

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT			
NATURE OF CONVEYANCE:	ASSIGNMENT FOR SECURITY-TRADEMARKS			
CONVEYING PARTY DATA				
	Name	Formerly	Execution Date	Entity Type
	Elizabeth Arden Spas, Inc.		09/25/2012	CORPORATION: ARIZONA
	Red Door Salons, Inc.		09/25/2012	CORPORATION: ARIZONA
	Mario Tricoci Hair Salons & Day Spas, Inc.,		09/25/2012	CORPORATION: ARIZONA
RECEIVING PARTY DATA				
Name:	Elizabeth Arden Investments, LLC.			
Street Address:	2400SW 145th Ave.			
City:	Miramar			
State/Country:	FLORIDA			
Postal Code:	33027			
Entity Type:	CORPORATION: DELAWARE			
PROPERTY NUMBERS Total: 17				
	Property Type	Number	Word Mark	
	Registration Number:	2741557	E	
	Registration Number:	2747766	SPA 7/52 LIVE IT. ANY DAY. EVERYDAY.	
	Registration Number:	3081114	SPA IN A BOX	
	Registration Number:	2902026	SPA IN A BOX	
	Registration Number:	2684119	E-SOLUTIONS	
	Registration Number:	2981437	PRINT-A-GIFT	
	Registration Number:	2981436	PRINT-A-GIFT	
	Registration Number:	3085715	SPA 7 52	
	Registration Number:	3011834	UNLOCK THE CURE	
	Registration Number:	3011833	UNLOCK THE CURE	
	Registration Number:	2882038	MARIO TRICOCI	
	Registration Number:	2911345	MARIO TRICOCI HAIR SALONS AND DAY SPAS	

TRADEMARK

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Registration Number:	2911575	MARIO TRICOCI HAIR SALONS AND DAY SPAS
Registration Number:	2882037	MARIO TRICOCI TOO
Registration Number:	2919223	M
Registration Number:	3864911	SIMPLY FACE & BODY
Registration Number:	3498236	SPA AND SHARE

CORRESPONDENCE DATA

Fax Number: 2123108007

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 212-735-4559

Email: vindra.richter@weil.com

Correspondent Name: Vindra Richter c/o Weil et al

Address Line 1: 767 Fifth Avenue

Address Line 4: New York, NEW YORK 10153

ATTORNEY DOCKET NUMBER:	46572.0013/S.SHULZHENKO/S
NAME OF SUBMITTER:	Vindra Richter
Signature:	/vindra richter/
Date:	10/01/2012

Total Attachments: 4
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This instrument and the rights and obligations evidenced hereby are subordinate in the manner and to the extent set forth in that certain Subordination Agreement (the "Subordination Agreement") dated as of September 25, 2012, by and among Elizabeth Arden Investments, LLC, Elizabeth Arden Spas, Inc., Elizabeth Arden Salon-Holdings, Inc., certain of Elizabeth Arden Spas, Inc.'s and Elizabeth Arden Salon-Holdings, Inc.'s affiliates and Dymas Funding Company, LLC, as administrative agent ("Administrative Agent") for itself and the other Lenders party to the Financing Agreement (defined below), to the indebtedness (including interest) owed by Elizabeth Arden Spas, Inc., Elizabeth Arden Salon-Holdings, Inc., and certain of their affiliates pursuant to that certain Financing Agreement dated as of January 6, 2010, among Elizabeth Arden Spas, Inc., Elizabeth Arden Salon-Holdings, Inc., various affiliates of Elizabeth Arden Spas, Inc. and Elizabeth Arden Salon-Holdings, Inc., as guarantors, and Administrative Agent, as such Financing Agreement has been and hereafter may be amended, supplemented or otherwise modified from time to time (the "Financing Agreement") and the guarantees and other agreements executed in connection therewith; and each holder of this instrument, by its acceptance hereof, shall be bound by the provisions of the Subordination Agreement.

