

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM338553

SUBMISSION TYPE:	CORRECTIVE ASSIGNMENT		
NATURE OF CONVEYANCE:	Corrective Assignment to correct the prior error and remove registration no. 2072727 for BE CALM from assignment previously recorded on Reel 002560 Frame 0883. Assignor(s) hereby confirms the assignment of an undivided part of assignors interest.		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
CALIFORNIA FRAGRANCE COMPANY		02/12/1998	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	CALIFORNIA FRAGRANCE COMPANY		
Street Address:	171 E. SECOND ST.		
City:	HUNTINGTON STATION		
State/Country:	NEW YORK		
Postal Code:	11746		
Entity Type:	CORPORATION: CALIFORNIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2072727	BE CALM	
CORRESPONDENCE DATA			
Fax Number:	3125548015		
<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>			
Phone:	(312) 554-8000		
Email:	kep@pattishall.com		
Correspondent Name:	Belinda J. Scrimenti		
Address Line 1:	200 South Wacker Drive, Suite 2900		
Address Line 4:	Chicago, ILLINOIS 60606-5896		
ATTORNEY DOCKET NUMBER:	1019-000-0008		
NAME OF SUBMITTER:	Belinda J Scrimenti		
SIGNATURE:	/Belinda J. Scrimenti/		
DATE SIGNED:	04/17/2015		
Total Attachments: 38			
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CH \$40.00 2072727

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UNITED STATES PATENT AND TRADEMARK OFFICE

Mark: BE CALM
Registration No.: 2,072,727
Registration Date: June 06, 1997
Proper Renewal Owner: California Fragrance Company
(by assignment from Circle of Beauty, Inc.)
Original Registrant: Circle of Beauty, Inc.
Interim Erroneous Assignees: Intimate Brands, Inc.
Intimate Beauty Corporation
Victoria's Secret Stores, Inc.

**DECLARATION PURSUANT TO TMEP § 503.06 (c) and 37 C.F.R. § 2.20 TO
CORRECT ERRONEOUS ASSIGNMENT AND
SUBSEQUENT CHAIN OF ASSIGNMENTS**

I, Belinda J. Scrimenti, do hereby declare that:

1. I am a partner with Pattishall, McAuliffe, Newbury, Hilliard & Geraldson LLP, 200 South Wacker Drive, Suite 2900, Chicago, IL 60606, current trademark counsel to California Fragrance Company ("California Fragrance"), which is the proper owner by assignment of the registration identified above.

2. As the proper owner, through my firm as counsel, California Fragrance attended to the maintenance of the registration by filing the Section 8 and 15 declaration and later renewal Section 8 and 9 maintenance documents on June 13, 2003 and June 12, 2007, respectively, as shown by the records of the registration, in the TDSR file.

3. This file has a complex history reflecting errors by the original owner, Circle of Beauty, Inc. in re-assigning the mark which it no longer owned, subsequent erroneous assignments thereafter, and subsequent errors by the USPTO after the error was brought to its attention by me. The history is outlined below. A copy of the Assignment Abstract of Title from the Assignment Division electronic records is attached hereto as Exhibit 1.

4. The registration was originally owned by applicant Circle of Beauty, Inc. As part of the settlement of a cancellation action brought by California Fragrance's prior counsel, the registration was assigned by Circle of Beauty, Inc. to California Fragrance Company by

assignment dated February 12, 1998. The assignment was recorded twice by the Assignment division (for reasons unknown), both on February 24, 1998, at Reel/Frame 1694/0778 and 1705/0394. Copies of the Assignment and recordal document are attached hereto as Exhibit 2.

5. In error, and apparently not realizing that the registration had been assigned to California Fragrance Company, Circle of Beauty, Inc. purportedly "assigned" the registration to Intimate Brands, Inc. by assignment dated July 15, 2002, and recorded on July 26, 2002 at Reel/Frame 2560/0883. See the Assignment Abstract, Exhibit 1. This was done as part of a master assignment of some 40 registrations.

6. Continuing the error, shortly thereafter, Intimate Brands, Inc. purportedly "assigned" the registration to Intimate Beauty Corporation dba/aka/ta dba Victoria's Secret Beauty, by assignment dated August 14, 2002, and recorded on August 20, 2002 at Reel/Frame 2572/0099. Similarly, this was done as part of a master assignment of some 33 registrations.

7. On June 13, 2003, my firm filed the Section 8 & 15 maintenance documents for the registration, a copy of which is attached hereto as Exhibit 3. In response, the Post-Registration examiner issued a preliminary refusal, noting that the record reflected assignment to California Fragrance, and the subsequent erroneous assignments to Intimate Brands, Inc. and Intimate Beauty Corporation. A copy of this office action is attached as Exhibit 4. Following discussion with post-registration and the assignment branch, the 8 & 15 Declaration was Accepted, as reflected in attached Exhibit 5.

8. Although the Section 8 & 15 Declaration was accepted, the assignment records were not corrected. Following that, again, apparently without knowledge that its client no longer owned the mark, Intimate Beauty Corporation recorded yet another conveyance, reflecting a merger of it with Victoria's Secret Stores, Inc., dated February 25, 2005, and recorded on March 3, 2005, at Reel/Frame 3141/0364. See the Abstract of Title, Exhibit 1.

9. On June 15, 2007, I filed on behalf of California Fragrance the Section 8 and 9 Renewal documents, again noting the error and rightful ownership with California Fragrance, which was accepted on June 29, 2007. Copies of these records are attached as Exhibits 6 and 7 respectively.

