

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM514516

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT
EFFECTIVE DATE:	12/31/2018

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
BARE ESSENTIALS BEAUTY, INC.		01/28/2019	Corporation: DELAWARE

RECEIVING PARTY DATA

Name:	Shiseido Americas Corporation
Street Address:	301 Routh 17 North, 10th Floor
City:	Rutherford
State/Country:	NEW JERSEY
Postal Code:	07070
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 60

Property Type	Number	Word Mark
Registration Number:	5335729	AGELESS GENIUS
Registration Number:	5646258	BARE
Registration Number:	4928341	BARE HAVEN
Registration Number:	3369324	BARE RADIANCE
Registration Number:	2321607	BAREMINERALS
Registration Number:	3377240	BAREMINERALS
Registration Number:	4250992	BAREMINERALS
Registration Number:	5386671	BAREMINERALS
Registration Number:	3090836	BAREMINERALS
Registration Number:	3377302	BAREMINERALS
Registration Number:	5129471	BAREMINERALS CORRECTIVES
Registration Number:	5296862	BAREMINERALS DIRTY DETOX
Registration Number:	5380718	BAREMINERALS MADE-2-FIT
Registration Number:	5051307	BAREPRO
Registration Number:	4580278	BARESKIN
Registration Number:	3003497	BAREVITAMINS
Registration Number:	5336631	BIG TEASE
Registration Number:	4848169	BLEMISH REMEDY

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	5100888	BRILLIANT FUTURE
Registration Number:	3290215	BUXOM
Registration Number:	5418239	BUXOM
Registration Number:	3704645	BUXOM BABES
Registration Number:	5096804	BUXOM BIG & SEXY
Registration Number:	5330026	CLAY CHAMELEON
Registration Number:	4973865	COMPLEXION RESCUE
Registration Number:	5087994	ETERNALIXIR
Registration Number:	4939206	FAB FRIENDS AND BENEFITS
Registration Number:	4505979	FULL-ON
Registration Number:	5042737	GEN NUDE
Registration Number:	3434020	GET STARTED
Registration Number:	5087995	HOLD THE LINE
Registration Number:	4538794	LASH DOMINATION
Registration Number:	5530470	LASHTOPIA
Registration Number:	4606549	LESS MAKEUP. MORE COVERAGE.
Registration Number:	5392432	MAKEUP SO PURE YOU CAN SLEEP IN IT
Registration Number:	5129964	MAY CONTAIN NUDITY
Registration Number:	2885884	MINERAL VEIL
Registration Number:	5114980	OIL OBSESSED
Registration Number:	5587872	PILLOWPOUT
Registration Number:	4297045	PRIME TIME
Registration Number:	4928456	PURE PLUSH
Registration Number:	4334571	PURE TRANSFORMATION
Registration Number:	3704598	PURELY NOURISHING
Registration Number:	4580943	SERIAL KISSER
Registration Number:	5509927	SEXYSMOKY
Registration Number:	4875054	SHAKE, DROP, BUFF
Registration Number:	5101554	SHIMMER SHOCK
Registration Number:	4614542	SHOW SOME SKIN
Registration Number:	4928334	SKINLONGEVITY
Registration Number:	4928284	SKINMIMETIC
Registration Number:	4928283	SKINSORIALS
Registration Number:	4928451	SMART COMBINATION
Registration Number:	2848678	SWIRL, TAP, BUFF
Registration Number:	3368906	TUTORIALS
Registration Number:	5455129	VA-VA-PLUMP
Serial Number:	85634581	WANDERLUST

Property Type	Number	Word Mark
Registration Number:	3527901	WELL-RESTED
Registration Number:	5051178	WILDLY WHIPPED
Registration Number:	4330667	MARVELOUS MOXIE
Registration Number:	4392398	STROKE OF LIGHT

CORRESPONDENCE DATA

Fax Number: 2122468959
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: 2127083460
Email: slebson@ladas.com
Correspondent Name: Ladas & Parry
Address Line 1: 1040 Avenue of the Americas
Address Line 4: New York, NEW YORK 10018