ASSIGNMENT FOR SECURITY-TRADEMARKS

Dated as of September 25, 2012

WHEREAS, Elizabeth Arden Spas, Inc., an Arizona corporation, Red Door Salons, Inc., an Arizona corporation, and Mario Tricoci Hair Salons & Day Spas, Inc., an Arizona corporation (collectively, the "Assignors") have adopted, used and are using, and hold all right, title and interest in and to, the trademarks and service marks listed on the annexed Schedule 1A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, the Assignors, have entered into a Security Agreement, dated as of September 25, 2012 (the "Security Agreement"), in favor of Elizabeth Arden Investments, LLC, (the "Assignee"), in its capacity as Investor Administrative Agent for itself and Sonoma Therapy LLC, pursuant to which the Assignors have assigned to the Assignee and granted to the Assignee for the benefit of the Investors (as defined in the Security Agreement) a continuing security interest in all right, title and interest of the Assignors in, to and under the Trademarks, together with, among other things, the good-will of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist

by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "Collateral"), to secure the payment, performance and observance of the Obligations (as defined in the Security Agreement);

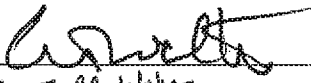
NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignors do hereby pledge, convey, sell, assign, transfer and set over unto the Assignee and grant to the Assignee for the benefit of the lenders a continuing security interest in the Collateral to secure the prompt payment, performance and for the benefit of the Investors observance of the Obligations.

The Assignors do hereby further acknowledge and affirm that the rights and remedies of the Assignee with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.


[Signature page follows]

IN WITNESS WHEREOF, each Assignor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of the date first written above.


ELIZABETH ARDEN SPAS, INC.

By: 
Name: Todd Walter
Title: President

MARIO TRICOCI HAIR SALONS & DAY SPAS,
INC.

By: 
Name: Todd Walter
Title: President

RED DOOR SALONS, INC.

By: 
Name: Todd Walter
Title: President

SCHEDULE 1A TO ASSIGNMENT FOR SECURITY

TRADEMARKS

<u>Owner</u>	<u>Trademark Description</u>	<u>Serial Number</u>	<u>Registration Number</u>	<u>Issue Date</u>
Elizabeth Arden Spas, Inc.	E and Design e	76-449800	2741557	7/29/2003
Elizabeth Arden Spas, Inc.	Spa 7/52 Live It. Any Day. Every Day.	76-050686	2747766	8/5/2003
Elizabeth Arden Spas, Inc.	Spa In A Box	76-449812	3081114	4/18/2006
Elizabeth Arden Spas, Inc.	Spa In A Box (cosmetics & fragrances)	76-450062	2902026	11/09/2004
Elizabeth Arden Spas, Inc.	E-Solutions	75-873593	2684119	2/4/2003
Elizabeth Arden Spas, Inc.	Print-A-Gift (gift certificates)	76-479980	2981437	8/2/2005
Elizabeth Arden Spas, Inc.	Print-A-Gift (retail on-line services)	76-479975	2981436	8/2/2005
Elizabeth Arden Spas, Inc.	Spa 752	75-811652	3085715	4/25/2006
Elizabeth Arden Spas, Inc.	Unlock The Cure	76-544793	3011834	11/1/2005
Elizabeth Arden Spas, Inc.	Unlock The Cure	76-544790	3011833	11/01/2005
Mario Tricoci Hair Salons & Day Spas, Inc.	Mario Tricoci	76-047453	2882038	9/07/2004
Mario Tricoci Hair Salons & Day Spas, Inc.	Mario Tricoci Hair Salons and Day Spas	76-047644	2911345	12/14/2004
Mario Tricoci Hair Salons & Day Spas, Inc.	Mario Tricoci Hair Salons and Day Spas	76-976645	2911575	12/14/2004
Mario Tricoci Hair Salons & Day Spas, Inc.	Mario Tricoci Too	76-047452	2882037	9/07/2004
Mario Tricoci Hair Salons & Day Spas, Inc.	MT (logo)	76-047451	2919223	1/18/2005
Red Door Salons, Inc.	Simply Face & Body	77-446680	3864911	10/19/2010
Mario Tricoci Hair Salons & Day Spas, Inc.	Spa and Share	77-322722	3498236	9/09/2008