations for skin renewal |
| FREEZE 24·7 (Block Letters) | 513733-8033.WP.SG | Singapore - Madrid Protocol | | Reg. No. 930081 | 3 - Cosmetic preparations for skin renewal |
| FREEZE 24·7 (Block Letters) | 513733-8033.WP.T R | Turkey - Madrid Protocol | | | 3 - Cosmetic preparations for skin renewal |
| FREEZE 24·7 (Block Letters) | 513733-8033.WP.U A | Ukraine - Madrid Protocol | | Reg. No. 930081 | 3 - Cosmetic preparations for skin renewal |
| FREEZE 24·7 (Stylized) | 513733-8035 | South Africa | 02/02/2007 | 2007/02055 | 3 - Bleaching preparations and other substances for laundry use; cleaning, polishing, scouring and abrasive preparations; soaps; perfumery, essential oils, cosmetics, hair lotions; dentifrices. |

| MARK | FLH REF. | COUNTRY | FILED | APPL. # | CLASS/GOODS |
|----------------------------|-----------------------|---|------------|------------|---------------------------------|
| FROSTBITTEN | 513733-8027 | US | 03/03/2005 | 78/579,136 | 3 - Cosmetic lip treatments |
| FROSTBITTEN | 513733-8027.WP | Madrid Protocol | 03/25/2005 | 848014 | 3 - Cosmetic lip treatments |
| FROSTBITTEN | 513733-8027.WP.C H | Switzerland - Madrid Protocol | 03/25/2005 | 848014 | 3 - Cosmetic lip treatments |
| FROSTBITTEN | 513733-8027.WP.A U | Australia - Madrid Protocol | 03/25/2005 | 848014 | 3 - Cosmetic lip treatments |
| FROSTBITTEN | 513733-8027.WP.R U | Russian Federation Madrid Protocol | 03/25/2005 | 848014 | 3 - Cosmetic lip treatments |
| FROSTBITTEN | 513733-8027.WP.E M | European Community Madrid Protocol | 03/25/2005 | 848014 | 3 - Cosmetic lip treatments |
| FROSTBITTEN | 513733-8027.2 | Canada | 07/07/2005 | 1263857 | 3 - Cosmetic lip treatments |
| ICE CREAM | 513733-8012 | US | 03/14/2005 | 78/586,781 | 3 - Anti-aging skin moisturizer |
| ICE CREAM | 513733-8012.2 | Canada | 07/08/2005 | 1263860 | Anti-aging skin moisturizer |
| ICE CREAM | 513733-8012.WP | Madrid Protocol | 03/25/2005 | 848015 | 3 - Anti-aging skin moisturizer |
| ICE CREAM | 513733-8012.WP.C H | Switzerland - Madrid Protocol | 03/25/2005 | 848015 | 3 - Anti-aging skin moisturizer |
| ICE CREAM | 513733-8012.WP.A U | Australia - Madrid Protocol | 03/25/2005 | 848015 | 3 - Anti-aging skin moisturizer |
| ICE CREAM | 513733-8012.WP.R U | Russian Federation - Madrid Protocol | 03/25/2005 | 848015 | 3 - Anti-aging skin moisturizer |
| ICE CREAM | 513733-8012.WP.E M | European Community - Madrid Protocol | 03/25/2005 | 848015 | 3 - Anti-aging skin moisturizer |
| ICECREAM BY FREEZE 24·7 | 513733-8013 | US | 03/03/2005 | 78/579,340 | 3 - Anti-aging skin moisturizer |
| ICECREAM BY FREEZE 24·7 | 513733-8013.WP | Madrid Protocol | 03/25/2005 | 848016 | 3 - Anti-aging skin moisturizer |
| ICECREAM BY FREEZE 24·7 | 513733-8013.WP.C H | Switzerland - Madrid Protocol | 03/25/2005 | 848016 | 3 - Anti-aging skin moisturizer |