ATTORNEY DOCKET NUMBER:	A19TMA08892-US
NAME OF SUBMITTER:	Scott Lebson
SIGNATURE:	/sjl/
DATE SIGNED:	03/15/2019

Total Attachments: 8
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UNITED STATES OF AMERICA

ASSIGNMENT

WHEREAS, **BARE ESSENTUALS BEAUTY, INC.**, a corporation organized under the laws of the State of Delaware, United States of America, located at 71 Stevenson Street, 22nd Floor, San Francisco, California 94105, United States of America, [hereinafter the "ASSIGNOR"] has adopted and used the Trademarks registered in the United States Patent and Trademark Office:

[Set forth on the attached schedule]

AND WHEREAS, **Shiseido Americas Corporation**, a corporation organized and existing under the laws of the State of Delaware, United States of America, located at 301 Route 17 North, 10th Floor, Rutherford, New Jersey 07070, United States of America, [hereinafter the "ASSIGNEE"] is desirous of acquiring the right, title and interest in and to the said trademarks and the registrations thereof;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the said ASSIGNOR by these presents does sell, assign and transfer unto the said ASSIGNEE, its successors and assigns, all right, title and interest in and to the said trademarks and registrations thereof, together with that part of the goodwill of the ASSIGNOR'S business connected with the use of and symbolized by the said trademarks.

This assignment shall be deemed to be effective as and from December 31, 2018.

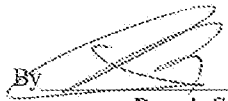
IN WITNESS WHEREOF, the said ASSIGNOR has hereunto executed this instrument this 28th day of January, 2019.

BARE ESSENTUALS BEAUTY, INC.

By 
Lanning G. Bryer
Authorized Signatory

IN WITNESS WHEREOF, the said ASSIGNEE has hereunto executed this instrument this 28th day of January, 2019.

Shiseido Americas Corporation

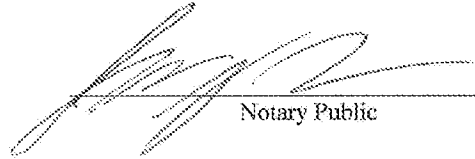
By 
Dennis S. Prah
Authorized Signatory

(See over for Notarial Acknowledgment)

CORPORATE ACKNOWLEDGMENT

UNITED STATES OF AMERICA |
STATE OF NEW YORK | SS:
COUNTY OF NEW YORK |

On this 28th day of January, 2019, before me personally appeared **Lanning G. Bryer**, to me known, who, being by me duly sworn, did depose and say that he is the **Authorized Signatory** of the corporation described in the foregoing instrument; that he executed said instrument on behalf of the said corporation; that he is authorized to execute an instrument of this nature by order of the Board of Directors of said corporation.



Notary Public

[Seal]

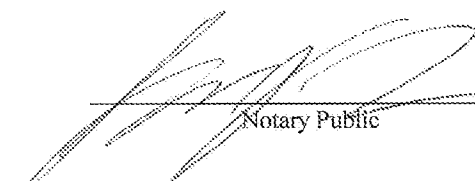
SCOTT J. LEESON
Notary Public, State of New York
No. 02LE6105173
Qualified in New York County
Commission Expires February 2, 2020

ASSIGNOR

CORPORATE ACKNOWLEDGMENT

UNITED STATES OF AMERICA }
STATE OF NEW YORK } SS:
COUNTY OF NEW YORK }

On this 28th day of January, 2019, before me personally appeared **Dennis S. Prah**, to me known, who, being by me duly sworn, did depose and say that he is the **Authorized Signatory** of the corporation described in the foregoing instrument; that he executed said instrument on behalf of the said corporation; that he is authorized to execute an instrument of this nature by order of the Board of Directors of said corporation.



