

## 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
Pantresse, Inc.		12/30/2011	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Cosmetic Laboratories of America, LLC		
Street Address:	3505 Birchwood St.		
Internal Address:	c/o Visual Pak Company		
City:	Waukegan		
State/Country:	ILLINOIS		
Postal Code:	60085		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1144631	APHOGEE	
CORRESPONDENCE DATA			
Fax Number:	(312)551-1101		
Phone:	312-551-8300		
Email:	ipdocket@pfs-law.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:	Patzik, Frank & Samotny Ltd.		
Address Line 1:	150 S. Wacker Drive		
Address Line 2:	Suite 1500		
Address Line 4:	Chicago, ILLINOIS 60606		
ATTORNEY DOCKET NUMBER:	6181-048		
NAME OF SUBMITTER:	Jordan Herzog		
Signature:	/Jordan Herzog/		

CH \$40.00 1144631

Date:

02/03/2012

**Total Attachments: 4**

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## TRADEMARK ASSIGNMENT AND ASSUMPTION

This Trademark Assignment and Assumption Agreement ("Assignment") is made on this 30<sup>th</sup> day of December, 2011, between Pantresse, Inc., a Delaware corporation ("Assignor"), and an affiliate of Conopco, Inc., a New York corporation ("Seller"), and Cosmetic Laboratories of America, LLC, a Delaware limited liability company ("Assignee"). All capitalized terms used in this Assignment and not otherwise defined herein shall have the respective meanings ascribed to such terms in the Asset Purchase Agreement, dated December 5, 2011, by and between Seller and Assignee (the "Asset Purchase Agreement").

**WHEREAS**, Assignor is the owner of all right, title and interest in and to the Trademark listed on the attached Schedule A, the federal application and registration therefor, and the common law rights therein (collectively, the "Mark");

**WHEREAS**, Assignee is desirous of acquiring all of Assignor's rights in and to the Mark; and

**WHEREAS**, this Assignment may be recorded by Assignee in its sole discretion as it deems appropriate with the United States Patent and Trademark Office.

**NOW, THEREFORE**, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, Assignor hereby sells, assigns, transfers and sets over to Assignee, its entire right, title, interest in and to the Mark.

The interpretation and performance of this Assignment shall be governed by and in accordance with the laws of the State of New York without regard to such State's conflicts of law principles (other than Section 5-1401 of the General Obligations Law of the State of New York).

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the parties have caused this Assignment to be duly executed on the date first above written.

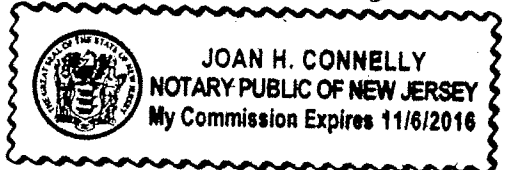
PANTRESSE, INC.

By: David Schwartz  
Name: David Schwartz  
Title: Vice President

STATE OF New Jersey  
COUNTY OF Bergen

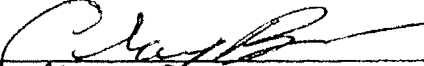
On this 21 day of December 2011, before me, a Notary Public in and for the State and County above, personally appeared David Schwartz known by me to be the person above named and an officer of Pantresse, Inc., who is duly authorized to execute this Assignment on behalf of Pantresse, Inc., and who signed and executed the foregoing instrument on behalf of Pantresse, Inc.

Notary Public: Joan H Connelly  
My Commission Expires: \_\_\_\_\_




IN WITNESS WHEREOF, the parties have caused this Assignment to be duly executed on the date first above written.

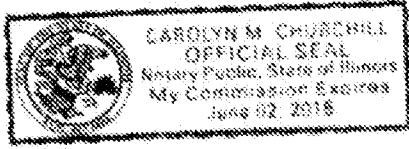
COSMETIC LABORATORIES OF AMERICA, LLC

By:   
Name: Clayton Bolke  
Title: President

STATE OF  
COUNTY OF Illinois/Lake

On this \_\_\_ day of December 2011, before me, a Notary Public in and for the State and County above, personally appeared Clayton Bolke, known by me to be the person above named and an officer of Cosmetic Laboratories of America, LLC, who is duly authorized to execute this Assignment on behalf of Cosmetic Laboratories of America, LLC, and who signed and executed the foregoing instrument on behalf of Cosmetic Laboratories of America, LLC.

Notary Public:   
My Commission Expires: 6/2/15



**SCHEDULE A**

<u>Word Mark</u>	<u>Registration/Serial No.:</u>	<u>Goods</u>	<u>Status</u>
APHOGEE (stylised)	1144631	Hair Conditioner for professional use only.	Registered

HF 6902999v.1 #03615/0167