

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM391403

<b>SUBMISSION TYPE:</b>	RESUBMISSION
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL
<b>RESUBMIT DOCUMENT ID:</b>	900370790

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Philosophy, Inc.		06/13/2016	Corporation: ARIZONA

**RECEIVING PARTY DATA**

<b>Name:</b>	Coty Brands Management Inc.
<b>Street Address:</b>	350 5th Avenue
<b>City:</b>	New York
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10118
<b>Entity Type:</b>	Corporation: NEW YORK

**PROPERTY NUMBERS Total: 188**

Property Type	Number	Word Mark
Serial Number:	78488397	AMAZING GRACE
Serial Number:	77156407	AMAZING GRACE
Serial Number:	75071260	AMAZING GRACE
Serial Number:	75062623	AMEN
Serial Number:	86484914	ANTI-WRINKLE MIRACLE WORKER
Serial Number:	77449374	APRICOTS AND CREAM
Serial Number:	78130204	BABY GRACE
Serial Number:	86125241	BACK TO NURTURE
Serial Number:	75410852	BANANA NUT BREAD
Serial Number:	75334831	BE SOMEBODY
Serial Number:	78348052	BEACH PARTY
Serial Number:	78794940	BELGIAN WAFFLES
Serial Number:	75567665	BELIEVE IN MIRACLES
Serial Number:	86023062	BERRY LIME MARTINI
Serial Number:	86582821	BIG SHOTS
Serial Number:	76178500	BIRTHDAY GIRL
Serial Number:	77666920	BOBBING FOR APPLES
Serial Number:	85806302	BOX OF MIRACLES

TRADEMARK

Property Type	Number	Word Mark
Serial Number:	78553368	BUBBLY
Serial Number:	77454973	BUBBLY
Serial Number:	85912496	CAKE ME TO PARADISE
Serial Number:	78505832	CANDY CANE
Serial Number:	78977253	CANDY CANE
Serial Number:	85431997	CELEBRATE DREAMS
Serial Number:	85432006	CELEBRATE LOVE
Serial Number:	77391970	CHEERS
Serial Number:	75410851	CHOCOLATE CHIP COOKIES
Serial Number:	75410855	CINNAMON BUNS
Serial Number:	86705752	CLEAN AIR TECHNOLOGY
Serial Number:	86568702	CLEANSE PEEL TREAT
Serial Number:	86443148	CLEANSE, PEEL, TREAT
Serial Number:	86440104	CLEANSE, REFINE & RENEW
Serial Number:	85469549	CLEAR DAYS AHEAD
Serial Number:	78546190	COCONUT FROSTING
Serial Number:	85630288	COLOR MY DAY
Serial Number:	75359111	COMPLETE ME
Serial Number:	75044117	CURLY HEAD
Serial Number:	85522858	DEEP FILL FIX
Serial Number:	77754969	ETERNAL GRACE
Serial Number:	85173773	ETERNAL GRACE
Serial Number:	85432181	EYES WIDE OPEN
Serial Number:	77027144	FAIRY GODMOTHER
Serial Number:	78550062	FALLING IN LOVE
Serial Number:	78852828	FALLING IN LOVE
Serial Number:	74588645	FALLING IN LOVE
Serial Number:	85735397	FALLING IN LOVE SUMMER
Serial Number:	74591269	FOOTNOTES
Serial Number:	85471463	FOR MOMMY WITH LOVE
Serial Number:	77667101	FRENCH VANILLA BEAN
Serial Number:	78795001	FRESH CREAM
Serial Number:	86714186	FULL OF GRACE
Serial Number:	85584460	FULL OF PROMISE
Serial Number:	85089940	
Serial Number:	85089948	
Serial Number:	85912432	GIRLS OF SUMMER
Serial Number:	85795536	GIVING GRACE

