

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

| | |
|-----------------------|-------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | SECURITY INTEREST |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|-------------------------|----------|----------------|-------------------------------------|
| Skinit Acquisition, LLC | | 09/06/2013 | LIMITED LIABILITY COMPANY: DELAWARE |

RECEIVING PARTY DATA

| | |
|-------------------|---|
| Name: | BlueCrest Capital International Master Fund Limited |
| Street Address: | 9 West 57th Street, 12th Floor |
| Internal Address: | c/o BlueCrest Capital Management (New York) LP |
| City: | New York |
| State/Country: | NEW YORK |
| Postal Code: | 10019 |
| Entity Type: | limited company: CAYMAN ISLANDS |

PROPERTY NUMBERS Total: 23

| Property Type | Number | Word Mark |
|----------------------|----------|---------------------------------|
| Serial Number: | 85580430 | ABOUT U |
| Registration Number: | 3427794 | BLING YOUR SKIN |
| Registration Number: | 3427795 | BLINGSKIN |
| Registration Number: | 3733009 | CUSTOMIZER |
| Registration Number: | 3367698 | G GLOBAL WIRELESS ENTERTAINMENT |
| Registration Number: | 3941686 | MAKE IT YOURS |
| Serial Number: | 77755714 | PERSONALIZATION STATION |
| Registration Number: | 4119988 | POWERING PERSONALIZATION |
| Serial Number: | 85105639 | PROCHART |
| Serial Number: | 85483154 | PROTECT INSTYLE |
| Serial Number: | 85580491 | PROTECTION STYLE |
| Registration Number: | 3616638 | SKINARIOS |
| Registration Number: | 3251276 | SKINIT |

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|----------------------|----------|--|
| Registration Number: | 3279765 | SKINIT |
| Serial Number: | 85580496 | SKINIT |
| Registration Number: | 3703440 | SKINIT WALL SKINS |
| Registration Number: | 3241843 | SKINIT.COM |
| Registration Number: | 3763785 | SKINIT-CHANGING THE FACE OF CONSUMER ELE |
| Serial Number: | 85593895 | SWITCHPLATES |
| Registration Number: | 3723604 | TAILGATE PACK |
| Serial Number: | 85257681 | WHAT DO YOU SKIN FOR? |
| Registration Number: | 3273498 | WHAT'S YOUR SKIN? |
| Serial Number: | 77680679 | YOU CUT |

CORRESPONDENCE DATA

Fax Number: 4157735759
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 4157735864
Email: tgore@orrick.com
Correspondent Name: Scot Strube
Address Line 1: 405 Howard Street
Address Line 2: c/o Orrick, Herrington & Sutcliffe LLP
Address Line 4: San Francisco, CALIFORNIA 94105-2669

| | |
|-------------------------|---------------|
| ATTORNEY DOCKET NUMBER: | 18664.21 |
| NAME OF SUBMITTER: | Scot Strube |
| Signature: | /Scot Strube/ |
| Date: | 10/31/2013 |

Total Attachments: 7
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GRANT OF SECURITY INTEREST

(TRADEMARKS)

THIS GRANT OF SECURITY INTEREST, dated as of September 6, 2013, is made by Skinit Acquisition, LLC, a Delaware limited liability company (the "Grantor"), in favor of BLUECREST CAPITAL INTERNATIONAL MASTER FUND LIMITED, as assignee of BlueCrest Venture Finance Master Fund Limited and BlueCrest Capital Finance, L.P. (the "Secured Party").

WHEREAS, the Grantor and the Secured Party have entered into that certain Security Agreement dated as of September 6, 2013 (as amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement") in favor of the Secured Party, pursuant to which the Grantor is obligated to execute and deliver this Grant of Security Interest.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Grantor does hereby assign, convey, mortgage, pledge, grant, hypothecate and transfer to the Secured Party a security interest in all of such Grantor's right, title and interest in and to all trademarks, trade names, trade styles, and service marks, and all prints and labels on which said trademarks, trade names, trade styles, and service marks have appeared or appear, and all designs and general intangibles of like nature, now existing or hereafter adopted or acquired, all right, title, and interest therein and thereto, and all registrations and recordings thereof, including (a) all applications, registrations, and recordings in the Patent and Trademark Office or in any similar office or agency of the United States, any state thereof, or any foreign country or any political subdivision thereof, all whether now owned or hereafter acquired by Grantor, (b) all reissues, extensions, or renewals thereof and all licenses thereof, and (c) all rights in World Wide Web addresses, uniform resource locators, and domain names and applications and registrations therefor, together with all Proceeds thereof, goodwill associated with any of the foregoing and the rights to sue for past, present, and future infringement thereof and the goodwill associated therewith (the "Collateral") to secure the payment, performance and observance of the obligations under the Note (as defined in the Security Agreement).