| MARK | FLH REF. | COUNTRY | FILED | APPL. # | CLASS/GOODS |
|----------------------------|---------------------------|--|------------|---|--|
| ICECREAM BY FREEZE 24·7 | 513733- 8013.WP.A U | Australia - Madrid Protocol | 03/25/2005 | 848016 | 3 - Anti-aging skin moisturizer |
| ICECREAM BY FREEZE 24·7 | 513733- 8013.WP.R U | Russian Federation Madrid Protocol | 03/25/2005 | 848016 | 3 - Anti-aging skin moisturizer |
| ICECREAM BY FREEZE 24·7 | 513733- 8013.WP.E M | European Community Madrid Protocol | 03/25/2005 | 848016 | 3 - Anti-aging skin moisturizer |
| ICECREAM DOUBLE SCOOP | 513733-8009 | US | 12/07/2005 | 78/768/750 | 3 - Non-medicated skincare preparations |
| ICECRYSTALS | 513733-8007 | US | 03/08/2005 | 78/582,664 Reg. No. 3,303,597 | 3 - Non-medicated skin care preparations |
| ICECRYSTALS | 513733- 8007.WP | Madrid Protocol | 10/14/2005 | 868359 | 3 - Non-medicated skin care preparations |
| ICECRYSTALS | 513733- 8007.WP.A U | Australia - Madrid Protocol | 10/14/2005 | 868359 | 3 - Non-medicated skin care preparations |
| ICECRYSTALS | 513733- 8007.CN | China - Madrid Protocol | 10/14/2005 | 868359 | 3 - Non-medicated skin care preparations |
| ICECRYSTALS | 513733- 8007.EM | European Community Madrid Protocol | 10/14/2005 | 868359 | 3 - Non-medicated skin care preparations |
| ICECRYSTALS | 513733- 8007.IS | Iceland - Madrid Protocol | 10/14/2005 | 868359 | 3 - Non-medicated skin care preparations |
| ICECRYSTALS | 513733- 8007.JP | Japan - Madrid Protocol | 10/14/2005 | 868359 | 3 - Non-medicated skin care preparations |
| ICECRYSTALS | 513733- 8007.KR | S. Korea - Madrid Protocol | 10/14/2005 | 868359 | 3 - Non-medicated skin care preparations |
| ICECRYSTALS | 513733- 8007.RU | Russian Federation - Madrid Protocol | 10/14/2005 | 868359 | 3 - Non-medicated skin care preparations |
| ICECRYSTALS | 513733- 8007.SG | Singapore - Madrid Protocol | 10/14/2005 | 868359 | 3 - Non-medicated skin care preparations |

| MARK | FLH REF. | COUNTRY | FILED | APPL. # | CLASS/GOODS |
|-------------------------|----------------|------------------------------|------------|----------------------------------|--|
| ICECRYSTALS | 513733-8007.UA | Ukraine - Madrid Protocol | 10/14/2005 | 868359 | 3 - Non-medicated skin care preparations |
| ICECRYSTALS | 513733-8007.BR | Brazil | 10/24/2005 | 827873603 | 3 - Skin care products |
| ICECRYSTALS | 513733-8007.CA | Canada | 10/13/2005 | 1275569 Reg. No. TMA726115 | 3 - Skin care products |
| ICECRYSTALS | 513733-8007.HK | Hong Kong | 10/14/2005 | 300511370 | 3 - Skin care products |
| ICECRYSTALS | 513733-8007.IL | Israel | 10/16/2005 | 184605 | 3 - Skin care products |
| ICECRYSTALS | 513733-8007.SA | Saudi Arabia | 02/20/2006 | 103295 Reg. No. 909/30 | 3 - Skin care products |
| ICECRYSTALS | 513733-8007.TW | Taiwan | 10/17/2005 | 94049703 | 3 - Skin care products |
| ICECRYSTALS | 513733-8007.AE | United Arab Emirates | 02/28/2006 | 78171 | 3 - Skin care products |
| ICE SERUM | 513733-8008 | US | 11/15/2005 | 78/754,148 | 3 - Cosmetics and non-medicated skin care preparations |
| ICESHIELD | 513733-8032 | US | 02/03/2006 | 78/806,330 3,241,655 | 3 - Non-medicated skincare preparations with sun protectant |
| LONG LIVE LASH & DESIGN | 513733-8037 | US | 07/09/2009 | 77/777505 | 3 - Cosmetic preparations for eye lashes; eyebrow cosmetics |
| NATURE. NOT NEEDLES | 513733-8028 | US | 03/24/2005 | 78/594,814 3,341,079 | 3 - Cosmetics and non-medicated skin care preparations, namely, skin treatment creams, skin moisturizers, and day skin creams, and anti-wrinkle creams, lotions and gels for |

