

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM351267

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest in Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
IT Cosmetics, LLC		08/12/2015	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Bank of America, N.A., as Administrative Agent		
Street Address:	135 S. LaSalle St.		
Internal Address:	Mail Code: IL4-135-09-61		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60604		
Entity Type:	national banking association: UNITED STATES		
PROPERTY NUMBERS Total: 94			
Property Type	Number	Word Mark	
Registration Number:	4765592	YOUR MOST BEAUTIFUL	
Registration Number:	4765288	FEELS LIKE SKIN	
Registration Number:	4765260	EXPERIENCE IT	
Registration Number:	4765236	GET COMPLIMENTS ON YOUR SKIN NOT YOUR MA	
Registration Number:	4765232	GET COMPLIMENTS ON YOUR SKIN	
Registration Number:	4752394	IT BODY	
Registration Number:	4752393	IT SKINCARE	
Registration Number:	4739908	BYE BYE FOUNDATION	
Registration Number:	4739616	IT SKIN	
Registration Number:	4735762	IT BEAUTY SOLUTIONS	
Registration Number:	4735761	IT SOLUTIONS	
Registration Number:	4732284	BLURRED LINES	
Registration Number:	4731607	IT GIRL	
Registration Number:	4729132	IT BRUSHES	
Registration Number:	4728185	IT BEAUTY	
Registration Number:	4728127	IT CLINICAL	
Registration Number:	4726639	IT	
Registration Number:	4725130	3D SKIN FLEX	
TRADEMARK			

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Property Type	Number	Word Mark
Registration Number:	4723939	YOUR MAKEUP BUT BETTER
Registration Number:	4720728	BYE BYE DRAMA
Registration Number:	4720694	GREAT FOUNDATION GIVES YOU GREAT SKIN
Registration Number:	4720671	LIVE BEAUTY FULLY
Registration Number:	4672355	EXPERIENCE VELVET
Registration Number:	4650233	CLINICALLY PROVEN. SKIN LOVING. PROBLEM
Registration Number:	4638284	YOUR MOST BEAUTIFUL YOU
Registration Number:	4638237	DISCOVER IT. LOVE IT. BELIEVE IT.
Registration Number:	4633118	MAGIC ERASER
Registration Number:	4622302	CONFIDENCE IN A COMPACT
Registration Number:	4611096	FEEL THE MOMENT
Registration Number:	4607189	LINER LOVE
Registration Number:	4606816	BLUR BABY BLUR
Registration Number:	4589151	ANTI-AGING ARMOUR
Registration Number:	4553278	EYELIFT IN A TUBE
Registration Number:	4537796	NATURALLY PRETTY
Registration Number:	4534540	NO. 50 SERUM
Registration Number:	4527102	CC+
Registration Number:	4512798	TIGHTLINE
Registration Number:	4511852	HEAVENLY LUXE
Registration Number:	4491842	YSBB
Registration Number:	4418691	BYE BYE REDNESS
Registration Number:	4377573	YOUR SKIN BUT BETTER
Registration Number:	4377572	YLBB
Registration Number:	4377571	YOUR BROWS BUT BETTER
Registration Number:	4377570	YBBB
Registration Number:	4324594	HEAVENLY LUXE
Registration Number:	4293250	HELLO LIGHT
Registration Number:	4271709	MY LIPS BUT BETTER
Registration Number:	4257050	IT COSMETICS
Registration Number:	4257048	INNOVATIVE TECHNOLOGY COSMETICS
Registration Number:	4257024	IT COSMETICS
Registration Number:	4242184	GET WET
Registration Number:	4218634	NO TUG
Registration Number:	4210780	CELEBRATION FOUNDATION
Registration Number:	4120732	LOVE STORY
Registration Number:	4094231	IT GIRL
Registration Number:	4086585	HELLO LASHES

