

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM397279

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS- Release of Reel 5812-Frame 0341

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bank of America, N.A., as Administrative Agent		08/31/2016	Bank:

RECEIVING PARTY DATA

Name:	It Cosmetics, LLC
Street Address:	111 Town Square Place
City:	Jersey City
State/Country:	NEW JERSEY
Postal Code:	07310
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 15

Property Type	Number	Word Mark
Registration Number:	4932961	IT DOES THE WORK FOR YOU
Registration Number:	4890065	DISCOVER IT
Registration Number:	4878711	CELEBRATION FOUNDATION ILLUMINATION
Serial Number:	87014636	LOVE IT. LIVE IT. GIVE IT.
Serial Number:	86950047	IT'S YOUR SPA IN A BOTTLE
Serial Number:	86894353	GREAT BRUSHES GIVE YOU GREAT SKIN
Serial Number:	86879634	GET THE SKINNY
Serial Number:	86873095	DEVELOPED WITH PLASTIC SURGEONS. CLINICA
Serial Number:	86771586	NATURALLY PRETTY ESSENTIALS
Serial Number:	86733007	BYE BYE UNDER EYE ILLUMINATION
Serial Number:	86707980	BYE BYE MAKEUP
Serial Number:	86569506	BROW POWER PERFECTOR
Serial Number:	86569485	SUNSHINE IN A COMPACT
Serial Number:	86206574	YOU SCULPTED
Serial Number:	85918579	IT HAIR

CORRESPONDENCE DATA

Fax Number: 2123108007

CH \$390.00 4932961

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: 212.310.8768
Email: Juan.Arias@weil.com
Correspondent Name: Naomi Munz
Address Line 1: Weil, Gotshal & Manges LLP
Address Line 2: 767 Fifth Avenue
Address Line 4: New York, NEW YORK 10153

NAME OF SUBMITTER:	Naomi Munz
---------------------------	------------

SIGNATURE:	/Naomi Munz /
-------------------	---------------

DATE SIGNED:	09/02/2016
---------------------	------------

Total Attachments: 8

source=Termination and Release of Security Interest in Trademarks#page1.tif
source=Termination and Release of Security Interest in Trademarks#page2.tif
source=Termination and Release of Security Interest in Trademarks#page3.tif
source=Termination and Release of Security Interest in Trademarks#page4.tif
source=Termination and Release of Security Interest in Trademarks#page5.tif
source=Termination and Release of Security Interest in Trademarks#page6.tif
source=Termination and Release of Security Interest in Trademarks#page7.tif
source=Termination and Release of Security Interest in Trademarks#page8.tif

TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS

This **TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS**, dated as of August 31, 2016 (“Release”), is made by Bank of America, N.A., as Administrative Agent (“Administrative Agent”) in favor of It Cosmetics, LLC, a Delaware limited liability company (“Grantor”).

WHEREAS, pursuant to that certain Security and Pledge Agreement dated as of August 12, 2015 (as amended, restated, supplemented, modified, extended, renewed or replaced from time to time, the “Security Agreement”) by and among the Grantor, Administrative Agent, and others party thereto, Grantor granted to the Administrative Agent, for the benefit of the Secured Parties, a continuing security interest in, and a right to set off against, any and all right, title and interest of Grantor in and to all Trademarks, Trademark Licenses, and Proceeds of the foregoing (collectively, “Trademark Collateral”); and

WHEREAS, pursuant to the Security Agreement, Grantor executed and delivered to Administrative Agent, for the benefit of the Secured Parties, (a) the Notice of Grant of Security Interest in Trademarks recorded at the United States Patent and Trademark Office (“USPTO”) on August 13, 2015 at Reel 5598 Frame 0935 (“First Notice”), (b) the Notice of Grant of Security Interest in Trademarks recorded at the United States Patent and Trademark Office (“USPTO”) on January 29, 2016 at Reel 5719 Frame 0693 (the “Second Notice”) and (c) the Notice of Grant of Security Interest in Trademarks recorded at the United States Patent and Trademark Office (“USPTO”) on June 10, 2016 at Reel 5812 Frame 0341 (the “Third Notice”) and, together with the First Notice and the Second Notice, the “Notices”).

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, 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 the Notices, as applicable.

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, and the right to set off against, Grantor’s right, title, and interest in and to all the Trademark Collateral, including, but not limited to, (i) the foregoing listed on Schedule A attached hereto, granted pursuant to the Security Agreement or the First Notice, (ii) the foregoing listed on Schedule B attached hereto, granted pursuant to the Security Agreement or the Second Notice and (iii) the foregoing listed on Schedule C attached hereto, granted pursuant to the Security Agreement or the Third Notice; and

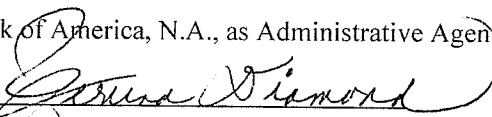
(b) authorizes the recordation of this Release with the USPTO at Grantor’s expense.