| MARK | | FLH REF. | COUNTRY | FILED | APPL. # | CLASS/GOODS |
|-----------------|-----|--------------------|--------------------------------------|------------|---------|---|
| | | | | | | face, eyes, lips, body and hands |
| NATURE. NEEDLES | NOT | 513733-8028.WP | Madrid Protocol | 04/20/2005 | 861538 | 3 - Cosmetics and non-medicated skin care preparations, namely, skin treatment creams, skin moisturizers, and day skin creams, and anti-wrinkle creams, lotions and gels for et al |
| NATURE. NEEDLES | NOT | 513733-8028.WP.C H | Madrid Protocol | 04/20/2005 | 861538 | 3 - Cosmetics and non-medicated skin care preparations, namely, skin treatment creams, skin moisturizers, and day skin creams, and anti-wrinkle creams, lotions and gels for face, |
| NATURE. NEEDLES | NOT | 513733-8028.WP.A U | Australia - Madrid Protocol | 04/20/2005 | 861538 | 3 - Cosmetics and non-medicated skin care preparations, namely, skin treatment creams, skin moisturizers, and day skin creams, and anti-wrinkle creams, lotions and gels for face, eyes, lips, body and hands |
| NATURE. NEEDLES | NOT | 513733-8028.WP.R U | Russian Federation - Madrid Protocol | 04/20/2005 | 861538 | 3 - Cosmetics and non-medicated skin care preparations, namely, skin |

| MARK | FLH REF. | COUNTRY | FILED | APPL. # | CLASS/GOODS |
|----------------------------|---------------------------|--|------------|-----------------------------------|---|
| | | | | | treatment creams, skin moisturizers, and day skin creams, and anti-wrinkle creams, lotions and gels for face, eyes, lips, body and hands |
| NATURE. NOT NEEDLES | 513733- 8028.WP.E M | European Community Madrid Protocol | 04/20/2005 | 861538 | 3 - Cosmetics and non-medicated skin care preparations, namely, skin treatment creams, skin moisturizers, and day skin creams, and anti-wrinkle creams, lotions and gels for face, eyes, etc |
| NATURE. NOT NEEDLES | 513733- 8028.CA | Canada | 07/08/2005 | 1263859 Reg. No. 679363 | 3 - Cosmetics and non-medicated skin care preparations, namely, skin treatment creams, skin moisturizers, and day skin creams, and anti-wrinkle creams, lotions and gels for face, eyes, lips, body and hands |
| NOT SEEING IS BELIEVING | 513733-8005 | US | 10/21/2005 | 78/738,177 | 3 - Non-medicated skin care preparations |
| PLUMPLIPS | 513733-8014 | US | 03/03/2005 | 78/579,360 | 3 - Cosmetic lip treatments |
| PLUMPLIPS | 513733- 8014.2 | Canada | 07/08/2005 | 1263861 | 3 - Cosmetic lip treatments |
| PLUMPLIPS | 513733- 8014.WP | Madrid Protocol | 03/25/2005 | 848017 | 3 - Cosmetic lip treatments |