Property Type	Number	Word Mark
Serial Number:	85380120	GLOW AND BEHOLD
Serial Number:	85197179	GREAT SKIN IS IN
Serial Number:	78939685	GREEN
Serial Number:	78703078	GREETINGS FROM CABO
Serial Number:	76069047	GURU
Serial Number:	75029730	HANDMADE
Serial Number:	85243668	HANDS OF HOPE
Serial Number:	85376806	HAPPY TRAVELS
Serial Number:	75447839	HELP ME
Serial Number:	75349679	HERE COMES THE BRIDE
Serial Number:	85308002	HERE COMES THE SUN
Serial Number:	75067723	HOLD THAT THOUGHT
Serial Number:	75037328	HOLIDAY BLUES
Serial Number:	77158199	HOME FOR THE HOLIDAYS
Serial Number:	75310893	HOPE AND A PRAYER
Serial Number:	86315053	HOPE FOR EVERYWHERE
Serial Number:	75003406	HOPE IN A BOTTLE
Serial Number:	74597851	HOPE IN A JAR
Serial Number:	85593183	HOPE IN A STICK
Serial Number:	78487909	HOPE IN A TUBE
Serial Number:	85593191	HOPE SPRINGS ETERNAL
Serial Number:	85761285	HPR
Serial Number:	85761023	HPR
Serial Number:	85338508	I THINK YOU ARE WONDERFUL
Serial Number:	85380113	I'M DREAMING OF...
Serial Number:	78974184	INNER GRACE
Serial Number:	86482111	INSTANT MIRACLE WORKER
Serial Number:	74656496	IT'S ALL IN YOUR HEAD
Serial Number:	85330112	KISS OF HOPE
Serial Number:	85308691	LASTING HOPE
Serial Number:	86259968	LIVE JOYOUSLY
Serial Number:	85478576	LIVING GRACE
Serial Number:	85952291	LOVESWEPT
Serial Number:	78267929	MAKEUP OPTIONAL
Serial Number:	77088056	MELON DAIQUIRI
Serial Number:	75084349	MESSAGE IN A BOTTLE
Serial Number:	86289345	MICRODELIVERY PEEL
Serial Number:	78545707	MIMOSA

Property Type	Number	Word Mark
Serial Number:	77088068	MIMOSA
Serial Number:	86265049	MIRACLE WORKER
Serial Number:	75154853	MOTHER NATURE
Serial Number:	86495535	MY PHILOSOPHY: COMPASSIONATE
Serial Number:	86472172	MY PHILOSOPHY: EMPOWERED
Serial Number:	86495451	MY PHILOSOPHY: EXPRESSIVE
Serial Number:	86495455	MY PHILOSOPHY: GIVING
Serial Number:	86472177	MY PHILOSOPHY: GRATEFUL
Serial Number:	86495531	MY PHILOSOPHY: TRUTHFUL
Serial Number:	74590189	ON A CLEAR DAY
Serial Number:	75531199	ORANGE SHERBET
Serial Number:	86224209	PEACEFUL HARMONY
Serial Number:	77293608	PHILOSOPHY
Serial Number:	77430733	PHILOSOPHY
Serial Number:	85110579	PHILOSOPHY
Serial Number:	85248398	PHILOSOPHY
Serial Number:	85266526	PHILOSOPHY
Serial Number:	74734177	PHILOSOPHY
Serial Number:	74590215	PHILOSOPHY
Serial Number:	78424009	PHILOSOPHY
Serial Number:	78423910	PHILOSOPHY
Serial Number:	75082661	PHILOSOPHY
Serial Number:	78516806	PHILOSOPHY
Serial Number:	75082662	PHILOSOPHY
Serial Number:	78428407	PHILOSOPHY AIRBRUSH CANVAS
Serial Number:	85278291	PHILOSOPHY BABY
Serial Number:	77584344	PHILOSOPHY BEST SELLERS
Serial Number:	85433382	PHILOSOPHY MAN
Serial Number:	85531987	PINK FROSTED ANIMAL CRACKER
Serial Number:	75410854	PUMPKIN PIE
Serial Number:	78190213	PURE GRACE
Serial Number:	77407226	PURE GRACE
Serial Number:	76493533	PURITY MADE SIMPLE
Serial Number:	77764234	PURITY MADE SIMPLE PURITY IS NATURAL. WE
Serial Number:	74573731	RAZOR SHARP
Serial Number:	86203268	RENEWED HOPE IN A JAR
Serial Number:	76300734	SAVE THE NAILS
Serial Number:	74656495	SHEAR SPLENDOR