The Grantor does hereby further acknowledge and affirm that the rights and remedies of the Secured Party with respect to the security interest in the Collateral made and granted hereby 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. In the event of any irreconcilable conflict between the terms of this Grant of Security Interest and the Security Agreement, the terms of the Security Agreement shall govern.

The Secured Party's address is:

BlueCrest Capital International Master Fund Limited
c/o BlueCrest Capital Management (New York) LP
Attn: Brian McCawley
9 West 57th Street, 12th Floor
New York, New York 10019

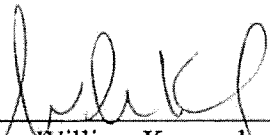
THIS GRANT OF SECURITY INTEREST SHALL BE GOVERNED BY THE INTERNAL LAWS OF THE STATE OF NEW YORK (INCLUDING FOR SUCH PURPOSE SECTIONS 5-1401 AND 5-1402 OF THE GENERAL OBLIGATIONS LAW OF THE STATE OF NEW YORK), EXCEPT TO THE EXTENT THAT THE PERFECTION, EFFECT OF PERFECTION OR NONPERFECTION, AND PRIORITY OF THE SECURITY INTEREST HEREUNDER, OR REMEDIES HEREUNDER, IN RESPECT OF ANY PARTICULAR COLLATERAL ARE GOVERNED BY THE LAWS OF A JURISDICTION OTHER THAN THE STATE OF NEW YORK.

Capitalized terms used herein and not otherwise defined herein shall have the meanings assigned to such terms in the Security Agreement.

[Remainder of page intentionally left blank.]

IN WITNESS WHEREOF, the Grantor has caused this Grant of Security Interest to be executed as of the day and year first above written.

SKINIT ACQUISITION, LLC,
a Delaware limited liability company

By: 
Name: William Koneval
Title: Manager

[SIGNATURE PAGE TO GRANT OF SECURITY INTEREST (TRADEMARKS)]

TRADEMARKS AND TRADEMARK APPLICATIONS

| Tuesday, April 09, 2013 | | Trademark Status Report by Division | | | | Page: 1 |
|--|------------|-------------------------------------|---------------------|----------------------------|---|---|
| Division: | | | | | | |
| Trademark | Status | Ref Number | App Number | App Date | Next Action(s) | Due Date(s) |
| | Division | | Reg Number | Reg Date | | |
| ABOUT U <i>Country:</i> United States of America <i>Classes:</i> 009, 35 | Pending | | 85580430 | 26-Mar-2012 | | |
| BLING YOUR SKIN <i>Country:</i> United States of America <i>Classes:</i> 9, 35 | Registered | | 77135911 3427794 | 20-Mar-2007 13-May-2008 | Aff of Use - 5 Year Aff of Use - 6 Year First Renewal | 13-May-2013 13-May-2014 13-May-2018 |
| BLINGSKIN <i>Country:</i> United States of America <i>Classes:</i> 9, 35 | Registered | | 77135916 3427795 | 20-Mar-2007 13-May-2008 | Aff of Use - 5 Year Aff of Use - 6 Year First Renewal | 13-May-2013 13-May-2014 13-May-2018 |
| CUSTOMERIZER <i>Country:</i> United States of America | Abandoned | | 77765493 | | | |
| CUSTOMIZER <i>Country:</i> United States of America | Registered | | 77765493 3733009 | 22-Jan-2009 29-Dec-2009 | Aff of Use - 5 Year Aff of Use - 6 Year First Renewal | 29-Dec-2014 29-Dec-2015 29-Dec-2019 |
| FABRIC SKIN <i>Country:</i> United States of America <i>Classes:</i> 9, 35 | Abandoned | | 77135925 | 20-Mar-2007 | | |
| G GLOBAL WIRELESS ENTERTAINMENT <i>Country:</i> United States of America <i>Classes:</i> 009 | Registered | | 3367698 | 15-Jan-2009 | Aff of Use - 5 Year Aff of Use - 6 Year First Renewal | 15-Jan-2014 15-Jan-2015 15-Jan-2019 |
| MAKE IT YOURS <i>Country:</i> United States of America | Registered | | 77899212 3941686 | 22-Dec-2009 06-Apr-2011 | Aff of Use - 5 Year Aff of Use - 6 Year First Renewal | 06-Apr-2016 06-Apr-2017 06-Apr-2021 |