| MARK | FLH REF. | COUNTRY | FILED | APPL. # | CLASS/GOODS |
|--|-----------------------|---------------------------------------|------------|---|--|
| PLUMPLIPS | 513733-8014.WP.C H | Switzerland Madrid Protocol | 03/25/2005 | 848017 | 3 - Cosmetic lip treatments |
| PLUMPLIPS | 513733-8014.WP.A U | Australia Madrid Protocol | 03/25/2005 | 848017 | 3 - Cosmetic lip treatments |
| PLUMPLIPS | 513733-8014.WP.R U | Russian Federation Madrid Protocol | 03/25/2005 | 848017 | 3 - Cosmetic lip treatments |
| PLUMPLIPS | 513733-8014.WP.E M | European Community Madrid Protocol | 03/25/2005 | 848017 | 3 - Cosmetic lip treatments |
| PLUMPLIPS ICESTICKS | 513733-8015 | US | 03/03/2005 | 78/579,079 Reg. No. 3,303,591 | 3 - Cosmetic lip treatments |
| PLUMPLIPS ICESTICKS | 513733-8015.WP | Madrid Protocol | 03/24/2005 | 848010 | 3 - Cosmetic lip treatments |
| PLUMPLIPS ICESTICKS | 513733-8015.WP.C H | Switzerland Madrid Protocol | 03/24/2005 | 848010 | 3 - Cosmetic lip treatments |
| PLUMPLIPS ICESTICKS | 513733-8015.WP.A U | Australia Madrid Protocol | 03/24/2005 | 848010 | 3 - Cosmetic lip treatments |
| PLUMPLIPS ICESTICKS | 513733-8015.WP.R U | Russian Federation Madrid Protocol | 03/24/2005 | 848010 | 3 - Cosmetic lip treatments |
| PLUMPLIPS ICESTICKS | 513733-8015.WP.E M | European Community Madrid Protocol | 03/24/2005 | 848010 | 3 - Cosmetic lip treatments |
| SKINFLURRY | 513733-8017 | US | 12/19/2005 | 78/775,875 | 3 - Non-medicated skincare preparations |
| SKINGLACÉ | 513733-8018 | US | 12/21/2005 | 78/778,628 Reg. No. 3,192,684 | 3 - Skin cleansers and facial masks |
| THE TECHNOLOGY: NATURE; NOT NEEDLES | 513733-8029 | US | 03/12/2004 | 76/581,126 Reg. No. 3,008,308 | 3 - Cosmetics, Non-medicated Hand, Skin and body products and Non-Medicated Skin Care Preparations, namely, Skin |

| MARK | FLH REF. | COUNTRY | FILED | APPL. # | CLASS/GOODS |
|-------------------------------------|--------------------|-----------------------------|------------|---------|--|
| | | | | | Treatment Creams, Skin Toners, Eye Gels, Moisturizers, Day Creams and Oils, Massage Creams, Firming Creams, Body Creams, Scented Creams, Lip Treatment Gels, Serums and Plumpers, Hand and Foot Creams; Face And Body Serums, Face And Body Gels, Face Scrubs, Body Scrubs, Bubble Bath, Sun Tanning |
| THE TECHNOLOGY: NATURE; NOT NEEDLES | 513733-8029.WP | Madrid Protocol | 03/25/2005 | 854272 | 3 - Cosmetics, Non-medicated Hand, Skin and body products and Non-Medicated Skin Care Preparations, namely, Skin Treatment Creams, Skin Toners, Eye Gels, Moisturizers, Day Creams and Oils, Massage Creams, Firming Creams, Body Creams, Scented Creams, Lip Treatment |
| THE TECHNOLOGY: NATURE; NOT NEEDLES | 513733-8029.WP.C H | Switzerland Madrid Protocol | 03/25/2005 | 854272 | Same |
| THE TECHNOLOGY: NATURE; NOT NEEDLES | 513733-8029.WP.A U | Australia Madrid Protocol | 03/25/2005 | 854272 | Same |

