

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM478441

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
CITIBANK N.A., AS COLLATERAL AGENT		06/15/2018	National Banking Association: UNITED STATES

RECEIVING PARTY DATA

Name:	RODAN & FIELDS, LLC
Street Address:	60 SPEAR STREET
Internal Address:	SUITE 600
City:	SAN FRANCISCO
State/Country:	CALIFORNIA
Postal Code:	94105
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 20

Property Type	Number	Word Mark
Registration Number:	2371069	RODAN & FIELDS
Registration Number:	2372867	RODAN & FIELDS
Registration Number:	2762612	RF
Registration Number:	3750311	PRESCRIPTION FOR CHANGE
Registration Number:	3841995	RODAN + FIELDS ENHANCEMENTS
Registration Number:	3165883	RODAN + FIELDS
Registration Number:	3234397	RODAN + FIELDS ESSENTIALS
Registration Number:	3214045	MULTI-MED
Registration Number:	4165958	
Registration Number:	4713237	DOC-SMART
Registration Number:	4829818	RODAN + FIELDS
Registration Number:	4748085	PRESCRIPTION FOR CHANGE
Registration Number:	4748086	BELIEVE IN MORE. EMPOWER CHANGE.
Registration Number:	5028049	DECIDE TODAY HOW TOMORROW LOOKS
Registration Number:	5233111	R+F
Registration Number:	4863345	REDEFINE ACUTE CARE
Registration Number:	5110637	RODAN + FIELDS REDEFINE ACUTE CARE
Serial Number:	85706767	DOC-SMART

TRADEMARK

Property Type	Number	Word Mark
Serial Number:	86250645	ACUTE CARE
Serial Number:	86397902	DOC-SMART

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: 800-494-5225
Email: ipteam@cogencyglobal.com
Correspondent Name: Stewart Walsh
Address Line 1: 1025 Vermont Ave NW, Suite 1130
Address Line 2: Cogency Global Inc.
Address Line 4: Washington, D.C. 20005

ATTORNEY DOCKET NUMBER:	F177603 TM Rel RF
NAME OF SUBMITTER:	Annette Vera
SIGNATURE:	/Annette Vera/
DATE SIGNED:	06/18/2018

Total Attachments: 9
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TERMINATION OF SECURITY AGREEMENT

THIS TERMINATION OF SECURITY AGREEMENT (this “**Agreement**”), dated as of June 15, 2018, is executed by CITIBANK, N.A., in its capacity as collateral agent (the “**Collateral Agent**”) for the Secured Parties under the Security Agreement (defined below), in favor of RODAN & FIELDS, LLC, a Delaware limited liability company (formerly a California limited liability company, the “**Company**”). All capitalized terms used in this Agreement and not otherwise defined herein, shall have the respective meanings given to such terms in the Security Agreement.

RECITALS

A. Pursuant to that certain Security Agreement, dated as of September 8, 2015 (as amended, the “**Security Agreement**”), by and between Company and Collateral Agent, Company granted to Collateral Agent a security interest in the Collateral to secure the Company’s obligations under that certain Credit Agreement, dated as of September 8, 2015.

B. The Security Agreement was recorded with the Patent Division of the United States Patent and Trademark Office on September 9, 2015, at Reel/Frame 036580/0145 to evidence the security interest granted under the Security Agreement.

C. The Security Agreement was recorded with the Trademark Division of the United States Patent and Trademark Office on September 9, 2015, at Reel/Frame 5619/0469, to evidence the security interest granted under the Security Agreement.

D. The Obligations secured by the Collateral have been satisfied in full and the Collateral Agent is entering into this Agreement in order to evidence the termination and release of its security interest in the Collateral.

AGREEMENT

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Collateral Agent hereby agrees as follows:

(a) Collateral Agent expressly terminates the Security Agreement and releases its security interest in all of its right, title and interest in, to and under all of the Collateral, including, without limitation all:

(i) intellectual property listed on Exhibit A attached hereto;

(b) Collateral Agent represents and warrants that it has the full power and authority to execute this Termination.

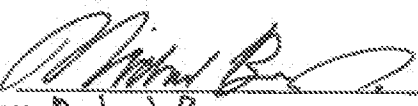
(c) Collateral Agent authorizes Company, or any other party on behalf of Company, to prepare and file any UCC-3 termination statements necessary to effect the termination of the security interest in favor of Collateral Agent in the Collateral, including the UCC-3 termination statement attached hereto as Exhibit B. Collateral Agent agrees to execute and deliver to Company any additional documents or instruments necessary to terminate the security interests in favor of Collateral Agent in the Collateral.