| Tuesday, April 09, 2013 | | Trademark Status Report by Division | | | | Page: 2 |
|---|------------|-------------------------------------|---------------------|----------------------------|---|---|
| Division: | | | | | | |
| Trademark | Status | Ref Number | App Number | App Date | Next Action(s) | Due Date(s) |
| | Division | | Reg Number | Reg Date | | |
| MAKE IT YOURS <i>Country:</i> United States of America <i>Classes:</i> 1C 09, 040 | Registered | | 3941686 | 22-Dec-2009 03-Apr-2011 | Aff of Use - 5 Year Aff of Use - 6 Year First Renewal | 05-Apr-2016 05-Apr-2017 05-Apr-2021 |
| PERSONALIZATION STATION <i>Country:</i> United States of America | Pending | | 77755714 | 09-Jun-2009 | | |
| POWERING PERSONALIZATION <i>Country:</i> United States of America | Registered | | 77882801 4119988 | 30-Nov-2009 03-Apr-2012 | Aff of Use - 5 Year Aff of Use - 6 Year First Renewal | 03-Apr-2017 03-Apr-2018 03-Apr-2022 |
| PROCHART <i>Country:</i> United States of America <i>Classes:</i> 16, 35 | Pending | | 85105639 | 11-Aug-2010 | | |
| PROTECT INSTYLE <i>Country:</i> United States of America <i>Classes:</i> 9, 35 | Pending | | 85483154 | 29-Nov-2011 | | |
| PROTECTION STYLE <i>Country:</i> United States of America <i>Classes:</i> 009, 35 | Pending | | 85580491 | 26-Mar-2012 | | |
| SKINAIROS <i>Country:</i> United States of America | Registered | | 77195804 3616638 | 01-Jun-2007 05-May-2009 | Aff of Use - 5 Year Aff of Use - 6 Year First Renewal | 05-May-2014 05-May-2015 05-May-2019 |
| SKINIT <i>Country:</i> Argentina <i>Classes:</i> 9 | Registered | | 2705026 2195780 | 02-Oct-2006 15-Nov-2007 | Aff of Use First Renewal | 15-Nov-2017 15-Nov-2017 |

Tuesday, April 09, 2013

Trademark Status Report by Division

Page: 3

Division:

| Trademark | Status Division Ref Number | App Number Reg Number | App Date Reg Date | Next Action(s) | Due Date(s) |
|---|-------------------------------|--------------------------|----------------------------|-----------------------------|----------------------------|
| SKINIT Country: Argentina Classes: 35 | Registered | 2705027 2269291 | 02-Oct-2006 14-Nov-2008 | Aff of Use First Renewal | 14-Nov-2018 14-Nov-2018 |
| SKINIT Country: Australia Classes: 09,35 | Registered | 1114465 1114465 | 19-May-2006 14-Dec-2006 | First Renewal | 19-May-2016 |
| SKINIT Country: Brazil Classes: 9 | Registered | 828737231 828737231 | 21-Sep-2006 09-Feb-2010 | First Renewal | 09-Feb-2020 |
| SKINIT Country: Brazil Classes: 35 | Registered | 828737258 828737258 | 21-Sep-2006 09-Feb-2010 | First Renewal | 09-Feb-2020 |
| SKINIT Country: Canada | Registered | 1302280 TMA719345 | 19-May-2006 25-Jul-2008 | First Renewal | 25-Jul-2023 |
| SKINIT Country: Chile Classes: 9 | Registered | 742765 783631 | 01-Sep-2006 04-Apr-2007 | First Renewal | 04-Apr-2017 |
| SKINIT Country: Chile Classes: 35 | Registered | 742766 783639 | 01-Sep-2006 04-Apr-2007 | First Renewal | 04-Apr-2017 |
| SKINIT Country: China (Peoples Republic) Classes: 9 | Registered | 5587292 5587292 | 05-Sep-2006 14-Aug-2009 | First Renewal | 13-Aug-2019 |