Notary Public

[Seal]

SCOTT J. LEBSON
Notary Public, State of New York
No. 021E6105173
Qualified in New York County
Commission Expires February 2, 2020

ASSIGNEE

Case#	Type	Jurisdiction	Mark	Registrant	Appl#	Application Date	Reg#	Registered/Issued Date	Classes	Goods	
2116878680	Trademark	United States	AGELESS GENIUS	BARE ESSENTIALS BEAUTY, INC.	96397631	September 17, 2014	53387728	November 14, 2017	03	Non-medicated skin care preparations Class 3.	
1117684245	Trademark	United States	BARE	BARE ESSENTIALS BEAUTY, INC.	87484678	June 12, 2017	36487958	03	Non-medicated body and beauty care products, namely, cleansers, cleansers, creams, lotions, perfumes, soaps, body oils, hair treatments, facial, hairbrushes, scratch, facial, lip, mouth, and eye. Non-medicated skin care preparations Class 3.		
2116878602	Trademark	United States	BARE HAVEN	BARE ESSENTIALS BEAUTY, INC.	96398278	September 5, 2014	4828341	March 28, 2016	03	Non-medicated skin care preparations Class 3.	
2116878784	Trademark	United States	BARE PADIANCE	BARE ESSENTIALS BEAUTY, INC.	78875688	May 3, 2016	3368324	January 15, 2016	03	Make-up products for the face and body, namely, make-up powder. Class 3.	
2116879193	Trademark	United States	BAREMINERALS	BARE ESSENTIALS BEAUTY, INC.	78865198	March 8, 1999	2321697	February 22, 2008	03	Cosmetic skin creams, lotions and gels, perfumes, essential oils used as cosmetics, body lotions, creams and gels, bath, shampoos, hair shampoos and hair conditioners, colognes, soaps, deodorants, and lotions. Cosmetics, make-up kits comprised of powders for the face and make-up brushes sold as a unit. make-up kit comprised of powders for the eyes and make-up brushes sold as a unit. Class 3. Medicinal skin care preparations containing minerals. International Class 5.	
2116879197	Trademark	United States	BAREMINERALS	BARE ESSENTIALS BEAUTY, INC.	773882449	January 13, 2017	3377240	February 5, 2016	03	Skincare products, namely, non-medicated skin care preparations, namely, skin moisturizer, skin cleansers, facial cleansers, beauty serums, beauty essences, facial toners, facial mists, and facial mists. International Class 3.	
2116879793	Trademark	United States	BAREMINERALS	BARE ESSENTIALS BEAUTY, INC.	86236576	August 11, 2011	4236982	November 27, 2012	03	Skincare products, namely, non-medicated skin care preparations, namely, skin moisturizer, skin cleansers, facial cleansers, beauty serums, beauty essences, facial toners, facial mists, and facial mists. International Class 3.	
1117683384	Trademark	United States	BAREMINERALS	BARE ESSENTIALS BEAUTY, INC.	875463366	July 26, 2017	5988671	January 23, 2018	03, 31	Skincare products, namely, non-medicated skin care preparations, namely, skin moisturizer, skin cleansers, facial cleansers, beauty serums, beauty essences, facial toners, facial mists, and facial mists. International Class 3.	
2116879799	Trademark	United States	BAREMINERALS (Styiced)	BARE ESSENTIALS BEAUTY, INC.	788628493	December 29, 2014	3298826	May 6, 2016	03	Skincare products, namely, non-medicated skin care preparations, namely, skin moisturizer, skin cleansers, facial cleansers, beauty serums, beauty essences, facial toners, facial mists, and facial mists. International Class 3.	
2116878800	Trademark	United States	BAREMINERALS (Styiced)	BARE ESSENTIALS BEAUTY, INC.	770992256	January 21, 2017	3377302	February 5, 2016	03	Cosmetics, make-up kits comprised of powders for the face and make-up brushes sold as a unit. make-up kit comprised of powders for the face and make-up brushes sold as a unit. International Class 3.	
2116878685	Trademark	United States	BAREMINERALS CORRECTIVES	BARE ESSENTIALS BEAUTY, INC.	86396339	August 6, 2014	3739471	January 24, 2017	03, 05	Non-medicated skin care preparations. International Class 3.	
2116878678	Trademark	United States	BAREMINERALS DIRTY DETOX	BARE ESSENTIALS BEAUTY, INC.	96853796	June 5, 2015	3236862	September 26, 2017	03	Medicated skin care preparations. International Class 3 and 5.	
1117685634	Trademark	United States	BAREMINERALS MADE 2 FIT	BARE ESSENTIALS BEAUTY, INC.	87568133	August 4, 2017	5980772	January 16, 2018	03, 09	Cosmetics, cosmetic preparations and non-medicated skin care preparations. Class 3. International Class 3.	
2116877047	Trademark	United States	BAREPRO	BARE ESSENTIALS BEAUTY, INC.	98821989	November 16, 2019	3531307	September 27, 2016	03	Medicated skin care preparations. International Class 3 and 5.	
2116868727	Trademark	United States	BARESKIN	BARE ESSENTIALS BEAUTY, INC.	77352109	September 3, 2013	4389278	August 5, 2014	03	Cosmetics Class 3.	