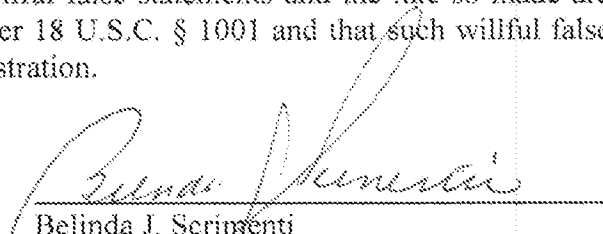
10. I have contacted Victoria's Secret Stores Brand Management, Inc.'s legal department, the office now overseeing trademark matters for the Victoria's Secret and Limited Brands group of companies, c/o Ms. Maria J. Rocha, L Brands Inc, 666 5th Ave Frnt 5, New York, NY, 10103-0005, phone, 212-884-3479, to address this matter. As set forth in her accompanying declaration, Victoria's Secret Stores Brand Management, Inc. (as successor to Victoria's Secret Stores, Inc., Intimate Beauty Corporation, and Intimate Brands, Inc.), it does not claim rights in the BE CALM mark and registration at issue, and has confirmed that the chain of assignments from Circle of Beauty, Inc. to Intimate Brands, Inc., to Intimate Beauty Corporation, and finally to Victoria's Secret Stores, Inc. was in error. See Ms. Rocha's accompanying declaration.

11. Accordingly, on behalf of our client, California Fragrance, as well as the interests of the successor to Victoria's Secret Stores, Inc., we respectfully request the Assignment Division's assistance in correcting the assignment records to reflect California Fragrance as the proper owner of the mark, BE CALM, registration No. 2072727, and/or advising us on how to prepare the electronic corrective assignment to effect this result.

I further declare that all statements made herein of my knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements are made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment or both, under 18 U.S.C. § 1001 and that such willful false statements may jeopardize the validity of the registration.

DATE: April 15, 2015

By:



Belinda J. Scrimanti
Attorney of Record
for California Fragrance Company

EXHIBIT 1



Trademark Assignment Abstract of Title

Total Assignments: 5

Serial #: 75019541

Filing Dt: 11/14/1995

Reg #: 2072727

Reg. Dt: 06/17/1997

Registrant: Circle of Beauty, Inc.

Mark: BE CALM

Assignment: 1

Reel/Frame: 1694/0778

Recorded: 02/24/1998

Pages: 2

Conveyance: ASSIGNS THE ENTIRE INTEREST

Assignor: CIRCLE OF BEAUTY, INC.

Exec Dt: 02/12/1998

Entity Type: CORPORATION

Citizenship: DELAWARE

Assignee: CALIFORNIA FRAGRANCE COMPANY

171 EAST SECOND STREET
HUNTINGTON, NEW YORK 11746

Entity Type: CORPORATION

Citizenship: CALIFORNIA

Correspondent: BEEHLER & PAVITT

WILLIAM H. PAVITT, JR.
100 CORPORATE POINTE, STE. 330
CULVER CITY, CA 90230

Assignment: 2

Reel/Frame: 1705/0394

Recorded: 02/24/1998

Pages: 2

Conveyance: ASSIGNS THE ENTIRE INTEREST

Assignor: CIRCLE OF BEAUTY, INC.

Exec Dt: 02/12/1998

Entity Type: CORPORATION

Citizenship: DELAWARE

Assignee: CALIFORNIA FRAGRANCE COMPANY

171 EAST SECOND STREET
HUNTINGTON, NEW YORK 11746

Entity Type: CORPORATION

Citizenship: CALIFORNIA

Correspondent: BEEHLER & PAVITT

WILLIAM H. PAVITT, JR.
100 CORPORATE POINTE, STE. 330
CULVER CITY, CA 90230

Assignment: 3

Reel/Frame: 2560/0883

Recorded: 07/26/2002

Pages: 5

Conveyance: ASSIGNMENT OF AN UNDIVIDED PART OF ASSIGNORS INTEREST

Assignor: CIRCLE OF BEAUTY, INC.

Exec Dt: 07/15/2002

Entity Type: CORPORATION

Citizenship: NONE

Assignee: INTIMATE BRANDS, INC.

1114 AVENUE OF THE AMERICAS
24TH FLOOR
NEW YORK, NEW YORK 10036

Entity Type: CORPORATION

Citizenship: NONE

Correspondent: COLUCCI & UMANS

FRANK J. COLUCCI
101 EAST 52 EAST STREET
NEW YORK, NY 10022

Assignment: 4Reel/Frame: 2572/0099

Recorded: 08/20/2002

Pages: 8

Conveyance: ASSIGNS THE ENTIRE INTEREST

Assignor: INTIMATE BRANDS, INC.

Exec Dt: 08/14/2002

Entity Type: CORPORATION

Citizenship: NONE

Assignee: INTIMATE BEAUTY CORPORATION

Entity Type: CORPORATION

Citizenship: NONE

DBA/AKA/TA: DBA VICTORIA'S SECRET BEAUTY
888 SEVENTH AVENUE, 43RD FLOOR
VICTORIA'S SECRET BEAUTY
NEW YORK, NEW YORK 10106

Correspondent: COLUCCI & UMANS
FRANK J. COLUCCI
101 EAST 52ND STREET
MANHATTAN TOWER, 16TH FLOOR
NEW YORK, NY 10022

Assignment: 5Reel/Frame: 3141/0364

Recorded: 03/03/2005

Pages: 9

Conveyance: MERGER

Assignor: INTIMATE BEAUTY CORPORATION

Exec Dt: 02/25/2005

Entity Type: CORPORATION

Citizenship: DELAWARE

Assignee: VICTORIA'S SECRET STORES, INC.

Entity Type: CORPORATION

Citizenship: DELAWARE

FOUR LIMITED PARKWAY
REYNOLDS, OHIO 43068

Correspondent: FRANK J. COLUCCI
COLUCCI & UMANS
218 EAST 50TH STREET
NEW YORK, NY 10022

Search Results as of: 04/15/2015 05:52 PM
If you have any comments or questions concerning the data displayed, contact PRD / Assignments at 571-272-3350. v.2.5
Web interface last modified: July 25, 2014 v.2.5

[HOME] [INDEX] [SEARCH] [eBUSINESS] [CONTACT US] [PRIVACY STATEMENT]

EXHIBIT 2



UNITED STATES DEPARTMENT OF COMMERCE
Patent and Trademark Office
ASSISTANT SECRETARY AND COMMISSIONER
OF PATENTS AND TRADEMARKS
Washington, D.C. 20231

APRIL 27, 1998

PTAS

BEEHLER & PAVITT
WILLIAM H. PAVITT, JR.
100 CORPORATE POINTE, STE. 330
CULVER CITY, CA 90230



100673074A

UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT

THE ENCLOSED DOCUMENT HAS BEEN RECORDED BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. A COMPLETE MICROFILM COPY IS AVAILABLE AT THE ASSIGNMENT SEARCH ROOM ON THE REEL AND FRAME NUMBER REFERENCED BELOW.

PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY CONTACT THE EMPLOYEE WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723. PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, NORTH TOWER BUILDING, SUITE 10C35, WASHINGTON, D.C. 20231.

RECORDATION DATE: 02/24/1998

REEL/FRAME: 1694/0778
NUMBER OF PAGES: 2

BRIEF: ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

ASSIGNOR:
CIRCLE OF BEAUTY, INC.

DOC DATE: 02/12/1998
CITIZENSHIP: DELAWARE
ENTITY: CORPORATION

ASSIGNEE:
CALIFORNIA FRAGRANCE COMPANY
171 EAST SECOND STREET
HUNTINGTON, NEW YORK 11746

CITIZENSHIP: CALIFORNIA
ENTITY: CORPORATION

APPLICATION NUMBER: 75019541
REGISTRATION NUMBER: 2072727

FILING DATE: 11/14/1995
ISSUE DATE: 06/17/1997

MARK: BE CALM
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

RECEIVED

MAY - 4 1998

BEEHLER & PAVITT

TRADEMARK
REEL: 005499 FRAME: 0543

*1694/0778 PAGE 2

SHIRLIE SIMON, EXAMINER
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS

04-27-1998



SHEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Tab settings

100673074

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

CIRCLE OF BEAUTY, INC.

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership
- Delaware

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance: MD 8-24-98

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: February 12, 1998

2. Name and address of receiving party(ies)

Name: California Fragrance Company

Internal Address: 171 East Second Street

Street Address: 171 East Second Street

City: Huntington State: NY ZIP: 11746
STATION,

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State California
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,072,727

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: WILLIAM H. PAVITT, JR.

Internal Address: BEEHLER & PAVITT

Street Address: 100 Corporate Pointe, Ste. 330

City: Culver City, State: Ca. ZIP: 90230

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: 40E

NOSPOC
FBO

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

William H. Pavitt, Jr.

Name of Person Signing

Signature

February 19,

Date

Total number of pages including cover sheet, attachments, and document: 2

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK ASSIGNMENT

BE IT KNOWN THAT in consideration for the sum of \$10.00 in hand paid and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Circle of Beauty, Inc., a Delaware corporation, having a principal place of business at 540 Madison Avenue, New York, New York 10022, hereby sells, assigns, and transfers to California Fragrance Company, a California Corporation, having its principal place of business at 171 East Second Street, Huntington Station, New York 11746, all its right, title and interest in and to its trademark BE CALM and registration thereof, No. 2,072,727, together with the goodwill appurtenant to said trademark.

IT WITNESS WHEREOF the undersigned officer of Circle of Beauty, Inc. has executed this assignment on behalf of said corporation pursuant to authority vested in him by the governing body thereof.

CIRCLE OF BEAUTY, INC.

Dated: February 12, 1998

By: Charles Belmonte
OFFICER

ACKNOWLEDGMENT

STATE OF NEW YORK
BOROUGH OF MANHATTAN } ss.

On this ___ day of _____, 199_, before me appeared _____ to me known and known to me to be the person who executed the foregoing assignment and acknowledged that he executed the same on behalf of said corporation.

(SEAL)

NOTARY PUBLIC _____

em/october1997/tmassign

Kopar

The official stamp of the PTO
hereon acknowledges receipt of:

Section #	Docket #	Due Date
XXXXXX	<i>4269-7</i>	
	Q213-P	N/A

Petitioner/Assignee: California Fragrance Company
Assignor: Circle of Beauty, Inc.
Mark: BE CALM
Registration No. 2,072,727

Registration No. 2,072,727

SENT IN FOR RECORDING TO THE PTO: RECORDATION FORM COVER SHEET WITH ASSIGNMENT AND CHECK IN THE SUM OF \$40.00 REPRESENTING FEE FOR RECORDING OF THE MARK BE CALM.
Mailed: 02/19/98

U.S. PATENT & TRADEMARK OFFICE
FEB 24 1998
34

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

CIRCLE OF BEAUTY, INC.

- Individual(s)
- General Partnership
- Corporation-State Delaware
- Other _____

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other _____
- Association
- Limited Partnership
- Merger
- Change of Name

Execution Date: February 12, 1998

2. Name and address of receiving party(ies)

Name: California Fragrance Company

Internal Address: 171 East Second Street

Street Address: 171 East Second Street

City: Huntington State: NY ZIP: 11746

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State California
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,072,727

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: WILLIAM H. PAVITT, JR.

Internal Address: BEEHLER & PAVITT

Street Address: 100 Corporate Pointe, Ste. 330

City: Culver City, State: Ca. ZIP: 90230

6. Total number of applications and registrations involved: _____

1

7. Total fee (37 CFR 3.41).....\$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: _____

(Attach duplicate copy of this page if paying by deposit account)

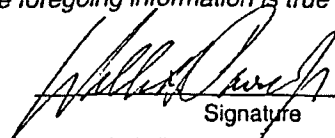
DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

William H. Pavitt, Jr.

Name of Person Signing



Signature

February 19

Date

Total number of pages including cover sheet, attachments, and document: 2

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 005499 FRAME: 0548

EXHIBIT 3

PATTISHALL, MCAULIFFE, NEWBURY, HILLIARD & GERALDSON

ATTORNEYS AT LAW

ALEXANDRIA, VA OFFICE
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1700 DIAGONAL ROAD
ALEXANDRIA, VIRGINIA 22314
(703) 684-7550

FACSIMILE
(703) 684-7888

SUITE 5000
311 SOUTH WACKER DRIVE
CHICAGO, ILLINOIS 60606
(312) 554-8000
FACSIMILE
(312) 554-8015

JANET SHIH HAJEK
(703)684-7550
jhajek@pattishall.com

June 13, 2003

BY HAND DELIVERY

Commissioner for Trademarks
U.S. Patent and Trademark Office
2900 Crystal Drive
Arlington, VA 22201-3513
BOX POST REG FEE

Re: U.S. Trademark Registration No. 2,072,727
for BE CALM
Classes: 03, 04
Registrant: California Fragrance Company
Our Ref. No.: 01019-00007 and 00008

US PATENT &
TRADEMARK OFFICE

2003 JUN 13 P 3:06

TRADEMARK FEE PROCESS
RECEIVED


Dear Commissioner:

On behalf of our client, California Fragrance Company, enclosed in connection with the captioned registration are:

1. An Combined Declaration Under Sections 8&15
2. One specimen for Class 3 and one specimen for Class 4; and
3. A check in the amount of \$600.00 for payment of the filing fee.

