

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM321529

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	06/24/2013		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Violet Grey, LLC		06/24/2013	LIMITED LIABILITY COMPANY: CALIFORNIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Violet Grey, Inc.		
<b>Street Address:</b>	8091 Selma Avenue		
<b>City:</b>	Los Angeles		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	90046		
<b>Entity Type:</b>	CORPORATION: CALIFORNIA		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	85951791	MR GREY	
<b>Serial Number:</b>	85808723	COSMETIC WARDROBE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	212-763-4100		
<b>Email:</b>	dmerlen@rpl-law.com		
<b>Correspondent Name:</b>	Deena Merlen, Reavis Parent Lehrer LLP		
<b>Address Line 1:</b>	41 Madison Avenue, 41st Floor		
<b>Address Line 4:</b>	New York, NEW YORK 10010		
<b>ATTORNEY DOCKET NUMBER:</b>	9275.01		
<b>NAME OF SUBMITTER:</b>	Deena R. Merlen, Esq.		
<b>SIGNATURE:</b>	/Deena R. Merlen/		
<b>DATE SIGNED:</b>	10/29/2014		
<b>Total Attachments: 5</b>			
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State of California Secretary of State

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Certificate of Merger

(California Corporations Code sections

1113(g), 3203(g), 6019.1, 8019.1, 9640, 12540.1, 15911.14, 16915(b) and 17552)

IMPORTANT — Read all instructions before completing this form.

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Table with 4 columns: 1. NAME OF SURVIVING ENTITY, 2. TYPE OF ENTITY, 3. CA SECRETARY OF STATE FILE NUMBER, 4. JURISDICTION. Rows include Violet Grey, Inc. and Violet Grey, LLC.

Table with 2 main columns: SURVIVING ENTITY and DISAPPEARING ENTITY. Each has sub-columns for CLASS AND NUMBER, AND, and PERCENTAGE VOTE REQUIRED.

10. IF EQUITY SECURITIES OF A PARENT PARTY ARE TO BE ISSUED IN THE MERGER CHECK THE APPLICABLE STATEMENT. [X] No vote of the shareholders of the parent party was required.

11. IF THE SURVIVING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, PROVIDE THE REQUISITE CHANGES (IF ANY) TO THE INFORMATION SET FORTH IN THE SURVIVING ENTITY'S ARTICLES OF ORGANIZATION...

12. IF A DISAPPEARING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, AND THE SURVIVING ENTITY IS NOT A DOMESTIC ENTITY OF THE SAME TYPE, ENTER THE PRINCIPAL ADDRESS OF THE SURVIVING ENTITY.

13. OTHER INFORMATION REQUIRED TO BE STATED IN THE CERTIFICATE OF MERGER BY THE LAWS UNDER WHICH EACH CONSTITUENT OTHER BUSINESS ENTITY IS ORGANIZED. ATTACH ADDITIONAL PAGES, IF NECESSARY.

14. STATUTORY OR OTHER BASIS UNDER WHICH A FOREIGN OTHER BUSINESS ENTITY IS AUTHORIZED TO EFFECT THE MERGER. Section 264 of Delaware General Corporation Law

15. FUTURE EFFECTIVE DATE, IF ANY. (Month) (Day) (Year)

16. ADDITIONAL INFORMATION SET FORTH ON ATTACHED PAGES, IF ANY, IS INCORPORATED HEREIN BY THIS REFERENCE AND MADE PART OF THIS CERTIFICATE.

17. I CERTIFY UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE STATE OF CALIFORNIA THAT THE FOREGOING IS TRUE AND CORRECT OF MY OWN KNOWLEDGE...

SIGNATURE OF AUTHORIZED PERSON FOR THE SURVIVING ENTITY 6/24/13 Cassandra Grey, President of Violet Grey, Inc. TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON

For an entity that is a business trust, real estate investment trust or an unincorporated association, set forth the provision of law or other basis for the authority of the person signing:

Item 13:

1. An Agreement of Merger (the "**Merger Agreement**") dated as of June 24, 2013, by and between Violet Grey, LLC, a California limited liability company (the "**Disappearing Entity**"), and Violet Grey, Inc., a Delaware corporation (the "**Surviving Entity**"), has been approved, adopted, certified, executed and acknowledged by the Disappearing Entity and the Surviving Entity in accordance with the requirements of Section 264 of the Delaware General Corporation Law.
2. The Disappearing Entity shall be merged with and into the Surviving Entity (the "**Merger**"). The Merger will be effective (the "**Effective Time**") as prescribed by law.
3. An executed copy of the Merger Agreement is on file at the office of the Surviving Entity, at 8442 Melrose Place, Penthouse, Los Angeles, California 90069.
4. A copy of the Merger Agreement will be furnished by the Surviving Entity, upon request and without cost, to any member of the Disappearing Entity or any stockholder of the Surviving Entity.

AGREEMENT OF MERGER

OF

VIOLET GREY, LLC

AND

VIOLET GREY, INC.

This Agreement of Merger (this "Agreement") is made by and entered into by and between Violet Grey, LLC, a California limited liability company (the "Disappearing Entity"), and Violet Grey, Inc., a Delaware corporation (the "Surviving Entity").

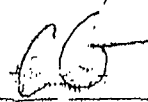
1. The Disappearing Entity shall be merged with and into the Surviving Entity (the "Merger").
2. The Merger will be effective (the "Effective Time") as prescribed by law.
3. The certificate of incorporation of the Surviving Entity in effect as of the Effective Time will remain the certificate of incorporation of the Surviving Entity.
4. Upon the Effective Time, the articles of organization of the Disappearing Entity shall terminate and no longer have any legal force or effect.
5. Upon the Effective Time, each issued and outstanding unit of the Disappearing Entity shall be cancelled and extinguished and converted automatically into the right to receive 1,000 shares of common stock of the Surviving Entity. The Surviving Entity's capital stock will not otherwise be affected by the merger.
6. This Agreement has been submitted to, and approved by, the manager and a majority in interest of the members of the Disappearing Entity.
7. This Agreement has been submitted to, and approved by, the board of directors and the sole shareholder of the Surviving Entity in accordance with the provisions of the Delaware General Corporation Law.
8. The manager of the Disappearing Entity and the authorized officers of the Surviving Entity, respectively, are hereby authorized, empowered and directed to do any and all acts and things, and to make, execute, deliver, file and/or record any and all instruments, papers and documents which shall be or become necessary, proper or convenient to carry out or put into effect any of the provisions of this Agreement or the transactions described herein.

*[Remainder Left Blank - Signature Page Follows]*


IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed  
as of June 24, 2013.

VIOLET GREY, LLC

Name: Violet Grey, Inc.  
Title: Manager

By:   
Name: Cassandra Grey  
Title: President and Secretary

VIOLET GREY, INC.

By:   
Name: Cassandra Grey  
Title: President and Secretary

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TRADEMARK  
REEL: 005390 FRAME: 0149



I hereby certify that the foregoing transcript of 4 page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

JUN 25 2013

Date: \_\_\_\_\_ *KB*

*Debra Bowen*

DEBRA BOWEN, Secretary of State