Tuesday, April 09, 2013

Trademark Status Report by Division

Page: 4

Division:

| Trademark | Status Division Ref Number | App Number Reg Number | App Date Reg Date | Next Action(s) | Due Date(s) |
|--|-------------------------------|--------------------------------|----------------------------|----------------|-------------|
| SKINIT Country: China (Peoples Republic) Classes: 35 | Registered | 5587293 5587293 | 05-Sep-2006 14-Oct-2009 | First Renewal | 13-Oct-2019 |
| SKINIT Country: Colombia Classes: 9 | Registered | 6087463 340410 | 01-Sep-2006 23-Aug-2007 | First Renewal | 23-Aug-2017 |
| SKINIT Country: Colombia Classes: 35 | Registered | 6087469 340447 | 01-Sep-2006 23-Aug-2007 | First Renewal | 23-Aug-2017 |
| SKINIT Country: European Community Classes: 09,42 | Registered | 5085824 5085824 | 19-May-2006 08-May-2007 | First Renewal | 19-May-2016 |
| SKINIT Country: India Classes: 9 | Registered | 1498218 1498218 | 20-Oct-2006 20-Oct-2006 | First Renewal | 20-Oct-2016 |
| SKINIT Country: India Classes: 35 | Pending | 1498217 | 20-Oct-2006 | | |
| SKINIT Country: Japan Classes: 09,35 | Registered | 200670612 5052921 | 28-Jul-2006 16-Mar-2007 | First Renewal | 16-Mar-2017 |
| SKINIT Country: Korea, Republic of Classes: 9,35 | Registered | 4520060003125 4500194750060 | 25-Aug-2006 29-Mar-2007 | First Renewal | 29-Mar-2017 |

| Trademark | Status Division Ref Number | App Number Reg Number | App Date Reg Date | Next Action(s) | Due Date(s) |
|---|-------------------------------|--------------------------|----------------------------|-------------------------------|----------------------------|
| SKINIT Country: Malaysia Classes: 9 | Registered | 200616206 200616206 | 06-Sep-2006 22-Aug-2008 | First Renewal | 06-Sep-2016 |
| SKINIT Country: Malaysia Classes: 35 | Registered | 200616207 200616207 | 06-Sep-2006 17-May-2006 | First Renewal | 06-Sep-2016 |
| SKINIT Country: Mexico Classes: 9 | Registered | 804684 973913 | 17-May-2006 23-Feb-2007 | Proof of Use First Renewal | 17-May-2016 17-May-2016 |
| SKINIT Country: Mexico Classes: 35 | Registered | 804687 966591 | 17-May-2006 08-Dec-2006 | Proof of Use First Renewal | 17-May-2016 17-May-2016 |
| SKINIT Country: New Zealand Classes: 09, 35 | Registered | 753780 753780 | 23-Aug-2006 17-May-2006 | First Renewal | 23-Aug-2016 |
| SKINIT Country: Paraguay Classes: 9 | Registered | 25618 321905 | 31-Aug-2006 06-Jul-2009 | First Renewal | 06-Jul-2019 |
| SKINIT Country: Paraguay Classes: 35 | Registered | 25617 321904 | 31-Aug-2006 06-Jul-2009 | First Renewal | 06-Jul-2019 |
| SKINIT Country: Peru Classes: 9 | Registered | 289904 190128783 | 05-Sep-2006 15-May-2007 | First Renewal | 15-May-2017 |