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: Gerund Diamond

Title: Assistant Vice President

[Signature Page to IP Termination and Release of Security Interest]

Schedule A

**U.S. Trademarks Subject to Security Interest
Granted by It Cosmetics, LLC
In Favor of Bank of America, N.A., as Administrative Agent
Recorded August 13, 2015 at Reel 5598 Frame 0935**

Trademark Registrations

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

Trademark 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

Schedule B

U.S. Trademarks Subject to Security Interest
Granted by It Cosmetics, LLC
In Favor of Bank of America, N.A., as Administrative Agent
Recorded January 29, 2016 at Reel 5719 Frame 0693

Trademark Registrations

Mark	Reg. No.	Reg. Date
BRUSH BOUTIQUE	4868548	12/08/15
LASH-CHANGING	4863818	12/01/15
PORESCRIPTION	4863758	12/01/15
FACELIFT IN A PALETTE	4863741	12/01/15
BRIGHTNESS IN A BOTTLE	4863740	12/01/15
YOURSELF BUT BETTER	4851634	11/10/15
YOU BUT BETTER	4851633	11/10/15
VITALITY CHEEK FLUSH	4848050	11/03/15
BRUSH BONNET	4846380	11/03/15
VITALITY LIP BLUSH	4838387	10/20/15
VITALITY LIP FLUSH	4838322	10/20/15
ITS YOUR BEAUTY	4838220	10/20/15
FRIENDS DON'T LET FRIENDS WEAR FOUNDATION	4837848	10/20/15
BRUSH THERAPY	4823008	09/29/15
GREAT MAKEUP GIVES YOU GREAT SKIN	4822514	09/29/15
YOUR MAKEUP BUT BETTER	4822500	09/29/15
HOLY GRAIL	4818232	09/22/15
BYE BYE ROOTS	4813210	09/15/15
BYE BYE OVER EYE	4808967	09/08/15
BYE BYE BREAKOUT	4808965	09/08/15
BEAUTY FULLY	4808956	09/08/15

Trademark Applications

Mark	Appl. No.	Filing Date
YOU ARE BEAUTIFUL, YOU ARE IT! XOXO JAMIE	86836451	12/02/15
BRUSH LOVE	86799010	10/26/15
LOVE BEAUTY FULLY	86759401	09/17/15
BROW POWER LIFT	86749413	09/08/15
BYE BYE UNDER EYE CORRECTOR	86745744	09/02/15
TIGHTLINE WATERPROOF	86745741	09/02/15
NATURALLY PRETTY ROMANTICS	86745738	09/02/15
BUILD-A-BROW	86731416	08/20/15
BRUSHSCRIPTION	86730977	08/20/15
BYE BYE FLAWS	86730939	08/20/15
BROWS BABY BROWS	86729985	08/19/15
YOUR HAIR BUT BETTER	86725247	08/14/15
CC+ BRONZER	86696919	07/17/15
BYE BYE PORES PRESSED	86696910	07/17/15

CC+ ILLUMINATION	86696514	07/17/15
CC+ AIRBRUSH PERFECTING POWDER	86696510	07/17/15
CC+ VEIL	86696140	07/17/15
CC+ EYE	86696137	07/17/15
FULL COVERAGE MOISTURIZER	86333866	07/10/14
BRUSH BATH	86333810	07/10/14
COVERAGE INFUSED SKINCARE	86243793	04/06/14

Schedule C

U.S. Trademarks Subject to Security Interest
Granted by It Cosmetics, LLC
In Favor of Bank of America, N.A., as Administrative Agent
Recorded June 10, 2016 at Reel 5812 Frame 0341

Trademark Registrations

Mark	Reg. No.	Reg. Date
IT DOES THE WORK FOR YOU	4932961	04/05/16
DISCOVER IT	4890065	01/19/16
CELEBRATION FOUNDATION ILLUMINATION	4878711	12/29/15

Trademark Applications

Mark	Appl. No.	Filing Date
LOVE IT. LIVE IT. GIVE IT.	87014636	04/26/16
IT'S YOUR SPA IN A BOTTLE	86950047	03/23/16
GREAT BRUSHES GIVE YOU GREAT SKIN	86894353	02/02/16
GET THE SKINNY	86879634	01/19/16
DEVELOPED WITH PLASTIC SURGEONS. CLINICAL RESULTS. IT and Design	86873095	01/12/16
NATURALLY PRETTY ESSENTIALS	86771586	09/29/15
BYE BYE UNDER EYE ILLUMINATION	86733007	08/21/15
BYE BYE MAKEUP	86707980	07/29/15
BROW POWER PERFECTOR	86569506	03/19/15
SUNSHINE IN A COMPACT	86569485	03/19/15
YOU SCULPTED	86206574	02/27/14
IT HAIR	85918579	04/30/13