

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
Henkel Consumer Goods Inc.		04/09/2009	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Agree Global LLC		
Street Address:	2330 State Route 11		
City:	Mooers		
State/Country:	NEW YORK		
Postal Code:	12958		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	1396369	AGREE	
Registration Number:	0919117	AGREE	
CORRESPONDENCE DATA			
Fax Number:			
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	3106661778		
Email:	avakianip@gmail.com		
Correspondent Name:	Patrick Avakian		
Address Line 1:	1575 Knollwood Ter		
Address Line 4:	Pasadena, CALIFORNIA 91103		
NAME OF SUBMITTER:	Patrick Avakian		
Signature:	/pa/		
Date:	06/12/2013		

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Total Attachments: 7

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AGREEMENT

THIS AGREEMENT made this 4th day of May 2009 (the "Agreement Date") by Henkel Consumer Goods Inc., a Delaware corporation, having a place of business at 1063 McGaw Avenue, Irvine, CA 92614 (hereinafter "HCGI") and Agree Global LLC, a Delaware limited liability company, with a principal place of business at 24600 Skyline View Drive, Malibu, CA 90265 ("Buyer").

WHEREAS, HCGI desires to sell to Buyer and Buyer desires to purchase from HCGI all of HCGI's ownership rights, title and interests to the AGREE brand in the United States and worldwide, excluding Japan (the "Territory");

WHEREAS, Buyer wishes to purchase the AGREE Brand from HCGI.

NOW, THEREFORE, in consideration of the mutual agreements contained herein, and intending to be legally bound, the parties agree as follows:

Section 1. Purchase and Sale of Assets.

1.1 HCGI shall sell, convey, grant and assign to Buyer, and Buyer shall purchase and acquire from HCGI, the following rights and assets (the "Assets"):

- (a) all of HCGI's rights, title and interest in the AGREE brand in the Territory, together with the trademarks therefore which are listed in Schedule 1.1(a) hereto (the "Trademarks"), under the terms and conditions set forth below;
- (b) the non-exclusive right and license to use the formulas, manufacturing specifications and raw material specifications attached as Schedule 1.1(b) hereto (the "Technical Information") to make the AGREE products listed in Schedule 1.1(b) (the "Licensed Products") for sale in the Territory, under the terms and conditions set below;
- (c) all Universal Product Codes ("UPC") for AGREE products in the Territory, whether currently used or discontinued.
- (d) complete listing of HCGI customers relating to the AGREE products sold in the Territory for the last 3 years.

IN WITNESS WHEREOF, the parties hereby confirm and acknowledge their agreement to the terms of this Agreement.

SELLER

Henkel Consumer Goods Inc.

By: [Signature]

Print Name: Thomas Keller

Title: General Manager

Date: 3.25.09

By: [Signature]

Print Name: Brian Grayson

Title: VP's Corporate Counsel

Date: April 30, 2007

BUYER

Agree Global LLC

By: [Signature]

Print Name: HEMIR NOTCHOUNIAN

Title: VICE PRESIDENT

Date: MAY 4TH 2009

Schedule I.1(a)

Trademarks

TRADEMARK	COUNTRY	APPL NO	APPL DATE	REG NO	REG DATE	REGISTERED OWNER
AGREE	Australia	254351	12/8/1971	A254351	12/8/1978	Henkel Corporation
AGREE	Australia	302848	12/7/1976	A302848	12/7/1976	Henkel Corporation
AGREE	Bahrain	1161/94	9/28/1994	18005	9/28/1994	Henkel Corporation
AGREE	Benelux		11/3/1976	342922	11/3/1976	Dep Corporation
AGREE	Bolivia		1/6/1986	50964	9/24/1986	Dep Corporation
AGREE	Canada	0407472	2/21/1977	TMA232114	3/9/1979	Henkel Consumer Goods Inc.
AGREE	Colombia	164763	3/17/1979	95227	12/5/1979	Henkel Corporation
AGREE	Costa Rica		4/21/1977	52772	9/5/1977	Dep Corporation
AGREE	Dominican Republic	31775	12/22/1980	31775	3/2/1981	Dep Corporation
AGREE	Germany	J12850	10/2/1976	989587	8/27/1979	Henkel Corporation
AGREE	Greece	57640	11/3/1976	57640	11/3/1976	Dep Corporation
AGREE	Guyana	14478A	5/13/1994	14478A	5/13/1994	Henkel Corporation
AGREE	Iraq	45963	4/27/2004			Henkel Corporation
AGREE	Ireland	2733/76	11/2/1976	B96297	11/2/1976	Dep Corporation