Case#	Type	Jurisdiction	Mark	Registrant	Appl#	Application Date	Rec#	Registration/Issued Date	Classes	Goods
2716679803	Trademark	United States	BAREVITAMINS	BARE ESSENTIALS BEAUTY, INC.	76970056	September 3, 2014	3003497	October 4, 2015	03	Cosmetic skin creams, lotions and gels (Class(es) : 03
1716689429	Trademark	United States	BIG TEASE	BARE ESSENTIALS BEAUTY, INC.	87171061	September 14, 2016	5336631	November 14, 2017	03	Cosmetics, International Class 3
2716679811	Trademark	United States	BLEMISH REMEDY	BARE ESSENTIALS BEAUTY, INC.	96398807	September 3, 2014	4248169	November 3, 2015	05	Medicated cosmetics and skin care preparations (Class(es) : 05
2716679888	Trademark	United States	BRAILLIANT FUTURE	BARE ESSENTIALS BEAUTY, INC.	96459088	October 29, 2014	5102886	December 13, 2015	03	Non-medicated skincare preparations, International Class 3
2716679873	Trademark	United States	BUXOM	BARE ESSENTIALS BEAUTY, INC.	77103167	February 8, 2007	3320215	September 11, 2007	03	Cosmetics, Class 3
1717686330	Trademark	United States	BUXOM	BARE ESSENTIALS BEAUTY, INC.	87517440	August 21, 2011	5418239	March 6, 2012	03	Cosmetic preparations: non-medicated skin care preparations, make-up kits comprised of lip liner, lip stick, lip gloss, lip balm, eye shadow, eye liner, mascara, foundation, concealer, blush, contour, Cosmetics (Class(es) : 03
2716679874	Trademark	United States	BUXOM BABES	BARE ESSENTIALS BEAUTY, INC.	77373398	February 18, 2009	3704846	November 3, 2009	03	Cosmetics (Class(es) : 03
2716677043	Trademark	United States	BUXOM BIG & SEXY	BARE ESSENTIALS BEAUTY, INC.	68765779	September 22, 2015	6098504	December 6, 2015	03	Lipsticks, lip glosses, lip balms and lip pencils (International Class(es) : 03
2716679803	Trademark	United States	CLAY CUMMELION	BARE ESSENTIALS BEAUTY, INC.	86864988	September 3, 2014	4330206	November 7, 2015	03	Non-medicated skin care preparations (Class(es) : 03
2716679670	Trademark	United States	COMPLEXION RESCUE	BARE ESSENTIALS BEAUTY, INC.	86382766	September 2, 2014	4973985	June 7, 2016	03	Cosmetics and non-medicated skincare preparations (Class 3)
2716677048	Trademark	United States	ETERNALIXIR	BARE ESSENTIALS BEAUTY, INC.	86782203	September 16, 2015	5007984	November 22, 2016	03	Non-medicated skin care preparations, International Class 3
2716677042	Trademark	United States	for friends and benefits (stylized script)	BARE ESSENTIALS BEAUTY, INC.	86665193	June 8, 2015	4892286	April 16, 2018	03	Administration of a customer loyalty program which provides promotions, discounts, admission to events, and personalized gifts to members in the field of cosmetics and skin-care, (Class 35)
2716679828	Trademark	United States	FULL-ON	BARE ESSENTIALS BEAUTY, INC.	86760018	April 17, 2012	4206979	April 1, 2014	03	Cosmetics (Class(es) : 03
2716681381	Trademark	United States	GEN NUDE	BARE ESSENTIALS BEAUTY, INC.	86786564	September 17, 2015	5043737	September 13, 2016	03	Cosmetics, Class 3
2716679825	Trademark	United States	GET STARTED	BARE ESSENTIALS BEAUTY, INC.	77110048	February 16, 2007	3434020	May 27, 2008	03	Make-up kits comprised of powders for the face and make-up brushes, International Class 3