Property Type	Number	Word Mark
Serial Number:	74591257	SHELTER
Serial Number:	78495339	SHOWER FOR THE CURE
Serial Number:	77286915	SNOW ANGEL
Serial Number:	77286844	SNOWFLAKE
Serial Number:	77351413	SNOWMAN
Serial Number:	74615932	SOUL OWNER
Serial Number:	85964241	STAR BRIGHT
Serial Number:	78553356	SUGAR PLUM FAIRY
Serial Number:	78977406	SUGAR PLUM FAIRY
Serial Number:	85119499	SUMMER GRACE
Serial Number:	77558213	SUPERNATURAL INSTANT SUNSHINE
Serial Number:	77124692	SWEET CREAMY FROSTING
Serial Number:	85706652	TAKE A DEEP BREATH
Serial Number:	75077656	TAKE A HIKE
Serial Number:	75359110	THE AFTERGLOW
Serial Number:	77666914	THE BAKE SHOPPE
Serial Number:	75810605	THE BEST COSMETIC IS GREAT LOOKING SKIN
Serial Number:	86433089	THE BEST IS YET TO COME
Serial Number:	75796351	
Serial Number:	75644174	THE COMMON MAN
Serial Number:	75434256	THE COOKBOOK
Serial Number:	77156091	THE COOKIE EXCHANGE
Serial Number:	77776303	THE GINGERBREAD GIRL
Serial Number:	86576991	THE GINGERBREAD HOUSE
Serial Number:	78122694	THE GINGERBREAD MAN
Serial Number:	75174863	THE GREAT AWAKENING
Serial Number:	76198054	THE GREAT MYSTERY
Serial Number:	77449345	THE HOLIDAY PARTY
Serial Number:	86260514	THE HOPE AND GRACE INITIATIVE
Serial Number:	78124025	THE ICE CREAM MAN
Serial Number:	86684432	THE LEMONADE STAND
Serial Number:	86398905	THE MICRODELIVERY
Serial Number:	75272954	THE MIRACLE WORKER
Serial Number:	78694623	THE MUFFIN MAN
Serial Number:	85337152	THE OXYGEN BOOST
Serial Number:	75026941	THE PRESENT
Serial Number:	77205236	THE PRIME OF YOUR LIFE
Serial Number:	78978651	THE SUPERNATURAL

Property Type	Number	Word Mark
Serial Number:	75167985	THE SUPERNATURAL
Serial Number:	85338594	THE SWEET SHOPPE
Serial Number:	78348062	THE TEA PARTY
Serial Number:	85823216	TIME IN A BOTTLE
Serial Number:	78190855	TIME IN A BOTTLE
Serial Number:	85796158	TOTAL MATTENESS
Serial Number:	77160792	TURBO BOOSTER C POWDER
Serial Number:	86471634	ULTIMATE MIRACLE WORKER
Serial Number:	77239184	UNCONDITIONAL LOVE
Serial Number:	86483470	UPLIFTING MIRACLE WORKER
Serial Number:	78546194	VANILLA BIRTHDAY CAKE
Serial Number:	85338516	WELCOME BABY
Serial Number:	75147015	WELL BALANCED
Serial Number:	75044026	WELL BALANCED
Serial Number:	78146523	WHEN HOPE IS NOT ENOUGH
Serial Number:	75195243	WHEN LIGHTENING STRIKES
Serial Number:	74588640	TIME ON YOUR HANDS
Serial Number:	85243632	HOPE IN A TINTED MOISTURIZER

#### CORRESPONDENCE DATA

**Fax Number:**

*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.*

**Email:** matthew\_stylianou@cotyinc.com

**Correspondent Name:** Coty Inc.

**Address Line 1:** 350 5th Avenue

**Address Line 4:** New York, NEW YORK 10118

<b>NAME OF SUBMITTER:</b>	Matthew Stylianou
<b>SIGNATURE:</b>	/Matthew Stylianou/
<b>DATE SIGNED:</b>	07/14/2016