Property Type	Number	Word Mark
Registration Number:	4079447	DROPS OF LIGHT TECHNOLOGY
Registration Number:	4051768	GROW-LUXE
Registration Number:	3923013	INNOVATIVE TECHNOLOGY COSMETICS
Registration Number:	3923001	INNOVATIVE TECHNOLOGY COSMETICS
Registration Number:	3908329	JE NE SAIS QUOI
Registration Number:	3859275	BROW POWER
Registration Number:	3843923	BYE BYE COSMETICS
Registration Number:	3833839	BYE BYE CONCEALER
Registration Number:	3833838	BYE BYE PORES
Registration Number:	3833835	BYE BYE LID LINES
Registration Number:	3742874	IT COSMETICS
Registration Number:	3740434	IT COSMETICS
Registration Number:	3726006	BOOBS AND CLEAVAGE IN A BOX
Registration Number:	3725988	CHUTZPAH
Registration Number:	3716458	REVERSE BIRTHDAY
Registration Number:	3674185	MY YOUTHFUL SMILE
Registration Number:	3644712	BYE BYE UNDER EYE
Registration Number:	3636060	EYES OF SEDUCTION
Registration Number:	3636059	MY BEAUTIFUL BREASTS
Registration Number:	3636058	MY NAUGHTY MOUTH
Registration Number:	3632708	GROUNDBREAKING COSMETIC BODY SCULPTING
Registration Number:	3521926	ABS IN A BOX
Serial Number:	86975588	BEAUTY BFF
Serial Number:	86670032	IT'S TRULY YOUR EVER-LASHING LOVE
Serial Number:	86670012	FALL IN EVER-LASHING LOVE
Serial Number:	86662569	YOUR BEAUTY PROBLEM SOLVED
Serial Number:	86640006	YOUR LIPS BUT BETTER
Serial Number:	86571443	IT HAIR
Serial Number:	86563750	TIGHTLINER
Serial Number:	86557207	COLD SPOON TECHNOLOGY
Serial Number:	86552343	PROBLEM SOLVING BEAUTY
Serial Number:	86452879	BEAUTY FULLY
Serial Number:	86452876	LIVE BEAUTY FULLY
Serial Number:	86387683	HYDRA-LUXE
Serial Number:	86071254	GO VERTICAL
Serial Number:	85883766	VELVET LUXE
Serial Number:	85656137	YOUR LASHES BUT BETTER
Serial Number:	85656127	YHBB

CORRESPONDENCE DATA**Fax Number:** 9192868199*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.***Phone:** 919 286-8000**Email:** PTO_TMconfirmation@mvalaw.com**Correspondent Name:** MOORE & VAN ALLEN PLLC**Address Line 1:** 3015 CARRINGTON MILL BOULEVARD**Address Line 2:** SUITE 400**Address Line 4:** MORRISVILLE, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	327000-27292
NAME OF SUBMITTER:	John E. Slaughter
SIGNATURE:	/John E. Slaughter/
DATE SIGNED:	08/13/2015

Total Attachments: 6

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NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of August 12, 2015 (as the same may be amended, restated, amended and restated, modified or supplemented from time to time, the "Security Agreement") by and among the Grantors from time to time party thereto (each a "Grantor" and collectively, the "Grantors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the Secured Parties referenced therein, the undersigned Grantor has granted a continuing security interest in and a right to set off against the trademarks and trademark applications shown on Schedule 1 to the Administrative Agent for the ratable benefit of the Secured Parties.

The undersigned Grantor and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

IT COSMETICS, LLC

By: 

Name: Paulo Lima

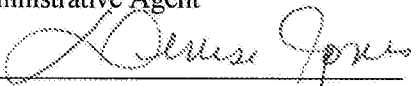
Title: Chief Financial Officer and
Chief Operating Officer

[Signature Page to Notice of Grant of Security Interest in Trademarks – IT Cosmetics, LLC]

TRADEMARK
REEL: 005598 FRAME: 0940

Acknowledged and Accepted:

BANK OF AMERICA, N.A.,
as Administrative Agent

By: 
Name: **Denise Jones**
Title: **Assistant Vice President**

Schedule 1

IT Cosmetics, LLC
(Delaware Limited Liability Company)

