

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Conversion from California LLC to Delaware Corporation		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
PH BEAUTY LABS,LLC		08/23/2005	LIMITED LIABILITY COMPANY: CALIFORNIA
RECEIVING PARTY DATA			
Name:	PH BEAUTY LABS, INC.		
Street Address:	1964 Westwood Blvd. Suite 300		
City:	Los Angeles		
State/Country:	CALIFORNIA		
Postal Code:	90025		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3143193	FREEMAN BARE HANDS	
CORRESPONDENCE DATA			
Fax Number:	(310)820-5988		
Phone:	3102073800		
Email:	tm_filings@bstz.com		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Correspondent Name:	Lori N. Boatright		
Address Line 1:	12400 Wilshire Boulevard 7th Fl		
Address Line 2:	Blakely Sokoloff Taylor & Zafman LLP		
Address Line 4:	Los Angeles, CALIFORNIA 90025		
ATTORNEY DOCKET NUMBER:	005485.T066		
NAME OF SUBMITTER:	Lori N. Boatright		
Signature:	/Lori N. Boatright/		

CH \$40.00 3143193

Date:

01/05/2012

Total Attachments: 3

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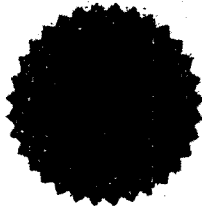
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A CALIFORNIA LIMITED LIABILITY COMPANY UNDER THE NAME OF "PH BEAUTY LABS, LLC" TO A DELAWARE CORPORATION, CHANGING ITS NAME FROM "PH BEAUTY LABS, LLC" TO "PH BEAUTY LABS, INC.", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF AUGUST, A.D. 2005, AT 12:42 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



4019473 8100V

050693801

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4109545

DATE: 08-23-05

State of Delaware
Secretary of State
Division of Corporations
Delivered 12:48 PM 08/23/2005
FILED 12:42 PM 08/23/2005
SRV 050693801 - 4019473 FILED

**CERTIFICATE OF CONVERSION TO CORPORATION
OF
pH Beauty Labs, LLC, a California limited liability company
TO
pH Beauty Labs, Inc., a Delaware corporation**

This Certificate of Conversion to Corporation, dated as of August 23, 2005, is being duly executed and filed by pH Beauty Labs, LLC, a California limited liability company (the "Other Entity"), to convert the Other Entity to pH Beauty Labs, Inc., a Delaware corporation (the "Corporation"), under Section 265 of the General Corporation Law of the State of Delaware.

1. The Other Entity was first formed on September 18, 1998.
2. The Other Entity is a limited liability company formed under the laws of the State of California.
3. The Other Entity's name immediately prior to the filing of this Certificate of Conversion to Corporation was pH Beauty Labs, LLC.
4. The name of the Corporation as set forth in its certificate of incorporation is pH Beauty Labs, Inc.
5. The conversion of the Other Entity to the Corporation shall be effective upon the filing of this Certificate of Conversion to Corporation and a certificate of incorporation with the Secretary of State of the State of Delaware.

[Signature page follows]

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IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion to Corporation as of the date first-above written.

PH BEAUTY LABS, LLC

By: /s/ Larry J. Freeman
Name: Larry J. Freeman
Title: Manager