#### Total Attachments: 8

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**CONFIRMATORY TRADEMARK ASSIGNMENT**

WHEREAS, Philosophy, Inc. an Arizona Corporation, with its principal place of business located at 3809 East Watkins, Phoenix, Arizona, 85034 (hereinafter "Assignor"), adopted, used, and/or is the record owner of multiple US trademarks, the details of which are enclosed in Exhibit A (hereinafter the "Trademarks"); and


WHEREAS, Coty Brands Management Inc., a Delaware Corporation, with its principal place of business located at 350 Fifth Avenue, New York, New York 10018 (hereinafter "Assignee") is desirous of acquiring all rights, title and interest in and to the said Trademarks, the goodwill symbolized thereby, the business associated therewith, which business is ongoing and existing, and the United States trademark applications and registrations of the Trademarks.

NOW THEREFORE IT IS AGREED AS FOLLOWS:


For and in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency whereof is hereby mutually acknowledged, Assignor hereby sells, assigns, transfers and conveys unto said Assignee, its successors and assigns, the entire right, title and interest in and to the Trademarks, the goodwill symbolized thereby, the business associated therewith, which business is ongoing and existing, and the United States Trademark applications and registrations therefor, as well as the right to sue for past and present infringements thereof.

This agreement is effective as of June 13, 2016.

Philosophy, Inc. (Assignor)

By:   
Name: Eric Breitman  
Title: Assistant Secretary  
Date: June 13, 2016

Coty Brands Management Inc. (Assignee)

By:   
Name: Elisheva M. Jasie  
Title: Assistant Secretary  
Date: June 13, 2016

## Exhibit A

Trademark Name	Application Number	Registration Number	Status
Amazing Grace	78488397	3017867	Registered
Amazing Grace	77156407	3375240	Registered
Amazing Grace	75071260	2249922	Registered
Amen	75062623	2168018	Registered
Anti-Wrinkle Miracle Worker	86484914	4833649	Registered
Apricots and Cream	77449374	3636480	Registered
Baby Grace	78130204	2815754	Registered
Back to Nurture	86125241	4704851	Registered
Banana Nut Bread	75410852	2319762	Registered
Be Somebody	75334831	2162218	Registered
Beach Party	78348052	3402891	Registered
Belgian Waffles	78794940	3263091	Registered
Believe in Miracles	75567665	2742247	Registered
Berry Lime Martini	86023062	4657877	Registered
Big Shots	86582821		Pending
Birthday Girl	76178500	2629194	Registered
Bobbing for Apples	77666920	3923657	Registered
Box of Miracles	85806302	4419905	Registered
Bubbly	78553368	3163826	Registered
Bubbly	77454973	3908377	Registered
Cake Me To Paradise	85912496	4534695	Registered
Candy Cane	78505832	3203048	Registered
Candy Cane	78977253	3143805	Registered
Celebrate Dreams	85431997	4146366	Registered
Celebrate Love	85432006	4146367	Registered
Cheers	77391970	3931384	Registered
Chocolate Chip Cookies	75410851	2319761	Registered
Cinnamon Buns	75410855	2283985	Registered
Clean Air Technology	86705752		Pending



## Exhibit A

Trademark Name	Application Number	Registration Number	Status
Cleanse Peel Treat (Stylized)	86568702		Pending
Cleanse, Peel, Treat	86443148	4876155	Registered
Cleanse, Refine & Renew	86440104	4868163	Registered
Clear Days Ahead	85469549	4207770	Registered
Coconut Frosting	78546190	3033292	Registered
Color My Day	85630288		Pending
Complete Me	75359111	2293329	Registered
Curly Head	75044117	2089961	Registered
Deep Fill Fix	85522858	4243548	Registered
Eternal Grace	77754969	3908733	Registered
Eternal Grace	85173773	3955138	Registered
Eyes Wide Open	85432181	4223142	Registered
Fairy Godmother	77027144	3908246	Registered
Falling in Love	78550062	3050404	Registered
Falling in Love	78852828	3295564	Registered
Falling in Love	74588645	2003560	Registered
Falling In Love Summer	85735397	4317218	Registered
Footnotes	74591269	2004994	Registered
For Mommy with Love	85471463	4335738	Registered
French Vanilla Bean	77667101	3747937	Registered
Fresh Cream	78795001	3336759	Registered
Full of Grace	86714186		Pending
Full of Promise	85584460	4265832	Registered
Girl Peeking (Image)	85089940	4097813	Registered
Girl with Pail (Image)	85089948	3914521	Registered
Girls of Summer	85912432	4708801	Registered
Giving Grace	85795536	4486189	Registered
Glow and Behold	85380120	4077304	Registered
Great Skin is In	85197179	4115954	Registered