Please charge any deficiencies in fees submitted to our deposit account, No. 16-0650 (Pattishall, McAuliffe, Newbury, Hilliard & Geraldson).

Respectfully submitted,


Janet Shih Hajek

JSH/dng
Enclosure

cc: Belinda J. Scrimenti, Esq.

TRADEMARK
REEL: 005499 FRAME: 0550

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
POST REGISTRATION OPERATIONS

Registrant : California Fragrance Company
Mark : BE CALM
Registration No. : 2,072,727
Registration Date : June 17, 1997
Classes : 03, 04

Commissioner for Trademarks
2900 Crystal Drive
Arlington, Virginia 22202-3513
BOX POST REG FEE

COMBINED DECLARATION UNDER SECTIONS 8&15

California Fragrance Company, a California corporation located at 171 East Second Street, Huntington Station, New York 11746 owns the above-identified registration, by assignment, as shown by records in the Patent and Trademark Office; the mark shown therein has been in continuous use in interstate commerce for five (5) consecutive years from the date of registration to the present, on or in connection with all of the following goods identified in the registration:

BATH AND SHOWER GEL, BATH AND BODY OIL, BODY SPLASH, BODY LOTION, BATH CRYSTALS, FOOT SCRUBS, EXFOLIATING SOAP, AND AROMATHERAPY PRODUCTS, NAMELY AROMA CREAMS, AROMA OILS, AND AROMA LOTIONS AND SHAMPOOS FOR USE ON THE BODY, in International Class 3;

CANDLES AND AROMATHERAPY PRODUCTS, NAMELY A NON-ELECTRIC AIR DIFFUSER COMPRISING A WICK AND OIL IN A CONTAINER USED TO EMIT SCENT WHEN LIT, in International Class 4.

the mark is still in use in interstate commerce, as evidenced by the attached specimen showing the mark as currently used. There has been no final decision adverse to registrant's claim of ownership

of such mark for such goods or services, or to registrant's right to register the same or keep the

06/16/2003 EPINA1 00000055 2072727

01 FC:6205

200.00 OP

02 FC:6208

400.00 OP

same on the register; and there is no proceeding involving any of said rights pending and not disposed of either in the Patent and Trademark Office or in the courts.

The filing fee is submitted herewith. Please deduct any deficiencies from, and credit any overpayments to, deposit account no. 16-0650.

POWER OF ATTORNEY

Registrant hereby appoints the law firm of Pattishall, McAuliffe, Newbury, Hilliard & Geraldson as its attorneys to prosecute this registration, with full power of substitution and revocation, to transact all business in the United States Patent and Trademark Office in connection therewith, and to maintain the registration.

Please address all correspondence to Belinda J. Scrimenti* at Pattishall, McAuliffe, Newbury, Hilliard & Geraldson, 1700 Diagonal Road, Suite 550, Alexandria, Virginia 22314; telephone number (703) 684-7550. *Ms. Scrimenti is a member of the Bars of Ohio and the District of Columbia.

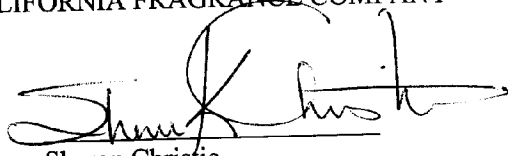
DECLARATION

The undersigned being duly warned that willful, false statements and the like so made are punishable by fine or imprisonment or both, under 18 U.S.C. § 1001 and that such willful false statements may jeopardize the validity of this document, declares that she is authorized to execute this Declaration on behalf of said registrant; she believes the registrant to be the owner of the above identified registration; the mark is in use in commerce; and all statements made herein of her knowledge are true and all statements made on belief are believed to be true.

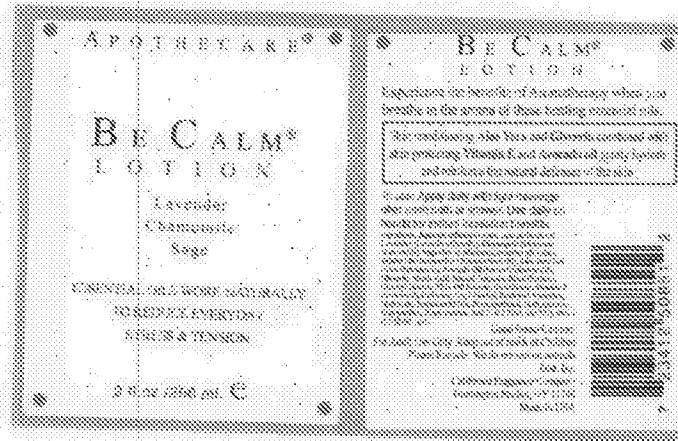
CALIFORNIA FRAGRANCE COMPANY

Date: 06/04/03

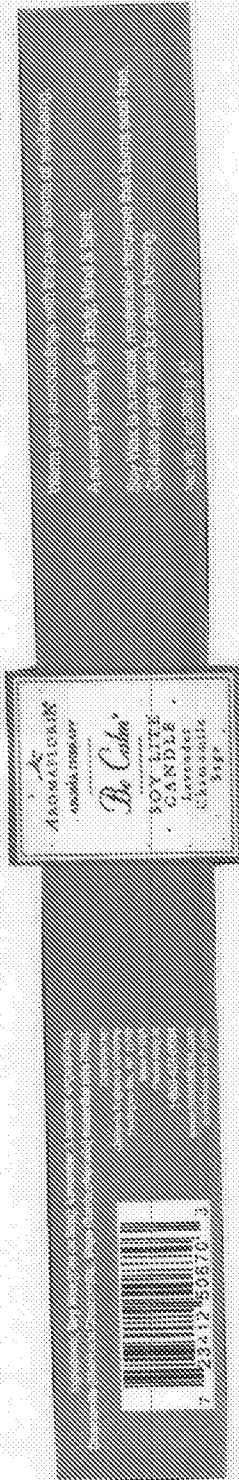
By:



