

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM411306

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
NYX, Los Angeles Inc.		01/01/2017	Corporation: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	L'Oreal USA Creative, Inc.		
<b>Street Address:</b>	10 Hudson Yards		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10001		
<b>Entity Type:</b>	Corporation: DELAWARE		
<b>PROPERTY NUMBERS Total: 125</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3310409	NYX	
<b>Registration Number:</b>	3419369	TWO TIMER	
<b>Registration Number:</b>	4044027	NYX	
<b>Registration Number:</b>	4131224	BEAUTY BABBLE	
<b>Registration Number:</b>	4131651	DOLL EYE	
<b>Registration Number:</b>	4232661	PUMP IT UP LIP PLUMPER	
<b>Registration Number:</b>	4212884	PROPEL MY EYES	
<b>Registration Number:</b>	4306916	SUPER FAT EYE MARKER	
<b>Registration Number:</b>	4135613	STUDIO LIQUID LINER	
<b>Registration Number:</b>	4310795	SUPER SKINNY EYE MARKER	
<b>Registration Number:</b>	4361983	FACE FINE ARTISTRY OF COSMETIC ELITES	
<b>Registration Number:</b>	4300279	BOUDOIR MASCARA COLLECTION	
<b>Registration Number:</b>	4209694	FLY WITH ME	
<b>Registration Number:</b>	4300280	SHINE KILLER	
<b>Registration Number:</b>	4209696	"STAY MATTE BUT NOT FLAT"	
<b>Registration Number:</b>	4330333	TANGO WITH	
<b>Registration Number:</b>	4320502	THE CURVE	
<b>Registration Number:</b>	4385473	BORN TO GLOW LIQUID ILLUMINATOR	
<b>Registration Number:</b>	4373653	ARE YOU DEPREEYED OF	

CH \$3140.00 3310409

Property Type	Number	Word Mark
Registration Number:	4398912	BUTTER GLOSS
Registration Number:	4373878	COLLECTION CHOCOLATÉ
Registration Number:	4385565	WONDER PENCIL
Registration Number:	4329689	PORE FILLER
Registration Number:	4453397	GLAM LIPSTICK AQUA SHINE
Registration Number:	4353635	STUDIO PERFECT PHOTO-LOVING PRIMER
Registration Number:	4389652	NATURAL NATUREL NYX
Registration Number:	4394012	SMOKEY FUMÉ NYX
Registration Number:	4346864	SLIDE ON, GLIDE ON, STAY ON & DEFINITELY
Registration Number:	4358110	SLIDE ON, GLIDE ON, STAY ON & DEFINITELY
Registration Number:	4414089	NYX PROFESSIONAL MAKEUP
Registration Number:	4530805	INFINITE SHADOW STICK
Registration Number:	4610660	DREAM CATCHER
Registration Number:	4627091	BUTT "NAKED"
Registration Number:	4539988	TURN THE OTHER CHEEK
Registration Number:	4414958	NYX
Registration Number:	4544952	ADORABLE ADORABLE NYX
Registration Number:	4754108	TWO TIMER
Registration Number:	4545114	RADIANT FINISHING POWDER
Registration Number:	4698044	PRIMAL COLORS
Registration Number:	5019989	INVINCIBLE
Registration Number:	4577350	HOT SINGLES
Registration Number:	4577351	CHUNKY DUNK
Registration Number:	4629517	ANGEL VEIL
Registration Number:	4629606	BUTTER LIPSTICK
Registration Number:	4629607	BUTTER LIP BALM
Registration Number:	4679591	CONTROL FREAK
Registration Number:	4567875	WICKED DREAMS
Registration Number:	4618765	WICKED LASHES
Registration Number:	4634099	SIMPLY NUDE
Registration Number:	4634100	SIMPLY RED
Registration Number:	4634101	SIMPLY PINK
Registration Number:	4618817	PROOF IT
Registration Number:	4818794	TRES JOLIE
Registration Number:	4918759	WICKED
Registration Number:	4749458	BIG & LOUD LASH PRIMER
Registration Number:	4778669	DEFINE & REFINE POWDER FOUNDATION
Registration Number:	4745199	TAME & FRAME