U.S. Trademarks

Registered Marks

Mark	Reg. No.	Reg. Date
YOUR MOST BEAUTIFUL	4765592	06/30/15
FEELS LIKE SKIN	4765288	06/30/15
EXPERIENCE IT	4765260	06/30/15
GET COMPLIMENTS ON YOUR SKIN NOT YOUR MAKEUP	4765236	06/30/15
GET COMPLIMENTS ON YOUR SKIN	4765232	06/30/15
IT BODY	4752394	06/09/15
IT SKINCARE	4752393	06/09/15
BYE BYE FOUNDATION	4739908	05/19/15
IT SKIN	4739616	05/19/15
IT BEAUTY SOLUTIONS	4735762	05/12/15
IT SOLUTIONS	4735761	05/12/15
BLURRED LINES	4732284	05/05/15
IT GIRL	4731607	05/05/15
IT BRUSHES	4729132	04/28/15
IT BEAUTY	4728185	04/28/15
IT CLINICAL	4728127	04/28/15
IT (Stylized)	4726639	04/28/15
3D SKIN FLEX	4725130	04/21/15
YOUR MAKEUP BUT BETTER	4723939	04/21/15
BYE BYE DRAMA	4720728	04/14/15
GREAT FOUNDATION GIVES YOU GREAT SKIN	4720694	04/14/15
LIVE BEAUTY FULLY	4720671	04/14/15
EXPERIENCE VELVET	4672355	01/13/15
CLINICALLY PROVEN. SKIN LOVING. PROBLEM SOLUTIONS.	4650233	12/02/14
YOUR MOST BEAUTIFUL YOU	4638284	11/11/14
DISCOVER IT. LOVE IT. BELIEVE IT.	4638237	11/11/14
MAGIC ERASER	4633118	11/04/14
CONFIDENCE IN A COMPACT	4622302	10/14/14
FEEL THE MOMENT	4611096	09/23/14
LINER LOVE	4607189	09/16/14
BLUR BABY BLUR	4606816	09/16/14
ANTI-AGING ARMOUR	4589151	08/19/14
EYE LIFT IN A TUBE	4553278	06/17/14
NATURALLY PRETTY	4537796	05/27/14
NO. 50 SERUM	4534540	05/20/14
CC+	4527102	05/06/14
TIGHTLINE	4512798	04/08/14

HEAVENLY LUXE	4511852	04/08/14
YSBB	4491842	03/04/14
BYE BYE REDNESS	4418691	10/15/13
YOUR SKIN BUT BETTER	4377573	07/30/13
YLBB	4377572	07/30/13
YOUR BROWS BUT BETTER	4377571	07/30/13
YBBB	4377570	07/30/13
HEAVENLY LUXE	4324594	04/23/13
HELLO LIGHT	4293250	02/19/13
MY LIPS BUT BETTER	4271709	01/08/13
IT COSMETICS	4257050	12/11/12
INNOVATIVE TECHNOLOGY COSMETICS	4257048	12/11/12
IT COSMETICS (Stylized)	4257024	12/11/12
GET WET	4242184	11/13/12
NO TUG	4218634	10/02/12
CELEBRATION FOUNDATION	4210780	09/18/12
LOVE STORY	4120732	04/03/12
IT GIRL	4094231	01/31/12
HELLO LASHES	4086585	01/17/12
DROPS OF LIGHT TECHNOLOGY	4079447	01/03/12
GROW-LUXE	4051768	11/08/11
INNOVATIVE TECHNOLOGY COSMETICS	3923013	02/22/11
INNOVATIVE TECHNOLOGY COSMETICS	3923001	02/22/11
JE NE SAIS QUOI	3908329	01/18/11
BROW POWER	3859275	10/12/10
BYE BYE COSMETICS	3843923	09/07/10
BYE BYE CONCEALER	3833839	08/17/10
BYE BYE PORES	3833838	08/17/10
BYE BYE LID LINES	3833835	08/17/10
IT COSMETICS (Stylized)	3742874	01/26/10
IT COSMETICS	3740434	01/19/10
BOOBS AND CLEAVAGE IN A BOX	3726006	12/15/09
CHUTZPAH	3725988	12/15/09
REVERSE BIRTHDAY	3716458	11/24/09
MY YOUTHFUL SMILE	3674185	08/25/09
BYE BYE UNDER EYE	3644712	06/23/09
EYES OF SEDUCTION	3636060	06/09/09
MY BEAUTIFUL BREASTS	3636059	06/09/09
MY NAUGHTY MOUTH	3636058	06/09/09
GROUNDBREAKING COSMETIC BODY SCULPTING	3632708	06/02/09
ABS IN A BOX	3521926	10/21/08

Pending Applications

Mark	Appl. No.	Filing Date
BEAUTY BFF	86975588	04/02/14
IT'S TRULY YOUR EVER-LASHING LOVE	86670032	06/22/15
FALL IN EVER-LASHING LOVE	86670012	06/22/15
YOUR BEAUTY PROBLEM SOLVED	86662569	06/15/15

YOUR LIPS BUT BETTER	86640006	05/23/15
IT HAIR	86571443	03/20/15
TIGHTLINER	86563750	03/13/15
COLD SPOON TECHNOLOGY	86557207	03/09/15
PROBLEM SOLVING BEAUTY	86552343	03/03/15
BEAUTY FULLY	86452879	11/13/14
LIVE BEAUTY FULLY	86452876	11/13/14
HYDRA-LUXE	86387683	09/08/14
GO VERTICAL	86071254	09/22/13
VELVET LUXE	85883766	03/22/13
YOUR LASHES BUT BETTER	85656137	06/19/12
YHBB	85656127	06/19/12