

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM382732

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	RELEASE OF SECURITY INTEREST

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
BANK OF AMERICA, N.A., AS ADMINISTRATIVE AGENT		05/02/2016	National Banking Association:

## RECEIVING PARTY DATA

<b>Name:</b>	GUTHY-RENKER LLC
<b>Street Address:</b>	41-550 Eclectic Street, Suite 200
<b>City:</b>	Palm Desert
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	92260
<b>Entity Type:</b>	Limited Liability Company: DELAWARE

## PROPERTY NUMBERS Total: 20

Property Type	Number	Word Mark
Registration Number:	4279895	FIRST WE SCREEN IT. THEN WE CLEAN IT.
Registration Number:	4367001	YOU HAVE NOTHING TO LOSE BUT YOUR ACNE
Registration Number:	4388551	CARE AND SUPPORT. EVERY MINUTE, EVERY DA
Registration Number:	4126796	X-OUT
Registration Number:	4441437	SHEER COVER STUDIO
Registration Number:	4498817	CLEARZONE
Registration Number:	4451945	PROACTIV MD
Registration Number:	4448283	SMART TARGET
Registration Number:	4905274	PROACTIV+
Registration Number:	4716668	PERFECT WHITE
Serial Number:	86061578	I'M PROACTIV
Serial Number:	86033845	CREPE ERASE
Serial Number:	86033826	CREPE ESCAPE
Serial Number:	85935457	THE AFTER PROJECT
Serial Number:	85843632	PC REPAIR JUST GOT EASY
Serial Number:	85774904	ATOMIC ABS
Serial Number:	85701005	CROSSGLIDE
Serial Number:	85493496	FIX + FLOURISH
Serial Number:	85468848	PROACTIV FLOURISH

TRADEMARK

Property Type	Number	Word Mark
Serial Number:	85356098	VITAPOWER
<b>CORRESPONDENCE DATA</b>		
Fax Number:	6197026859	
<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:	619-685-3055	
Email:	jenkins@scmv.com	
Correspondent Name:	Seltzer Caplan McMahon Vitek	
Address Line 1:	750 B Street, Suite 2100	
Address Line 4:	San Diego, CALIFORNIA 92101	
NAME OF SUBMITTER:	E Jenkins	
SIGNATURE:	/EJJ/	
DATE SIGNED:	05/02/2016	
<b>Total Attachments: 3</b>		
source=Release #1 -- Trademarks#page1.tif		
source=Release #1 -- Trademarks#page2.tif		
source=Release #1 -- Trademarks#page3.tif		

**TERMINATION AND RELEASE OF SECURITY INTEREST  
IN TRADEMARKS**

This **TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS**, dated as of May 2, 2016 ("Release"), is made by Bank of America, N.A., as Administrative Agent ("Administrative Agent") in favor of Guthy-Renker LLC, a Delaware limited liability company ("Grantor").

**WHEREAS**, pursuant to that certain Amended and Restated Security and Pledge Agreement dated as of October 18, 2013 (as amended, restated, supplemented, modified, extended, renewed or replaced from time to time, the "Security Agreement") by and among the Obligors party thereto and the Administrative Agent, each Obligor granted to the Administrative Agent, for the benefit of the holders of the Secured Obligations ("Secured Parties"), a continuing security interest in, and a right to set off against, any and all right, title and interest of such Obligor in, to, and under all the Trademarks, Trademark Licenses, and Proceeds of the foregoing;

**WHEREAS**, pursuant to the Security Agreement, Grantor, an Obligor, executed and delivered to Administrative Agent, for the benefit of the Secured Parties, the Notice of Grant of Security Interest in Trademarks dated as of October 18, 2013 ("Notice"); and

**WHEREAS**, the Notice was recorded at the United States Patent and Trademark Office ("USPTO") on October 21, 2013 at Reel 5134 Frame 0695.

**NOW THEREFORE**, in consideration of the mutual promises and undertakings set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and with the intention of being legally bound hereby, Administrative Agent, on behalf of the Secured Parties, and Grantor agree as follows:

**SECTION 1. Defined Terms.** All capitalized terms used herein but not otherwise defined herein have the meanings given to them in the Security Agreement or Notice.

**SECTION 2. Termination and Release.** Administrative Agent, on behalf of the Secured Parties, without representation, warranty, or recourse, hereby:

(a) terminates, cancels, discharges, and releases the mortgage, pledge, and hypothecation and lien on and security interest in and to the Grantor's right, title, and interest in, to, and under all the Trademarks, Trademark Licenses, and Proceeds of the foregoing, including, but not limited to, the foregoing listed on Schedule A attached hereto, granted pursuant to the Security Agreement or Notice; and

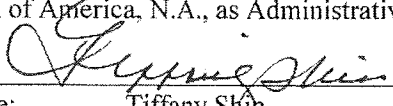
(b) authorizes the recordation of this Release with the USPTO at Grantor's expense.

**SECTION 3. Choice of Law.** This Release shall be governed by and construed in accordance with the laws of the State of New York.

IN WITNESS WHEREOF, the Administrative Agent, on behalf of the Secured Parties, has caused this Termination and Release of Security Interest in Trademarks to be duly executed as of the date first set forth above.

Administrative Agent:

Bank of America, N.A., as Administrative Agent

By:   
Name: Tiffany Shan  
Title: Vice President

Schedule A

U.S. Trademarks Subject to Security Interest  
Granted by Guthy-Renker LLC  
In Favor of Bank of America, N.A., as Administrative Agent  
Recorded October 21, 2013 at Reel 5134 Frame 0695

Trademark Registrations

Mark	Reg. No.	Reg. Date
FIRST WE SCREEN IT. THEN WE CLEAN IT.	4279895	01/22/13
YOU HAVE NOTHING TO LOSE BUT YOUR ACNE	4367001	07/16/13
CARE AND SUPPORT. EVERY MINUTE, EVERY DAY.	4388551	08/20/13
X-OUT	4126796	04/10/12
SHEER COVER STUDIO	4441437	11/26/13
CLEAR ZONE	4498817	03/18/14
PROACTIV MD	4451945	12/17/13
SMART TARGET	4448283	12/10/13
PROACTIV and Design	4905274	02/23/16
PERFECT WHITE	4716668	04/07/15

Trademark Applications

Mark	Appl. No.	Filing Date
I'M PROACTIV	86061578	09/11/13
CREPE ERASE	86033845	08/09/13
CREPE ESCAPE	86033826	08/09/13
THE AFTER PROJECT	85935457	05/17/13
PC REPAIR JUST GOT EASY	85843632	02/07/13
ATOMIC ABS	85774904	11/08/12
CROSSGLIDE	85701005	08/10/12
FIX + FLOURISH	85493496	12/12/11
PROACTIV FLOURISH	85468848	11/09/11
VITAPOWER	85356098	06/24/11