Property Type	Number	Word Mark
Registration Number:	4864491	SLIDE ON, GLIDE ON, STAY ON & DEFINITELY
Registration Number:	5023322	FULL THROTTLE
Registration Number:	4875835	UNDERNEATH IT ALL
Registration Number:	4875841	BEAUTY SCHOOL DROP OUT
Registration Number:	4957230	NYX SCULPT & HIGHLIGHT
Registration Number:	4952879	NIGHT ON THE TOWN
Registration Number:	5028135	NYX ULTIMATE
Registration Number:	4957343	NYX VIVID BRIGHTS
Registration Number:	5004696	NYX COSMIC GEL LINER
Registration Number:	5018926	LID LINGERIE
Registration Number:	4981694	LIQUID SUEDE
Registration Number:	5042768	COSMIC METALS
Registration Number:	5028599	ELECTRO LINER
Registration Number:	5028607	TURNT UP!
Registration Number:	4996988	NYX PROFESSIONAL MAKEUP
Registration Number:	4998368	NYX LINGERIE
Registration Number:	4630014	WONDER
Serial Number:	86137181	BE GONE!
Serial Number:	86627078	NYX PRO FOUNDATION MIXERS
Serial Number:	86627086	NYX FILTERLESS FINISH POWDER
Serial Number:	86633226	NYX PLUSH GEL LIPSTICK
Serial Number:	86655248	NYX LID LINGERIE
Serial Number:	86781942	DOUBLE STACKED
Serial Number:	86812267	#LOTD LIP OF THE DAY
Serial Number:	86830382	AWAY WE GLOW
Serial Number:	86830385	DROP ME A TINT
Serial Number:	86858464	LOVE CONTOURS ALL
Serial Number:	86922655	FAUX WHITES
Serial Number:	86931586	PERFECT FILTER
Serial Number:	86934421	SFX CRÈME COLOUR
Serial Number:	86934618	SFX SET
Serial Number:	86958504	KEEP IT TIGHT
Serial Number:	86964767	DARK, BOLD & SMOKEY
Serial Number:	87010551	BEYOND NUDE
Serial Number:	87014803	STRIPPED OFF
Serial Number:	87021101	LUV OUT LOUD
Serial Number:	87021155	FAUX BLACKS
Serial Number:	87027422	REBEL ROUGE

Property Type	Number	Word Mark
Serial Number:	87027778	EPIC INK LINER
Serial Number:	87040155	PIN-UP POUT
Serial Number:	87041140	#THISISEVERYTHING
Serial Number:	87051429	VIVID BRIGHTS
Serial Number:	87075274	EPIC INK
Serial Number:	87076782	DOSE OF DEW
Serial Number:	87081563	LIP HALO
Serial Number:	87123852	NYX PROFESSIONAL MAKEUP
Serial Number:	87123908	NYX PROFESSIONAL MAKEUP PLUSH GEL LIPSTI
Serial Number:	87124464	NYX PROFESSIONAL MAKEUP ULTIMATE
Serial Number:	87126227	SMOKEY FUMÉ NYX PROFESSIONAL MAKEUP
Serial Number:	87126234	NYX PROFESSIONAL MAKEUP SCULPT & HIGHLIG
Serial Number:	87126243	ADORABLE ADORABLE NYX PROFESSIONAL MAKEU
Serial Number:	87126249	NATURAL NATUREL NYX PROFESSIONAL MAKEUP
Serial Number:	87126254	NYX PROFESSIONAL MAKEUP PRO FOUNDATION M
Serial Number:	87126908	PRO FOUNDATION MIXER
Serial Number:	87127184	SCULPT & HIGHLIGHT
Serial Number:	87131627	ADORABLE ADORABLE
Serial Number:	87132200	PLUSH GEL LIPSTICK
Serial Number:	87167654	SHAPE & DRAPE
Serial Number:	87167825	CONTOUR INTUITIVE
Serial Number:	87167826	EXTRA CREDIT
Serial Number:	87167831	COLOR CATCHERS
Serial Number:	87170018	3 STEPS TO SCULPT
Serial Number:	87170022	THAT'S THE POINT
Serial Number:	87170547	SWITCH ME UP
Serial Number:	87170548	STAY INSIDE THE LINES
Serial Number:	87177940	SLIP TEASE
Serial Number:	87183610	BUILD 'EM UP
Serial Number:	87189912	SUPER CLIQUEY

**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.*

**Phone:** 212-984-4177

**Email:** elongobardi@us.loreal.com

**Correspondent Name:** Lisa M. Gigliotti

**Address Line 1:** L'Oreal USA Creative, Inc.

**Address Line 2:** 10 Hudson Yards

**TRADEMARK**

**REEL: 005960 FRAME: 0091**

**Address Line 4:** New York, NEW YORK 10001

**NAME OF SUBMITTER:** Edward Longobardi

**SIGNATURE:** /Edward Longobardi/

**DATE SIGNED:** 01/05/2017

**Total Attachments: 6**

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**ASSIGNMENT OF TRADEMARKS  
(U.S)**

This ASSIGNMENT OF TRADEMARKS (this "Assignment") is made, effective as of 12:01 am on January 1, 2017, by NYX, Los Angeles Inc., a Delaware corporation ("Assignor"), in favor of L'Oréal USA Creative, Inc., a Delaware corporation ("Assignee").