| Trademark | Status Division Ref Number | App Number Reg Number | App Date Reg Date | Next Action(s) | Due Date(s) |
|--|-------------------------------|--------------------------|----------------------------|---|---|
| SKINIT Country: Peru Classes: 35 | Registered | 290303 44911 | 07-Sep-2006 19-Jan-2007 | First Renewal | 19-Jan-2017 |
| SKINIT Country: United States of America Classes: 009, 035 | Registered | 3251276 | 12-Jun-2007 | Aff of Use - 6 Year First Renewal | 12-Jun-2013 12-Jun-2017 |
| SKINIT Country: United States of America Classes: 009, 035 | Registered | 3279765 | 14-Aug-2009 | Aff of Use - 5 Year Aff of Use - 6 Year First Renewal | 14-Aug-2014 14-Aug-2015 14-Aug-2019 |
| SKINIT Country: Uruguay Classes: 09, 35 | Registered | 375019 375019 | 19-Oct-2006 26-Dec-2007 | First Renewal | 26-Dec-2017 |
| SKINIT Country: Venezuela Classes: 9 | Registered | 2006022325 P-303446 | 03-Oct-2006 06-Oct-2010 | First Renewal | 06-Oct-2020 |
| SKINIT Country: Venezuela Classes: 35 | Registered | 2006022330 S-035056 | 03-Oct-2006 25-Jun-2007 | First Renewal | 25-Jun-2017 |
| SKINIT NEW LOGO Country: United States of America Classes: 9, 35 | Pending | 85580496 | 26-Mar-2012 | | |
| SKINIT WALL SKINS Country: United States of America Classes: 35 | Registered | 77632224 3703446 | 19-Jun-2009 27-Oct-2009 | Aff of Use - 5 Year Aff of Use - 6 Year First Renewal | 27-Oct-2014 27-Oct-2015 27-Oct-2019 |

Tuesday, April 09, 2013

Trademark Status Report by Division

Page: 7

Division:

| Trademark | Status Division Ref Number | App Number Reg Number | App Date Reg Date | Next Action(s) | Due Date(s) |
|--|-------------------------------|--------------------------|----------------------------|---|---|
| SKINIT.COM <i>Country:</i> United States of America | Registered | 3241843 | 15-May-2007 | Off of Use - 6 Year First Renewal | 15-May-2013 15-May-2017 |
| SKINIT-CHANGING THE FACE OF CONSUMER ELECTRONICS <i>Country:</i> United States of America <i>Classes:</i> 9, 35 | Registered | 77307648 3763785 | 18-Oct-2007 23-Mar-2010 | Off of Use - 5 Year Off of Use - 6 Year First Renewal | 23-Mar-2015 23-Mar-2016 23-Mar-2020 |
| STIKIFOTO <i>Country:</i> United States of America <i>Classes:</i> 9, 16, 35, 40 | Abandoned | 77313118 | 25-Oct-2007 | | |
| SWITCHPLATES <i>Country:</i> United States of America <i>Classes:</i> 9, 35 | Pending | 85593895 | 10-Apr-2012 | | |
| TAILGATE PACK <i>Country:</i> United States of America <i>Classes:</i> 9, 35 | Registered | 77635319 3723604 | 17-Dec-2008 08-Dec-2009 | Off of Use - 5 Year Off of Use - 6 Year First Renewal | 08-Dec-2014 08-Dec-2015 08-Dec-2019 |
| WEBRACER <i>Country:</i> United States of America <i>Classes:</i> 16, 35, 41 | Abandoned | 77789568 | 24-Jul-2009 | | |
| WHAT DO YOU SKIN FOR? <i>Country:</i> United States of America <i>Classes:</i> 09, 040 | Pending | 85257681 | 04-Mar-2011 | | |
| WHAT'S YOUR SKIN <i>Country:</i> United States of America <i>Classes:</i> 035 | Registered | 3273498 | 07-Aug-2007 | Off of Use - 6 Year First Renewal | 07-Aug-2013 07-Aug-2017 |

Tuesday, April 09, 2013

Trademark Status Report by Division

Page: 8

Division:

| Trademark | Status Division Ref Number | App Number Reg Number | App Date Reg Date | Next Action(s) | Due Date(s) |
|---|-------------------------------|--------------------------|----------------------|----------------|-------------|
| YOU CUT <i>Country:</i> United States of America <i>Classes:</i> 9, 35 | Pending | 77680679 | 27-Feb-2009 | | |