AGREE	Jordan	21773	3/27/1984	21773	4/27/1984	Dep Corporation
AGREE	Mexico	16381	11/4/1986	327728	6/26/1987	Schwarzkopf & DEP Inc.
AGREE	New Zealand	117490	11/8/1976	B117490	11/8/1976	Henkel Corporation
AGREE	Nicaragua		2/7/1984	16135	9/13/1984	Henkel Corporation
AGREE	Norway	92471	11/5/1976	99297	7/21/1977	Dep Corporation
AGREE	Panama		4/1/1981	25833	4/1/1981	Henkel Corporation
AGREE	Papua New Guinea			A6056	9/16/1975	Dep Corporation
AGREE	Peru	163646	1/3/1990	84946	5/9/1990	Dep Corporation
AGREE	Portugal	193187	11/17/1976	193187	10/29/1984	Henkel Corporation
AGREE	Qatar	4215	4/25/1984	4215	4/14/1990	Henkel Corporation
AGREE	Saudi Arabia	333/01	7/11/1994	333/01	7/11/1994	Henkel Corporation
AGREE	Singapore	S/3796/90	5/25/1990	S/3796/90	5/25/1990	Dep Corporation
AGREE	South Africa	76/5647	11/8/1976	76/5647	11/8/1976	Henkel Corporation
AGREE	South Korea		1/7/1983	101341	6/4/1984	Henkel Corporation
AGREE	Switzerland	5310	11/9/1976	285740	11/9/1976	Dep Corporation
AGREE	Taiwan	90000785	1/10/2001	987056	3/1/2002	Henkel Corporation
AGREE (in Thai Characters)	Thailand	262583	3/29/1984	Kor16414	3/29/1984	Henkel Corporation

AGREE	Thailand	262582	3/29/1984	16413	3/29/1984	Henkel Corporation
AGREE	Turkey	65511	12/2/1985	89582	12/2/1985	Henkel Corporation
AGREE	United Arab Emirates	9228	2/11/1995	10399	2/11/1995	Dep Corporation
AGREE	United Kingdom		11/25/1981	1165336	11/25/1981	S. C. Johnson & Sons, Inc. USA
AGREE	United States	72/378315	12/10/1970	0919117	8/24/1971	Henkel Consumer Goods Inc.
AGREE	United States	73/566948	11/1/1985	1396369	6/10/1986	Henkel Consumer Goods Inc.
AGREE	Uruguay	204531	2/25/1985	278179	9/4/1985	Dep Corporation
AGREE	Viet Nam	21609	2/11/1995	18082	2/11/1995	Dep Corporation
AGREE	Zanzibar	10777	1/11/1977	100/1983	1/11/1977	Dep Corporation
CITRUS BOTANICALS	US Common Law					Henkel Consumer Goods Inc.
DAMAGED CARE FOR DAMAGED HAIR	US Common Law					Henkel Consumer Goods Inc.