Case#	Type	Jurisdiction	Mark	Registrant	Appl#	Application Date	Reg#	Registered/Used	Class(es)	Goods
2116679341	Trademark	United States	HOLD THE LINE	BAIRE ESSENTIALS BEAUTY, INC.	86759213	September 19, 2014	5087995	November 22, 2016	03	Cosmetics Class 3.
2116679330	Trademark	United States	LASH DOMINATION	BAIRE ESSENTIALS BEAUTY, INC.	86753333	October 12, 2013	4538794	May 21, 2014	03	Cosmetics, namely mascara Class(es) : 03
2116679373	Trademark	United States	LASHTOPIA	BAIRE ESSENTIALS BEAUTY, INC.	86396981	September 16, 2014	5020470	July 31, 2018	03	Mascara Class(es) : 03
2116679331	Trademark	United States	LESS MAKEUP, MORE COVERAGE.	BAIRE ESSENTIALS BEAUTY, INC.	86940023	May 22, 2013	4605549	September 16, 2014	03	Retail boutiques, on-line retail store services and mail order catalogue services all featuring cosmetics and skin care products Class(es) : 03
1116681915	Trademark	United States	MAKEUP SO PURE YOU CAN SLEEP IN IT	BAIRE ESSENTIALS BEAUTY, INC.	87013683	April 25, 2016	6026452	January 30, 2018	03	Cosmetics and cosmetic preparations, Class 3.
2116679354	Trademark	United States	MAY CONTAIN MOODITY	BAIRE ESSENTIALS BEAUTY, INC.	86759289	September 16, 2014	5128564	January 24, 2017	03	Cosmetics International Class 3.
2116679336	Trademark	United States	MINERAL VEIL	BAIRE ESSENTIALS BEAUTY, INC.	86515425	May 19, 2013	4665884	September 21, 2014	03	Cosmetics, namely, facial powder, Class(es) : 03
2116679362	Trademark	United States	OH, OBSESSED	BAIRE ESSENTIALS BEAUTY, INC.	86389381	September 8, 2014	5114690	January 3, 2017	03	Non-medicated skin deodorants, International Class 3.
1117681440	Trademark	United States	FOLLOW/FOUJ	BAIRE ESSENTIALS BEAUTY, INC.	87861118	October 26, 2017	8267373		03	Cosmetics and cosmetic preparations, Class 3.
2116679364	Trademark	United States	PRIME TIME	BAIRE ESSENTIALS BEAUTY, INC.	86547999	June 16, 2011	4297035	March 5, 2013	03	Cosmetics, namely, face and eye primer, Class(es) : 03
2116679378	Trademark	United States	PURE PLUSH	BAIRE ESSENTIALS BEAUTY, INC.	86432715	November 3, 2014	4628456	March 26, 2016	03	Non-medicated skin care preparations, Class 3.
2116679346	Trademark	United States	PURE TRANSFORMATION	BAIRE ESSENTIALS BEAUTY, INC.	86732986	September 19, 2013	4334671	May 14, 2013	03	Non-medicated skin care preparations Class(es) : 03
2116679347	Trademark	United States	PURELY NOURISHING	BAIRE ESSENTIALS BEAUTY, INC.	77663064	January 29, 2013	3704598	November 3, 2016	03	Non-medicated skin care preparations Class(es) : 03
2116679355	Trademark	United States	SERIAL KISSER	BAIRE ESSENTIALS BEAUTY, INC.	86739482	December 7, 2012	4680643	August 5, 2014	03	Cosmetics, namely, lipstick, lip balm, lip gloss, lip tint and lip stain Class(es) : 03
1117689722	Trademark	United States	SEXY/SKARKY	BAIRE ESSENTIALS BEAUTY, INC.	87808001	September 6, 2017	8658627	July 3, 2018	03	Cosmetics and cosmetic preparations, International Class 3.