(d) Collateral Agent authorizes and requests the patent and trademark divisions of the United States Patent and Trademark Office, to record this Agreement.

[Signature Page Follows]

IN WITNESS WHEREOF, Collateral Agent has executed and delivered this Agreement as of the day and year first above written.

CITIBANK, N.A., as Collateral Agent

By: 
Name: Michael Berry
Title: Senior Vice President

[Termination of R-F Security Agreement]

EXHIBIT A

PATENTS


<u>Patent Description</u>	<u>Patent Number</u>	<u>Issue Date</u>
Apparatus and method for removing material from skin pores	6019749	02/01/2000
Masque	6296840	10/02/2001
Methods and compositions for treating skin	9144434	09/29/2015
Skin pore cleaner	D421128	02/22/2000
Skin pore cleaner housing	D433146	10/31/2000
Exfoliation tool	D723160	02/24/2015

PATENTS APPLICATIONS

<u>Patent Application</u>	<u>Application Number</u>	<u>Application Filing Date</u>
Consultant tool for direct selling	13842720	03/15/2013
Tools and methods for interactive, professional-level at-home skin care	14648980 PCT/US13/72653	06/02/2015 12/02/2013
Methods and compositions for improving the appearance of photodamaged and chronologically aged skin	61928377	01/16/2014
Cosmetic tool	29485040	03/14/2014
Cosmetic tool	29485045	03/14/2014

TRADEMARKS

<u>Trademark</u>	<u>Registration Number</u>	<u>Registration Date</u>
RODAN & FIELDS	2371069	07/25/2000
RODAN & FIELDS	2372867	08/01/2000
RF	2762612	09/09/2003
PRESCRIPTION FOR CHANGE	3750311	02/16/2010

<u>Trademark</u>	<u>Registration Number</u>	<u>Registration Date</u>
RODAN + FIELDS ENHANCEMENTS	3841995	08/31/2010
RODAN + FIELDS	3165883	10/31/2006
RODAN + FIELDS ESSENTIALS	3234397	04/24/2007
MULTI-MED	3214045	02/27/2007
	4165958	06/26/2012
DOC-SMART	4713237	03/31/2015
RODAN + FIELDS	4829818	10/13/2015
PRESCRIPTION FOR CHANGE	4748085	06/02/2015
BELIEVE IN MORE. EMPOWER CHANGE.	4748086	06/02/2015
DECIDE TODAY HOW TOMORROW LOOKS	5028049	08/23/2016
R+F	5233111	06/27/2017
REDEFINE ACUTE CARE	4863345	12/01/2015
RODAN + FIELDS REDEFINE ACUTE CARE	5110637	12/27/2016

TRADEMARKS APPLICATIONS

<u>Trademark Application</u>	<u>Application Serial Number</u>	<u>Application Filing Date</u>
DOC-SMART	85706767	08/17/2012
ACUTE CARE	86250645	04/12/2014
DOC-SMART	86397902	09/17/2014

COPYRIGHTS

<u>Copyright</u>	<u>Registration Number</u>	<u>Registration Date</u>
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	<u>Copyright</u>	<u>Registration Number</u>	<u>Registration Date</u>
None.			

COPYRIGHT APPLICATIONS

	<u>Copyright Application</u>	<u>Application Serial Number</u>	<u>Application Filing Date</u>
None.			

EXHIBIT B

UCC-3 Termination Statement

UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional) COGENCY GLOBAL INC. 800-221-0102
B. E-MAIL CONTACT AT FILER (optional)
C. SEND ACKNOWLEDGMENT TO: (Name and Address) COGENCY GLOBAL INC. 10 East 40th Street 10th Floor New York, NY 10016

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE NUMBER
15-7484180119 9/9/2015

1b. This FINANCING STATEMENT AMENDMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS
Filer: attach Amendment Addendum (Form UCC3Ad) and provide Debtor's name in item 13

2. **TERMINATION:** Effectiveness of the Financing Statement identified above is terminated with respect to the security interest(s) of Secured Party authorizing this Termination Statement

3. **ASSIGNMENT** (full or partial): Provide name of Assignee in item 7a or 7b, and address of Assignee in item 7c and name of Assignor in item 9
For partial assignment, complete items 7 and 9 and also indicate affected collateral in item 8