| MARK | FLH REF. | COUNTRY | FILED | APPL. # | CLASS/GOODS |
|-------------------------------------|--------------------|------------------------------------|------------|------------|-----------------------------|
| THE TECHNOLOGY: NATURE; NOT NEEDLES | 513733-8029.WP.R U | Russian Federation Madrid Protocol | 03/25/2005 | 854272 | Same |
| THE TECHNOLOGY: NATURE; NOT NEEDLES | 513733-8029.WP.E M | European Community Madrid Protocol | 03/25/2005 | 854272 | Same |
| WHITEPOWDER | 513733-8030 | US | 03/03/2005 | 78/579,121 | 3 - Skin Care Products |
| WHITEPOWDER | 513733-8030.WP | Madrid Protocol | 03/25/2005 | 848018 | 3 - Skin Care Products |
| WHITEPOWDER | 513733-8030.WP.C H | Switzerland Madrid Protocol | 03/25/2005 | 848018 | 3 - Skin Care Products |
| WHITEPOWDER | 513733-8030.WP.A U | Australia Madrid Protocol | 03/25/2005 | 848018 | 3 - Skin Care Products |
| WHITEPOWDER | 513733-8030.WP.R U | Russian Federation Madrid Protocol | 03/25/2005 | 848018 | 3 - Skin Care Products |
| WHITEPOWDER | 513733-8030.WP.E M | European Community Madrid Protocol | 03/25/2005 | 848018 | 3 - Skin Care Products |
| WINDCHILL | 513733-8031 | US | 03/03/2005 | 78/579,160 | 3 - Cosmetic lip treatments |
| WINDCHILL | 513733-8031.WP | Madrid Protocol | 03/25/2005 | 848019 | 3 - Cosmetic lip treatments |
| WINDCHILL | 513733-8031.WP.C H | Switzerland Madrid Protocol | 03/25/2005 | 848019 | 3 - Cosmetic lip treatments |
| WINDCHILL | 513733-8031.WP.A U | Australia Madrid Protocol | 03/25/2005 | 848019 | 3 - Cosmetic lip treatments |
| WINDCHILL | 513733-8031.WP.R U | Russian Federation Madrid Protocol | 03/25/2005 | 848019 | 3 - Cosmetic lip treatments |
| WINDCHILL | 513733-8031.WP.E M | European Community Madrid Protocol | 03/25/2005 | 848019 | 3 - Cosmetic lip treatments |

SCHEDULE 2
CERTIFICATE OF SALE
(Copy Attached)

CERTIFICATE OF SALE

Know all Men by these Presents:

BY VIRTUE OF A DEFAULT of a promissory note and security agreement dated June 29, 2007 executed by Freeze 24/7 International, LLC, as debtor ("Debtor") to Colby Capital Corp., as secured party ("Secured Party"), in the principal amount of \$1 Million (the "Loan"); and a default of a guaranty agreement dated June 29, 2007 by Cos. Brands, LLC ("Guarantor") of the obligations of Debtor; and in accordance with the rights of the Secured Party in connection with the Loan, Colby Capital Corp., by William E. Mannion, licensed auctioneer, conducted a public sale and auction of the Collateral, consisting of all of the assets of Debtor and Guarantor which shall include accounts receivable; cash accounts; trademarks registered or protected in the name of Debtor; trademarks registered or protected in the name of Guarantor; inventory; furniture, fixtures and computer equipment; and all of the assets of the Debtor and Guarantor (the "Collateral").

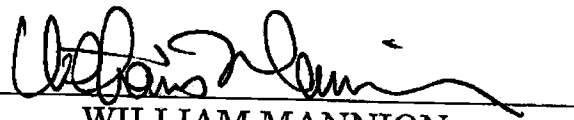
Colby Capital Corp., Secured Party by WILLIAM MANNION, Licensed Auctioneer, did conduct a public auction of the Collateral, on May 16, 2011, at 1:00 P.M. at the offices of Ochs & Goldberg, LLP, 60 East 42nd Street, Suite 2101, New York, New York 10165.

The Collateral was by virtue of the powers vested in me, knocked down and sold as is, with no representations or warranty, no guarantee, either expressed or implied all as further set forth in the Terms of Sale which were available to all bidders at ~~11:00 A.M.~~ on May 16 2011. 1:00 PM

Public notice of the sale was given by publication on April 22 and 29, 2011 in the NY Daily News, a newspaper of general circulation.

Sold : unto Cosmetics Ventures, LLC, as Assignee for the sum of
\$ 1,550,000. of Secured Party

In Witness Whereof, I have hereunto set my hand on the 16th day of May, 2011.


WILLIAM MANNION
Auctioneer

TRADEMARK