**Exhibit A**

<b>Trademark Name</b>	<b>Application Number</b>	<b>Registration Number</b>	<b>Status</b>
Green	78939685	3868789	Registered
Greetings From Cabo	78703078	3204635	Registered
Guru	76069047	2632668	Registered
Handmade	75029730	2155269	Registered
Hands of Hope	85243668	4025895	Registered
Happy Travels	85376806	4242990	Registered
Help Me	75447839	2290567	Registered
Here Comes the Bride	75349679	2412764	Registered
Here Comes the Sun	85308002	4151494	Registered
Hold That Thought	75067723	2169999	Registered
Holiday Blues	75037328	2089925	Registered
Home for the Holidays	77158199	3917350	Registered
Hope and a Prayer	75310893	2202275	Registered
Hope For Everywhere	86315053	4753253	Registered
Hope in a Bottle	75003406	2112760	Registered
Hope in a Jar	74597851	2006904	Registered
Hope in a Stick	85593183	4404147	Registered
Hope in a Tinted Moisturizer	85243632	4025892	Registered
Hope in a Tube	78487909	3017851	Registered
Hope Springs Eternal	85593191	4284045	Registered
HPR	85761285	4317255	Registered
hpr w/design	85761023	4393994	Registered
I Think You Are Wonderful	85338508	4117675	Registered
I'm Dreaming Of...	85380113	4077303	Registered
Inner Grace	78974184	3363876	Registered
Instant Miracle Worker	86482111		Pending
It's All in Your Head	74656496	2032868	Registered
Kiss of Hope	85330112	4077175	Registered
Lasting Hope	85308691	4238518	Registered

**Exhibit A**

<b>Trademark Name</b>	<b>Application Number</b>	<b>Registration Number</b>	<b>Status</b>
Live Joyously	86259968	4753121	Registered
Living Grace	85478576	4243413	Registered
Loveswept	85952291	4508085	Registered
Makeup Optional	78267929	2990366	Registered
Melon Daiquiri	77088056	3266630	Registered
Message in a Bottle	75084349	2272559	Registered
MICRODELIVERY PEEL	86289345	4670757	Registered
Mimosa	78545707	3047146	Registered
Mimosa	77088068	3266631	Registered
MIRACLE WORKER	86265049	4628820	Registered
Mother Nature	75154853	2223088	Registered
My Philosophy: Compassionate	86495535	4864489	Registered
My Philosophy: Empowered	86472172	4838254	Registered
My Philosophy: Expressive	86495451	4864486	Registered
My Philosophy: Giving	86495455	4864487	Registered
My Philosophy: Grateful	86472177	4868238	Registered
My Philosophy: Truthful	86495531	4864488	Registered
On a Clear Day	74590189	2012494	Registered
Orange Sherbet	75531199	2365212	Registered
Peaceful Harmony	86224209	4728979	Registered
Philosophy	77293608	3440195	Registered
Philosophy	77430733	4246200	Registered
Philosophy	85110579	4014978	Registered
Philosophy	85248398	4026210	Registered
Philosophy	85266526	4061599	Registered
Philosophy	74734177	2388010	Registered
Philosophy	74590215	2016208	Registered
Philosophy	78424009	3514047	Registered
Philosophy	78423910	3406516	Registered