Sharon Christie
President



Registrant: California Fragrance Company
 Reg. No.: 2,072,727
 Mark: BE CALM
 Class: 03



Registrant: California Fragrance Company
Reg. No.: 2,072,727
Mark: BE CALM
Class: 04

EXHIBIT 4

UNITED STATES PATENT AND TRADEMARK OFFICE

REGISTRATION NO: 2,072,727

August 22, 2003

REGISTRANT: Circle of Beauty, Inc.

CORRESPONDENT ADDRESS:

BELINDA J. SCRIMENTI
PATTISHALL MCAULIFFE NEWBURY ET AL
1700 DIAGONAL RD.
SUITE 550
ALEXANDRIA, VA 22314

RETURN ADDRESS:

Commissioner for Trademarks
2900 Crystal Drive
Arlington, VA 22202-3514
TMPostRegistration@uspto.gov

MARK: BE CALM

CORRESPONDENT'S REFERENCE/DOCKET NO: 01019-00007

Please provide in all correspondence:

CORRESPONDENT EMAIL ADDRESS:

N/A

1. Registration date, registration number, mark and registrant's name.
2. Date of this Office Action.
3. Examiner's name and Post Registration Division.
4. Your telephone number and e-mail address.

POST REGISTRATION OFFICE ACTION

RE: Registration Number 2,072,727

The Sections 8 & 15 Combined Affidavit submitted on June 13, 2003 is refused for the following reason(s):

The Trademark Act requires the current owner of the registration to file the Sections 8 & 15 Affidavits. 15 U.S.C. §§1058 and 1065. The record is unclear whether the party who filed the Sections 8 & 15 Combined Affidavit is the current owner.

The registration was issued to **Circle of Beauty, Inc.** who then transferred ownership to California Fragrance Company. However, Office records do not show the registration being transferred from California Fragrance Company to Circle of Beauty, Inc. who transferred ownership to Intimate Brands Inc., who then transferred ownership to Intimate Beauty Corporation.

The party who filed the Sections 8 & 15 Combined Affidavit must establish current ownership of the registration at least as early as June 4, 2003, the date the Sections 8 & 15 Combined Affidavit was signed. 37 C.F.R. §2.161(a). Ownership may be established by (1) recording appropriate documents in the Assignment Services Division, (703) 308-9723, or (2) submitting proof of the transfer of title to the party who filed the Sections 8 & 15 Combined Affidavit. 37 C.F.R. §3.73(b).

1. If the present owner chooses to establish ownership by recording appropriate documents in the Assignment Services Division, please notify the undersigned paralegal when the documents have been filed. A telephone call to the paralegal is encouraged to resolve this issue.
2. If the present owner chooses to establish ownership by submitting proof of the transfer of title, appropriate evidence, such as a copy of the document transferring ownership or a verified statement that a valid transfer of legal title has occurred, must be submitted. Please be advised that the Section 8 Notice of Acceptance and Section 15 Acknowledgement will issue in the name of the original registrant or the last recorded assignee as recorded in the Assignment Services Division.

If the wrong party filed the Sections 8 & 15 Combined Affidavit and there is time remaining in the statutory filing period, the current owner may file a new affidavit. If the new affidavit is filed during the 6-month grace period, the owner must pay the filing fee for the Sections 8 & 15 Combined Affidavit plus the Section 8 grace period fee. If the wrong party filed the Sections 8 & 15 Combined Affidavit, and there is no time remaining in the statutory filing period, the registration will be cancelled.

A COMPLETE RESPONSE TO THIS OFFICE ACTION MUST BE RECEIVED WITHIN 6 MONTHS FROM THE MAILING DATE OF THIS LETTER. THE OWNER MUST RESPOND TO ALL INQUIRIES SET FORTH IN THIS LETTER TO AVOID CANCELLATION OF THE REGISTRATION.

PLEASE BE ADVISED THAT IF THE WRONG PARTY FILED THE SECTION 8 AFFIDAVIT, THE CURRENT OWNER MUST FILE A NEW AFFIDAVIT BEFORE THE GRACE PERIOD EXPIRES AND PAY THE FEE FOR FILING THE NEW AFFIDAVIT. THE OWNER MUST ALSO PAY THE GRACE PERIOD FEE, IF THE NEW AFFIDAVIT IS FILED DURING THE GRACE PERIOD.



Faith L. Roberson
Paralegal Specialist
Trademark Services
Post-Registration Division
(703)308-9500 ext. 148

How to respond to this Office Action:

To respond formally via E-mail, visit <http://www.uspto.gov/web/trademarks/tmelecresp.htm> and follow the instructions.

To respond formally via regular mail, your response should be sent to the mailing Return Address listed above and include the registration number, the words 'Post Registration' and the examiner's name on the upper right corner of each page of your response.

To check the status of your application at any time, visit the Office's Trademark Applications and Registrations Retrieval (TARR) system at <http://tarr.uspto.gov/>

FOR INQUIRIES OR QUESTIONS ABOUT THIS OFFICE ACTION, PLEASE CONTACT THE ASSIGNED EXAMINER.