Schedule 1.1(b)

Licensed Products

UPC	Item Description
041670419402	AGREE SHAMPOO DRY DAMAGED 6/25.4OZ
041670419600	AGREE CONDITIONER NORMAL 6/25.4OZ
041670419709	AGREE CONDITIONER DRY DAMAGED 6/25.4OZ
041670419808	AGREE CONDITIONER FINE THIN 6/25.4OZ
041670420200	AGREE SHAMPOO COLOR TREATED 6/25.4OZ
041670421498	AGREE SWIMMERS SLTN 3 IN 1 SHAMPOO 6/8OZ
041670421504	AGREE SWIMMER'S SOLUTION COND 6/6OZ
041670421634	AGREE CUCUMBER MELON SHAMPOO 6/25.4OZ
041670421702	AGREE NORMAL SHAMPOO 12/15.4OZ
041670421719	AGREE NORMAL CONDITIONER 12/15.4OZ
041670421733	AGREE COLOR TREATED COND 12/15.4OZ
041670421740	AGREE CUCUMBER SHAMPOO 12/15.5OZ
041670421757	AGREE CUCUMBER CONDITIONER 12/15.4OZ
041670421764	AGREE PLUMERIA SHAMPOO 12/15.5OZ
041670421771	AGREE PLUMERIA CONDITIONER 12/15.4OZ
041670421726	AGREE COLOR TREATED SHAMPOO 12/15.4OZ
041670419402	AGREE DRY DAM SHMP W/CPN
041670421818	AGREE MEGA VOL STYL GEL 24/14OZ
041670421863	AGREE EXTREME POMADE 16/2OZ
041670421856	AGREE SPIKE IT POMADE 16/2OZ
041670421825	AGREE ACTIVE STYLIN GEL 24/14OZ
041670421894	AGREE BRILLIANTINE 16/1.5OZ
041670421887	AGREE MEGA SHNE STYL GL 24/14OZ
041670421986	AGREE REP/MOIST SHMP 24/13.5OZ
041670419501	AGREE SHAMPOO FINE OR THIN
041670419808	AGREE CONDITIONER FINE OR THIN
041670419709	AGREE CONDITIONER DRY DAMAGED
041670419402	AGREE SHAMPOO DRY DAMAGED
041670419303	AGREE SHAMPOO NORMAL
041670421603	AGREE PLUMERIA SHAMPOO
041670421610	AGREE PLUMERIA CONDITIONER
041670421634	AGREE CUCUMBER MELON SHAMPOO
041670421641	AGREE CUCUMBER MELON CONDITION
041670419600	AGREE CONDITIONER NORMAL
041670421504	AGREE SWIMMER'S SOLUTION COND
041670421498	AGREE SWIMMERS SLTN 3 IN 1 SHA
041670419808	AGREE CONDITIONER FINE THIN
041670421702	AGREE NORMAL SHAMPOO
041670421719	AGREE NORMAL CONDITIONER
041670421726	AGREE COLOR TREATED SHAMPOO
041670421733	AGREE COLOR TREATED COND
041670421740	AGREE CUCUMBER SHAMPOO

041670421757	AGREE CUCUMBER CONDITIONER
041670421764	AGREE PLUMERIA SHAMPOO
041670421771	AGREE PLUMERIA CONDITIONER
041670419501	AGREE SHAMPOO FINE THIN
041670419600	AGREE CONDITIONER NORMAL 6/25.4OZ
041670421603	AGREE PLUMERIA SHAMPOO 6/25.4OZ
041670421641	AGREE CUCUMBER MELON CONDITION 6/25.4OZ
041670121534	AGREE NORMAL SHAMPOO MEXICO
041670602538	AGREE BODY MAX CONDITIONER
041670421832	AGREE CURL DEF STYL GEL 24/14OZ
041670199557	AGREE SWIMMERS SOLUTION 3-IN-1
041670121503	AGREE NORMAL COND MEXICO
041670121558	AGREE BODY MAX SHAMPOO MEXICO
041670602538	AGREE BODY MAX CONDITIONER
041670602552	AGREE DEEP MOIST CONDITIONER
041670432166	AGREE 3 MIN COND US 36/8.5OZ
041670432173	AGREE FRAG SHAMPOO US 24/15OZ

Technical Information

Full Technical Manuals will be provided upon request.