4. **CONTINUATION:** Effectiveness of the Financing Statement identified above with respect to the security interest(s) of Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law

5. **PARTY INFORMATION CHANGE:**
Check one of these two boxes: Debtor or Secured Party of record **AND** Check one of these three boxes to:
 CHANGE name and/or address: Complete item 6a or 6b; and item 7a or 7b and item 7c ADD name: Complete item 7a or 7b, and item 7c DELETE name: Give record name to be deleted in item 6a or 6b

6. **CURRENT RECORD INFORMATION:** Complete for Party Information Change - provide only one name (6a or 6b)

6a. ORGANIZATION'S NAME

OR

6b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
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7. **CHANGED OR ADDED INFORMATION:** Complete for Assignment or Party Information Change - provide only one name (7a or 7b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name)

7a. ORGANIZATION'S NAME

OR

7b. INDIVIDUAL'S SURNAME

INDIVIDUAL'S FIRST PERSONAL NAME

INDIVIDUAL'S ADDITIONAL NAME(S)/INITIAL(S)

SUFFIX

7c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY
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8. **COLLATERAL CHANGE:** Also check one of these four boxes: ADD collateral DELETE collateral RESTATE covered collateral ASSIGN collateral
Indicate collateral:

9. **NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT:** Provide only one name (9a or 9b) (name of Assignor, if this is an Assignment)
If this is an Amendment authorized by a DEBTOR, check here and provide name of authorizing Debtor

9a. ORGANIZATION'S NAME
Citibank, N.A., as Collateral Agent

OR

9b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
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10. **OPTIONAL FILER REFERENCE DATA:**
08500-652 -- CA - Secretary of State; Debtor: RODAN & FIELDS, LLC

**F#635300
A#876274**

UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional) COGENCY GLOBAL INC. 800-221-0102	
B. E-MAIL CONTACT AT FILER (optional)	
C. SEND ACKNOWLEDGMENT TO: (Name and Address)	
<div style="border: 1px solid black; padding: 5px;"> COGENCY GLOBAL INC. 10 East 40th Street 10th Floor New York, NY 10016 </div>	

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE NUMBER
2018 3019458 5/3/2018

1b. This FINANCING STATEMENT AMENDMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS
Filer: attach Amendment Addendum (Form UCC3Ad) and provide Debtor's name in item 13

2. **TERMINATION:** Effectiveness of the Financing Statement identified above is terminated with respect to the security interest(s) of Secured Party authorizing this Termination Statement

3. **ASSIGNMENT** (full or partial): Provide name of Assignee in item 7a or 7b, and address of Assignee in item 7c and name of Assignor in item 9
For partial assignment, complete items 7 and 9 and also indicate affected collateral in item 8

4. **CONTINUATION:** Effectiveness of the Financing Statement identified above with respect to the security interest(s) of Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law

5. **PARTY INFORMATION CHANGE:**
Check one of these two boxes: Debtor or Secured Party of record **AND** Check one of these three boxes to:
 CHANGE name and/or address: Complete item 6a or 6b; and item 7a or 7b and item 7c ADD name: Complete item 7a or 7b, and item 7c DELETE name: Give record name to be deleted in item 6a or 6b

6. **CURRENT RECORD INFORMATION:** Complete for Party Information Change - provide only one name (6a or 6b)

6a. ORGANIZATION'S NAME

OR

6b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
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7. **CHANGED OR ADDED INFORMATION:** Complete for Assignment or Party Information Change - provide only one name (7a or 7b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name)

7a. ORGANIZATION'S NAME

OR

7b. INDIVIDUAL'S SURNAME

INDIVIDUAL'S FIRST PERSONAL NAME

INDIVIDUAL'S ADDITIONAL NAME(S)/INITIAL(S)

SUFFIX

7c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY
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8. **COLLATERAL CHANGE:** Also check one of these four boxes: ADD collateral DELETE collateral RESTATE covered collateral ASSIGN collateral
Indicate collateral:

9. **NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT:** Provide only one name (9a or 9b) (name of Assignor, if this is an Assignment)
If this is an Amendment authorized by a DEBTOR, check here and provide name of authorizing Debtor

9a. ORGANIZATION'S NAME
CITIBANK, N.A., AS COLLATERAL AGENT

OR

9b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)	SUFFIX
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10. **OPTIONAL FILER REFERENCE DATA:** **08500-652 -- DE - Secretary of State; Debtor: RODAN & FIELDS, LLC** **F#631468 A#876443**