EXHIBIT 5

Commissioner for Trademarks
2900 Crystal Drive
Arlington, VA 22202-3514
www.uspto.gov

REGISTRATION NO: 2072727 SERIAL NO: 75/019541 MAILING DATE: 08/29/2003
REGISTRATION DATE: 06/17/1997
MARK: BE CALM
REGISTRATION OWNER: CALIFORNIA FRAGRANCE COMPANY

CORRESPONDENCE ADDRESS:

BELINDA J. SCRIMENTI
PATTISHALL MCAULIFFE NEWBURY ET AL
1700 DIAGONAL RD.
SUITE 550
ALEXANDRIA, VA 22314

NOTICE OF ACCEPTANCE

15 U.S.C. Sec. 1058(a)(1)

THE COMBINED AFFIDAVIT FILED FOR THE ABOVE-IDENTIFIED REGISTRATION MEETS THE REQUIREMENTS OF SECTION 8 OF THE TRADEMARK ACT, 15 U.S.C. Sec. 1058.

ACCORDINGLY, THE SECTION 8 AFFIDAVIT IS ACCEPTED.

NOTICE OF ACKNOWLEDGEMENT

15 U.S.C. Sec. 1065

THE AFFIDAVIT FILED FOR THE ABOVE-IDENTIFIED REGISTRATION MEETS THE REQUIREMENTS OF SECTION 15 OF THE TRADEMARK ACT, 15 U.S.C. Sec. 1065.

ACCORDINGLY, THE SECTION 15 AFFIDAVIT IS ACKNOWLEDGED.

THE REGISTRATION WILL REMAIN IN FORCE FOR CLASS(ES):
003, 004.

ROBERSON, FAITH
PARALEGAL SPECIALIST
POST-REGISTRATION DIVISION
(703)308-9500

**PLEASE SEE THE REVERSE SIDE OF THIS NOTICE FOR INFORMATION
CONCERNING REQUIREMENTS FOR MAINTAINING THIS REGISTRATION**

ORIGINAL

**TRADEMARK
REEL: 005499 FRAME: 0560**

REQUIREMENTS FOR MAINTAINING A FEDERAL TRADEMARK REGISTRATION

I) SECTION 8: AFFIDAVIT OF CONTINUED USE

The registration shall remain in force for 10 years, except that the registration shall be canceled for failure to file an Affidavit of Continued Use under Section 8 of the Trademark Act, 15 U.S.C. Sec. 1058, at the end of each successive 10-year period following the date of registration.

Failure to file the Section 8 Affidavit will result in the cancellation of the registration.

II) SECTION 9: APPLICATION FOR RENEWAL

The registration shall remain in force for 10 years, subject to the provisions of Section 8, except that the registration shall expire for failure to file an Application for Renewal under Section 9 of the Trademark Act, 15 U.S.C. Sec. 1059, at the end of each successive 10-year period following the date of registration.

Failure to file the Application for Renewal will result in the expiration of the registration.

NO FURTHER NOTICE OR REMINDER OF THESE REQUIREMENTS WILL BE SENT TO THE REGISTRANT BY THE PATENT AND TRADEMARK OFFICE. IT IS RECOMMENDED THAT THE REGISTRANT CONTACT THE PATENT AND TRADEMARK OFFICE APPROXIMATELY ONE YEAR BEFORE THE EXPIRATION OF THE TIME PERIODS SHOWN ABOVE TO DETERMINE APPROPRIATE REQUIREMENTS AND FEES.

EXHIBIT 6



BELINDA J. SCRIMENTI

DIRECT (312) 554-7935
bscrimenti@pattishall.com

Admitted in Illinois, Ohio, Virginia
and the District of Columbia

June 12, 2007

The Commissioner for Trademarks
P.O. Box 1451
Alexandria, VA 22313-1451

Re: Mark: BE CALM
Classes: 3 and 4
Reg. No.: 2,072,727
Registrant: California Fragrance Company
Registration Date: June 17, 1997

Dear Commissioner:

On behalf of the registrant, California Fragrance Company, enclosed in connection with the captioned registration are:

1. Renewal Application and Section 8 Declaration;
2. A specimen for class 3;
3. A check in the amount of \$500.00 for payment of the filing fee for one class;
4. A certificate of mailing; and
5. Return receipt postcard.

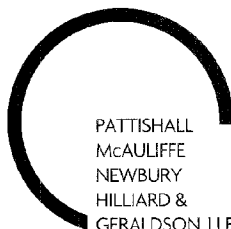
Please note, Class 4 is being deleted.

Please deduct any deficiency in fees from our Deposit Account No. 16-0650 (Pattishall, McAuliffe, Newbury, Hilliard & Geraldson LLP).

Very truly yours,

BJS:pam
Enclosure

cc: California Fragrance Company



06-15-2007

U.S. Patent & TMO/©/TM Mail Flopt Dt. #72

PATTISHALL
McAULIFFE
NEWBURY
HILLIARD &
GERALDSON LLP • 311 South Wacker Drive, Suite 5000 • Chicago IL 60606 • T (312) 554-8000 • F (312) 554-8015 • www.pattishall.com

TRADEMARK
REEL: 005499 FRAME: 0563

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
POST REGISTRATION OPERATIONS

Registrant : California Fragrance Company
Mark : BE CALM
Registration No. : 2,072,727
Registration Date : June 17, 1997
Classes : 3 and 4

Commissioner for Trademarks
U.S. Patent and Trademark Office
P.O. Box 1451
Alexandria, VA 22313-1451

RENEWAL APPLICATION AND SECTION 8 DECLARATION

California Fragrance Company, a California corporation located at 171 East Second Street, Huntington Station, NY 11746, requests that Registration No. 2,072,727 be renewed in accordance with the provisions of Section 9 of the Act of July 5, 1946.

This registration was granted to Circle of Beauty, Inc. on June 17, 1997, which above-referenced registrant, California Fragrance, Inc. owns as shown by the assignment recorded on February 24, 1998 and recorded at Reel/Frame 1694/0778. Subsequent assignments were recorded in error against this registration. Counsel for the referenced registrant, California Fragrance, is contacting counsel for Victoria's Secret Stores, Inc. (the erroneous assignee) to have the assignment record corrected. As the assignment records reflect, the rights to this registration were assigned to California Fragrance Company on February 24, 1998 and any later assignments from Circle of Beauty, Inc. to another party that included this registration are not valid because Circle of Beauty, Inc. no longer held rights in the BE CALM registration to

assign.