## Exhibit A

Trademark Name	Application Number	Registration Number	Status
Philosophy	75082661	2269341	Registered
Philosophy	78516806	3617509	Registered
Philosophy	75082662	2214968	Registered
Philosophy Airbrush Canvas	78428407	3166073	Registered
Philosophy Baby	85278291	4238442	Registered
Philosophy Best Sellers	77584344	3941142	Registered
Philosophy Man	85433382	4369235	Registered
Pink Frosted Animal Cracker	85531987	4208058	Registered
Pumpkin Pie	75410854	2319763	Registered
Pure Grace	78190213	2925817	Registered
Pure Grace	77407226	3501745	Registered
Purity Made Simple	76493533	3151231	Registered
Purity Made Simple (Trade Dress)	77764234	3862603	Registered
Razor Sharp	74573731	1991969	Registered
Renewed Hope In A Jar	86203268	4732871	Registered
Save the Nails	76300734	2634777	Registered
Shear Splendor	74656495	2032867	Registered
Shelter	74591257	2004992	Registered
Shower for the Cure	78495339	3143248	Registered
Snow Angel	77286915	3925853	Registered
Snowflake	77286844	4006424	Registered
Snowman	77351413	3726085	Registered
Soul Owner	74615932	2009038	Registered
Star Bright	85964241		Pending
Sugar Plum Fairy	78553356	3276538	Registered
Sugar Plum Fairy	78977406	3155285	Registered
Summer Grace	85119499	4088716	Registered
Supernatural Instant Sunshine	77558213	3716538	Registered
Sweet Creamy Frosting	77124692	3437214	Registered

## Exhibit A

Trademark Name	Application Number	Registration Number	Status
Take a Deep Breath	85706652	4317066	Registered
Take a Hike	75077656	2168070	Registered
The Afterglow	75359110	2293328	Registered
The Bake Shoppe	77666914	3723672	Registered
The Best Cosmetic is Great Looking Skin	75810605	2548006	Registered
THE BEST IS YET TO COME	86433089	4868142	Registered
The Blueprint Design (Miscellaneous Design)	75796351	2415494	Registered
The Common Man	75644174	2311892	Registered
The Cookbook	75434256	2319801	Registered
The Cookie Exchange	77156091	3412469	Registered
The Gingerbread Girl	77776303	3911818	Registered
The Gingerbread House	86576991		Pending
The Gingerbread Man	78122694	2733500	Registered
The Great Awakening	75174863	2285856	Registered
The Great Mystery	76198054	2664268	Registered
The Holiday Party	77449345	3599934	Registered
The Hope and Grace Initiative	86260514	4709565	Registered
The Ice Cream Man	78124025	3088219	Registered
The Lemonade Stand	86684432		Pending
THE MICRODELIVERY	86398905	4727643	Registered
The Miracle Worker	75272954	2202197	Registered
The Muffin Man	78694623	3214119	Registered
The Oxygen Boost	85337152	4234805	Registered
The Present	75026941	2089876	Registered
The Prime of Your Life	77205236	3917360	Registered
The Supernatural	78978651	3283937	Registered
The Supernatural	75167985	2201895	Registered
The Sweet Shoppe	85338594	4104823	Registered
The Tea Party	78348062	2988219	Registered

## Exhibit A

<b>Trademark Name</b>	<b>Application Number</b>	<b>Registration Number</b>	<b>Status</b>
Time in a Bottle	85823216	4412297	Registered
Time in a Bottle	78190855	3202563	Registered
Time On Your Hands	74588640	2006861	Registered
Total Matteness	85796158	4429959	Registered
Turbo Booster C Powder	77160792	3524949	Registered
Ultimate Miracle Worker	86471634	4868235	Registered
Unconditional Love	77239184	3627715	Registered
Uplifting Miracle Worker	86483470		Pending
Vanilla Birthday Cake	78546194	3155080	Registered
Welcome Baby	85338516	4104821	Registered
Well Balanced	75147015	2186471	Registered
Well Balanced	75044026	2149671	Registered
When Hope is Not Enough	78146523	2787646	Registered
When Lightening Strikes	75195243	2168465	Registered