WHEREAS, Assignor is the exclusive owner of U.S. common law and registered trademarks, trademark rights, trade names, trade dress and trademark registrations and trademark applications listed on Exhibit A attached hereto and made a part hereof, together with all goodwill associated therewith (collectively, the "Trademarks");

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereby agree as follows:

1. Transfer of Trademarks. Assignor hereby assigns to Assignee and its successors and assigns all of Assignor's right, title and interest in and to the Trademarks and all registrations and applications therefor, whether or not listed on Exhibit A hereto, including the right to recover for past, present and future infringements pertaining to the use thereof, together with all goodwill associated with, corresponding to, symbolized by and embodied in the Trademarks. Assignor does hereby acknowledge that Assignee is a successor to the portion of the business of Assignor to which the Trademarks pertain, and that said business is ongoing and existing.

2. Facilitation of Transfer. Assignor agrees, upon reasonable request from Assignee, that Assignor will, without charge to Assignor and at Assignee's sole expense, (i) provide whatever documentation Assignor may have relating to or supporting the chain of title and use of the Trademarks, including without limitation Assignor's date of first use of the Trademarks and such use thereafter, and (ii) sign any confirmatory assignments, take all rightful oaths, and do all lawful acts which may be reasonably necessary for vesting title to the Trademarks in Assignee, including without limitation, by executing any documents which Assignee deems reasonably necessary to correct the chain of title with respect to such Trademarks.

3. Recordation of Assignment. Assignor will cooperate with Assignee to record this Assignment with the appropriate governmental entities in all jurisdictions designated by Assignee, including without limitation the United States Patent and Trademark Office.

4. Binding Effect. This Assignment shall be binding upon Assignor, its successors and assigns, and shall inure to the benefit of Assignee, its nominees, successors and assigns.

IN WITNESS WHEREOF, Assignor has executed this Assignment effective as of the date first above written.

**NYX, LOS ANGELES INC.**

By: 

Name: Thomas Sarakatsannis  
Title: Senior Vice President

EXHIBIT A

I. United States Trademark Registrations:

<u>Mark</u>	<u>Registration Number</u>
1. NYX	3310409
2. TWO TIMER	3419369
3. NYX	4044027
4. BEAUTY BABBLE	4131224
5. DOLL EYE	4131651
6. PUMP IT UP LIP PLUMPER	4232661
7. PROPEL MY EYES	4212884
8. SUPER FAT EYE MARKER	4306916
9. STUDIO LIQUID LINER	4135613
10. SUPER SKINNY EYE MARKER	4310795
11. FACE FINE ARTISTRY OF COSMETIC ELITES	4361983
12. BOUDOIR MASCARA COLLECTION	4300279
13. FLY WITH ME	4209694
14. SHINE KILLER	4300280
15. "STAY MATTE BUT NOT FLAT"	4209696
16. TANGO WITH	4330333
17. THE CURVE	4320502
18. BORN TO GLOW LIQUID ILLUMINATOR	4385473
19. ARE YOU DEPREEYED OF	4373653
20. BUTTER GLOSS	4398912
21. COLLECTION CHOCOLATÉ	4373878
22. WONDER PENCIL	4385565
23. PORE FILLER	4329689
24. GLAM LIPSTICK AQUA SHINE	4453397
25. STUDIO PERFECT PHOTO- LOVING PRIMER	4353635
26. NATURAL NATUREL NYX	4389652
27. SMOKEY FUMÉ NYX	4394012
28. SLIDE ON, GLIDE ON, STAY ON & DEFINITELY A TURN ON	4346864
29. SLIDE ON, GLIDE ON, STAY ON & DEFINITELY A TURN	4358110