The undersigned declares that she has authority to execute this Renewal Application and Section 8 Declaration on behalf of said registrant; that the registrant owns Registration No. 2,072,727; that registrant is using the mark in commerce on or in connection with the following goods listed in the existing registration:

BATH AND SHOWER GEL, BATH AND BODY OIL, BODY SPLASH, BODY LOTION, BATH CRYSTALS, FOOT SCRUBS, EXFOLIATING SOAP, AND AROMATHERAPY PRODUCTS, NAMELY AROMA CREAMS, AROMA OILS, AND AROMA LOTIONS AND SHAMPOOS FOR USE ON THE BODY, in Class 3.

The following goods in class 4 should be deleted from the registration:

CANDLES AND AROMATHERAPY PRODUCTS, NAMELY A NON-ELECTRIC AIR DIFFUSER COMPRISING A WICK AND OIL IN A CONTAINER USED TO EMIT SCENT WHEN LIT, in Class 4.

The attached specimen shows the mark as currently used on or in connection with the goods in Class 3.

The requisite fee is submitted herewith. Please deduct any deficiencies from, and credit any overpayments to, deposit account no. 16-0650.

POWER OF ATTORNEY

Registrant hereby appoints the firm of Pattishall, McAuliffe, Newbury, Hilliard & Geraldson LLP its attorneys to prosecute this registration with full power of substitution and revocation, to transact all business in the Patent and Trademark Office in connection herewith, and to receive the acceptance notice for the Renewal.

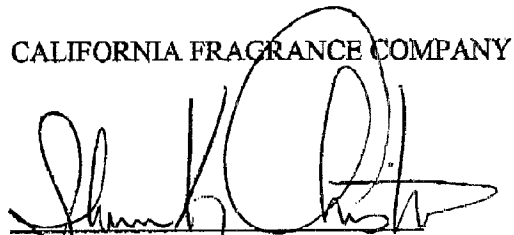
Please address all correspondence to Belinda J. Scrimenti at Pattishall, McAuliffe, Newbury, Hilliard & Geraldson LLP, 311 South Wacker Drive, Suite 5000, Chicago, Illinois 60606, Telephone number (312) 554-7935.

DECLARATION

The undersigned declares that all statements made herein of her own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of this document.

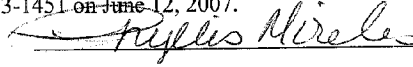
Date: June 6, 2007

By:

CALIFORNIA FRAGRANCE COMPANY

Sharon K. Christie
President

Certificate of Mailing

I hereby certify that this correspondence is being deposited with the United States Postal Service as first class mail in an envelope addressed to: Commissioner for Trademarks, P. O. Box 1451, Alexandria, VA 22313-1451 on June 12, 2007.



<p>BE CALM[®] LOTION</p> <p>Experience the benefits of aromatherapy when you breathe in the aroma of these healing essential oils.</p> <p>This soothing, non-toxic formula soothes your skin, relieves muscle tension and soothes your nerves. It is ideal for the treatment of stress of the skin.</p> <p>To use: Apply daily with light massage after your bath or shower. Use daily to relieve skin irritation, itching, dryness, eczema, psoriasis, sunburn, and other skin conditions. For relief of muscle tension, apply to neck, shoulders, and back. For relief of stress, apply to temples, forehead, and chest.</p> <p>Net Wt. 4.23 oz. (120 g) Net Wt. 1.69 oz. (48 g)</p> <p>100% Pure Essential Oils Manufactured in the USA</p>	<p>APOTHECARE[®]</p> <p>BE CALM[®] LOTION</p> <p>Lavender Chamomile Sage</p> <p>ESSENTIAL OILS WERE NOT PALEO TO SCENE. IT'S EVERYTHING KINDEN & TO-SHIN</p> <p>© 2017/2018 J.K. E.</p>	<p>BE CALM[®] LOTION</p> <p>Experience the benefits of aromatherapy when you breathe in the aroma of these healing essential oils.</p> <p>This soothing, non-toxic formula soothes your skin, relieves muscle tension and soothes your nerves. It is ideal for the treatment of stress of the skin.</p> <p>To use: Apply daily with light massage after your bath or shower. Use daily to relieve skin irritation, itching, dryness, eczema, psoriasis, sunburn, and other skin conditions. For relief of muscle tension, apply to neck, shoulders, and back. For relief of stress, apply to temples, forehead, and chest.</p> <p>Net Wt. 4.23 oz. (120 g) Net Wt. 1.69 oz. (48 g)</p> <p>100% Pure Essential Oils Manufactured in the USA</p>
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Mark: BE CALM
 Reg. No: 2,072,737
 Class: 3
 Registrant: California Fragrance Company

EXHIBIT 7



UNITED STATES PATENT AND TRADEMARK OFFICE

Commissioner for Trademarks
P.O. Box 1451
Alexandria, VA 22313-1451
www.uspto.gov

REGISTRATION NO: 2072727 SERIAL NO: 75/019541 MAILING DATE: 06/29/2007
REGISTRATION DATE: 06/17/1997
MARK: BE CALM
REGISTRATION OWNER: VICTORIA'S SECRET STORES, INC.

CORRESPONDENCE ADDRESS:

BELINDA J SCRIMENTI
PATTISHALL MCAULIFFE NEWBURY, ETAL
311 S WACKER DRIVE
SUITE 5000
CHICAGO, IL 60606

NOTICE OF ACCEPTANCE

15 U.S.C. Sec. 1058(a)(3)

THE COMBINED AFFIDAVIT AND RENEWAL APPLICATION FILED FOR THE ABOVE-IDENTIFIED REGISTRATION MEETS THE REQUIREMENTS OF SECTION 8 OF THE TRADEMARK ACT, 15 U.S.C. Sec. 1058.

ACCORDINGLY, THE SECTION 8 AFFIDAVIT IS ACCEPTED.

NOTICE OF RENEWAL

15 U.S.C. Sec. 1059(a)

THE COMBINED AFFIDAVIT AND RENEWAL APPLICATION FILED FOR THE ABOVE-IDENTIFIED REGISTRATION MEETS THE REQUIREMENTS OF SECTION 9 OF THE TRADEMARK ACT, 15 U.S.C. Sec. 1059.