Case#	Type	Jurisdiction	Mark	Registered	App#	Application Date	Reg#	Registered/Issued/Granted Date	Classes	Goods
2116872316	Trademark	United States	SHAKE DROP SUFF	BARE ESSENTIALS BEAUTY, INC.	86222178	March 14, 2014 4875084		December 22, 2015 513		Cosmetics Class 3
2116872316	Trademark	United States	SHAMMER SHOCK	BARE ESSENTIALS BEAUTY, INC.	86798197	September 18, 2015 5101564		December 13, 2016 03		Cosmetics, Intentional Class 3
2116879854	Trademark	United States	SHOW SOME SKIN	BARE ESSENTIALS BEAUTY, INC.	85874903	March 13, 2013 4614642		September 30, 2014 03		Cosmetics Classes 3, 5
2116878604	Trademark	United States	SKINDSCIENCE	BARE ESSENTIALS BEAUTY, INC.	85344592	September 1, 2014 482534		March 29, 2016 03		Non-medicated skin care preparations, Class 3.
2116878671	Trademark	United States	SKINMARKETIC	BARE ESSENTIALS BEAUTY, INC.	86394937	August 6, 2014 4928284		March 29, 2016 03		Non-medicated skin care preparations, Class 3
2116878686	Trademark	United States	SKINSCORALS	BARE ESSENTIALS BEAUTY, INC.	86358366	August 6, 2014 4928283		March 29, 2016 03, 05		Non-medicated skin care preparation, Class 3, medicated skin care preparations, Class 5, Classes 3 and 5.
2116876979	Trademark	United States	SMART CONNATION	BARE ESSENTIALS BEAUTY, INC.	86441899	October 31, 2014 4928451		March 29, 2016 03		Non-medicated skin care preparations, Class 3.
2116876778	Trademark	United States	SMIRN, TAP, SUFF	BARE ESSENTIALS BEAUTY, INC.	76443195	August 29, 2002 2648978		June 1, 2004 03		Cosmetic skin creams, lotions and gels, perfumes, essential oils used as cosmetics, body lotions, creams and gels, bath lotions, colognes and toilet soaps, eye cosmetic, cosmetics, lotions, and nail cosmetics, Intentional Class 3.
2116879782	Trademark	United States	TUTORIALS	BARE ESSENTIALS BEAUTY, INC.	77178514	May 10, 2007 3398006		January 15, 2009 03		Cosmetics, Intentional Class 3.
1117864686	Trademark	United States	VA-VA-PUMP	BARE ESSENTIALS BEAUTY, INC.	81513248	June 30, 2017 5466129		April 24, 2016 03		Cosmetics and cosmetic preparations preparations, Class 3
2116877089	Trademark	United States	VANDERLUST	BARE ESSENTIALS BEAUTY, INC.	86634581	May 24, 2013		03		Cosmetics Classes 3, 03
2116879784	Trademark	United States	WELL-BESTED	BARE ESSENTIALS BEAUTY, INC.	76044220	July 5, 2006 3627891		November 4, 2008 03		Cosmetic, namely, cosmetic powders for the skin and eyes, Class 3.
2116892317	Trademark	United States	WULF V WHIPPED	BARE ESSENTIALS BEAUTY, INC.	86759196	September 16, 2015 5051178		September 27, 2016 03		Cosmetics, Intentional Class 3.

Case#	Jurisdiction	Mark	Registrant	App#	Application Date	Page#	Registered/Examined Date	Classes	Goods
2116679835	United States	MARVELOUS MOXIE	BARE ESSENTIALS BEAUTY, INC.	95660286	April 17, 2012	4330667	May 7, 2013		
2116679777	United States	STROKE OF LIGHT	BARE ESSENTIALS BEAUTY, INC.	95663367	April 12, 2013	4392398	August 27, 2013		

TRADEMARK

REEL: 006592 FRAME: 0178

RECORDED: 03/15/2019