ON WATER PROOF, EXTREME SHINE EYE LINER (THIS EYE LINER IS SO GOOD, THE NAME HAD TO BE THIS LONG!)	
30. NYX PROFESSIONAL MAKEUP	4414089
31. INFINITE SHADOW STICK	4530805
32. DREAM CATCHER	4610660
33. BUTT "NAKED"	4627091
34. TURN THE OTHER CHEEK	4539988
35. NYX	4414958
36. ADORABLE ADORABLE NYX	4544952
37. TWO TIMER	4754108
38. RADIANT FINISHING POWDER	4545114
39. PRIMAL COLORS	4698044
40. INVINCIBLE	5019989
41. HOT SINGLES	4577350
42. CHUNKY DUNK	4577351
43. ANGEL VEIL	4629517
44. BUTTER LIPSTICK	4629606
45. BUTTER LIP BALM	4629607
46. CONTROL FREAK	4679591
47. WICKED DREAMS	4567875
48. WICKED LASHES	4618765
49. SIMPLY NUDE	4634099
50. SIMPLY RED	4634100
51. SIMPLY PINK	4634101
52. PROOF IT	4618817
53. TRES JOLIE	4818794
54. WICKED	4918759
55. BIG & LOUD LASH PRIMER	4749458
56. DEFINE & REFINE POWDER FOUNDATION	4778669
57. TAME & FRAME	4745199
58. SLIDE ON, GLIDE ON, STAY ON & DEFINITELY A TURN ON WATERPROOF, EXTREME COLOR LIP LINER (THIS LIP LINER IS SO GOOD, THE NAME HAD TO BE THIS LONG!)	4864491
59. FULL THROTTLE	5023322
60. UNDERNEATH IT ALL	4875835

61. BEAUTY SCHOOL DROP OUT	4875841
62. NYX SCULPT & HIGHLIGHT	4957230
63. NIGHT ON THE TOWN	4952879
64. NYX ULTIMATE	5028135
65. NYX VIVID BRIGHTS	4957343
66. NYX COSMIC GEL LINER	5004696
67. LID LINGERIE	5018926
68. LIQUID SUEDE	4981694
69. COSMIC METALS	5042768
70. ELECTRO LINER	5028599
71. TURNT UP!	5028607
72. NYX PROFESSIONAL MAKEUP	4996988
73. NYX LINGERIE	4998368
74. WONDER	4630014

## II. United States Trademark Applications:

<u>Mark</u>	<u>Serial Number</u>
1. BE GONE!	86137181
2. NYX PRO FOUNDATION MIXERS	86627078
3. NYX FILTERLESS FINISH POWDER	86627086
4. NYX PLUSH GEL LIPSTICK	86633226
5. NYX LID LINGERIE	86655248
6. DOUBLE STACKED	86781942
7. #LOTD LIP OF THE DAY	86812267
8. AWAY WE GLOW	86830382
9. DROP ME A TINT	86830385
10. LOVE CONTOURS ALL	86858464
11. FAUX WHITES	86922655
12. PERFECT FILTER	86931586
13. SFX CRÈME COLOUR	86934421
14. SFX SET	86934618
15. KEEP IT TIGHT	86958504
16. DARK, BOLD & SMOKEY	86964767
17. BEYOND NUDE	87010551
18. STRIPPED OFF	87014803
19. LUV OUT LOUD	87021101
20. FAUX BLACKS	87021155
21. REBEL ROUGE	87027422
22. EPIC INK LINER	87027778
23. PIN-UP POUT	87040155

24. #THISISEVERYTING	87041140
25. VIVID BRIGHTS	87051429
26. EPIC INK	87075274
27. DOSE OF DEW	87076782
28. LIP HALO	87081563
29. NYX PROFESSIONAL MAKEUP	87123852
30. NYX PROFESSIONAL MAKEUP PLUSH GEL LIPSTICK	87123908
31. NYX PROFESSIONAL MAKEUP ULTIMATE	87124464
32. SMOKEY FUMÉ NYX PROFESSIONAL MAKEUP	87126227
33. NYX PROFESSIONAL MAKEUP SCULPT & HIGHLIGHT	87126234
34. ADORABLE ADORABLE NYX PROFESSIONAL MAKEUP	87126243
35. NATURAL NATUREL NYX PROFESSIONAL MAKEUP	87126249
36. NYX PROFESSIONAL MAKEUP PRO FOUNDATION MIXER	87126254
37. PRO FOUNDATION MIXER	87126908
38. SCULPT & HIGHLIGHT	87127184
39. ADORABLE ADORABLE	87131627
40. PLUSH GEL LIPSTICK	87132200
41. SHAPE & DRAPE	87167654
42. CONTOUR INTUITIVE	87167825
43. EXTRA CREDIT	87167826
44. COLOR CATCHERS	87167831
45. 3 STEPS TO SCULPT	87170018
46. THAT'S THE POINT	87170022
47. SWITCH ME UP	87170547
48. STAY INSIDE THE LINES	87170548
49. SLIP TEASE	87177940
50. BUILD 'EM UP	87183610
51. SUPER CLIQUEY	87189912

**III. Other Trademark Rights Being Assigned:**

Any and all US common law trademarks, trade names and other trademark rights owned or held by Assignor.