ACCORDINGLY, THE REGISTRATION IS RENEWED.

THE REGISTRATION WILL REMAIN IN FORCE FOR CLASS(ES):
003, 004.

EVERETT, PATRICIA
PARALEGAL SPECIALIST
POST-REGISTRATION DIVISION
571-272-9500

**PLEASE SEE THE REVERSE SIDE OF THIS NOTICE FOR INFORMATION
CONCERNING REQUIREMENTS FOR MAINTAINING THIS REGISTRATION**
ORIGINAL

REQUIREMENTS FOR MAINTAINING A FEDERAL TRADEMARK REGISTRATION

I) SECTION 8: AFFIDAVIT OF CONTINUED USE

The registration shall remain in force for 10 years, except that the registration shall be canceled for failure to file an Affidavit of Continued Use under Section 8 of the Trademark Act, 15 U.S.C. Sec. 1058, at the end of each successive 10-year period following the date of registration.

Failure to file the Section 8 Affidavit will result in the cancellation of the registration.

II) SECTION 9: APPLICATION FOR RENEWAL

The registration shall remain in force for 10 years, subject to the provisions of Section 8, except that the registration shall expire for failure to file an Application for Renewal under Section 9 of the Trademark Act, 15 U.S.C. Sec. 1059, at the end of each successive 10-year period following the date of registration.

Failure to file the Application for Renewal will result in the expiration of the registration.

NO FURTHER NOTICE OR REMINDER OF THESE REQUIREMENTS WILL BE SENT TO THE REGISTRANT BY THE PATENT AND TRADEMARK OFFICE. IT IS RECOMMENDED THAT THE REGISTRANT CONTACT THE PATENT AND TRADEMARK OFFICE APPROXIMATELY ONE YEAR BEFORE THE EXPIRATION OF THE TIME PERIODS SHOWN ABOVE TO DETERMINE APPROPRIATE REQUIREMENTS AND FEES.

UNITED STATES PATENT AND TRADEMARK OFFICE

Mark: BE CALM
Registration No.: 2,072,727
Registration Date: June 06, 1997
Proper Renewal Owner: California Fragrance Company
(by assignment from Circle of Beauty, Inc.)
Original Registrant: Circle of Beauty, Inc.
Interim Erroneous Assignees: Intimate Brands, Inc.
Intimate Beauty Corporation
Victoria's Secret Stores, Inc.

**DECLARATION PURSUANT TO TMEP § 503.06 (c) AND 37 C.F.R. § 2.20
TO CORRECT ERRONEOUS ASSIGNMENT AND
SUBSEQUENT CHAIN OF ASSIGNMENTS**

I, Maria J. Rocha, do hereby declare that:

1. I am Assistant Secretary of Victoria's Secret Stores Brand Management, Inc., a Delaware Corporation, and have authority to execute this declaration on its behalf. Based on personal knowledge and/or my review of the USPTO assignment records of Victoria's Secret Stores Brand Management, Inc. and its predecessors, including various assignments described herein, I have knowledge of the matters set forth herein and could testify competently thereto.

2. Victoria's Secret Stores Brand Management, Inc. is a successor to Victoria's Secret Stores, Inc., a Delaware Corporation. Victoria's Secret Stores, Inc. was a successor by way of merger to Intimate Beauty Corporation d/b/a Victoria's Secret Beauty. Prior thereto, Intimate Beauty Corporation was a successor owner of certain trademarks owned by Intimate Brands, Inc.

3. On or about July 15, 2002, Intimate Brands, Inc. acquired by assignment certain trademarks from Circle of Beauty, Inc., as reflected in USPTO assignment records on Reel/Frame 2560/0083. Among those marks, the assignment schedule erroneously included the registration for the mark BE CALM, Reg. No. 2072727. However, as reflected in the abstract of title, that registration had previously been assigned by Circle of Beauty, Inc. to California Fragrance Company as reflected in Reels/Frames 1694/0778 and 1705/0394, as of February 12, 1998.

4. Due to inadvertent errors, when Intimate Brands, Inc. later assigned a series of marks to Intimate Beauty Corporation d/b/a Victoria's Secret Beauty, the BE CALM mark, Reg. No. 2072727, was again listed in the assignment schedule, recorded at Reel/Frame 2572/0099. The error was yet again inadvertently repeated when Intimate Beauty Corporation was merged into Victoria's Secret Stores, Inc., as reflected in the assignment records at Reel/Frame 3141/0364.

5. Victoria's Secret Stores Brand Management, Inc. (as successor to Victoria's Secret Stores, Inc., Intimate Beauty Corporation, and Intimate Brands, Inc.), acknowledges that California Fragrance is the rightful owner of Reg. No. 2072727 and the rights and goodwill therein for the mark BE CALM as reflected therein, and further acknowledges that the initial assignment by Circle of Beauty, Inc. to Intimate Brands, Inc. and subsequent recordations of assignments to Intimate Brands, Inc.'s later successor entities were in error.


6. Victoria's Secret Stores Brand Management, Inc. (as successor to Victoria's Secret Stores, Inc., Intimate Beauty Corporation, and Intimate Brands, Inc.), further acknowledges that, as USPTO TSDR records reflect, California Fragrance has maintained the registration by filing the Section 8 & 15 and later Section 8&9 declaration.

7. Accordingly, on behalf of Victoria's Secret Stores Brand Management, Inc. (as successor to Victoria's Secret Stores, Inc., Intimate Beauty Corporation, and Intimate Brands, Inc.), we request that a corrective assignment be entered reflecting California Fragrance as the owner of record of the Registration No. 2072727 for the mark BE CALM, effective as of the February 12, 1998 date of the original assignment from Circle of Beauty, Inc. to California Fragrance, Inc.

I further declare that all statements made herein of my knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements are made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment or both, under 18 U.S.C. § 1001 and that such willful false statements may jeopardize the validity of the registration.

DATE: April 10, 2015

By:



Maria J. Rocha

Assistant Secretary

Victoria's Secret Stores Brand Management,
Inc.