

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM629524

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Security Interest in Intellectual Property Collateral at Reel/Frame No. 5997/0578

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Structural Capital Investment II, L.P.		03/02/2021	Limited Partnership: DELAWARE

RECEIVING PARTY DATA

Name:	Counter Brands, LLC
Street Address:	1733 Ocean Avenue
City:	Santa Monica
State/Country:	CALIFORNIA
Postal Code:	90401
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 32

Property Type	Number	Word Mark
Serial Number:	85884695	ANY TIME
Serial Number:	85590700	BEAUTYCOUNTER
Serial Number:	85979067	BEAUTYCOUNTER
Serial Number:	87240978	BEAUTYCOUNTER
Serial Number:	85884689	CLEAN EVERYDAY SHAMPOO
Serial Number:	86162576	COUNTERTIME
Serial Number:	85884691	EVERY DAY
Serial Number:	85884693	EVERY NIGHT
Serial Number:	85884687	GENTLE EXFOLIATOR POLISHING CREAM
Serial Number:	85884700	HYDRATE EVERYDAY BODY LOTION
Serial Number:	86396233	KIDS COUNTER
Serial Number:	86396201	KIDSCOUNTER
Serial Number:	85884685	LUSTRO
Serial Number:	85948193	NICE DO
Serial Number:	85948191	NOT A KNOT
Serial Number:	85884697	RINSE EVERYDAY CONDITIONER
Serial Number:	87169749	SAFER B WORKS
Serial Number:	87169967	SAFER B WORKS

OP \$815.00 85884695

TRADEMARK

Property Type	Number	Word Mark
Serial Number:	87169754	SAFER WORKS
Serial Number:	87169969	SAFER WORKS
Serial Number:	87241048	THE NEVER LIST
Serial Number:	87241050	THE NEVER LIST
Serial Number:	87241051	THE NEVER LIST
Serial Number:	87241053	THE NEVER LIST
Serial Number:	87241056	THE NEVER LIST
Serial Number:	87241059	THE NEVER LIST
Serial Number:	87241063	THE NEVER LIST
Serial Number:	87025789	THE NEVER LIST
Serial Number:	85948196	TRUTH, BEAUTY, TRANSPARENCY
Serial Number:	85884696	UPLIFTING SPRAY
Serial Number:	85884698	WASH EVERYDAY BODY WASH
Serial Number:	85948195	WOULDN'T YOU LIKE TO KNOW

CORRESPONDENCE DATA

Fax Number: 2138918763

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: rhonda.deleon@lw.com

Correspondent Name: Latham & Watkins LLP

Address Line 1: 355 South Grand Avenue

Address Line 4: Los Angeles, CALIFORNIA 90071-1560

ATTORNEY DOCKET NUMBER:	055622-0023
NAME OF SUBMITTER:	Rhonda DeLeon
SIGNATURE:	/Rhonda DeLeon/
DATE SIGNED:	03/03/2021

Total Attachments: 10

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RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY COLLATERAL

This **RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY COLLATERAL**, dated as of March 2, 2021 (this "Release"), is made by STRUCTURAL CAPITAL INVESTMENT II, L.P. ("Lender"), in favor of COUNTER BRANDS, LLC, a Delaware limited liability company ("Debtor").

WITNESSETH

WHEREAS, Lender and Debtor are parties to that certain Loan and Security Agreement, dated as of February 27, 2017 (as the same may be modified, amended, supplemented, restated or superseded from time to time, the "Loan Agreement");

WHEREAS, pursuant to the Loan Agreement, the Debtor executed (i) the Intellectual Property Security Agreement, dated as of February 27, 2017 (the "Security Agreement") and recorded with the U.S. Patent and Trademark Office on February 28, 2017 at Reel/Frame No. 5997/0578 and recorded with the U.S. Copyright Office on March 7, 2017 at V9946 D336 and (ii) the Amended and Restated Intellectual Property Security Agreement, dated as of December 21, 2017 (the "Amended and Restated Security Agreement") and together with the Security Agreement, the "Security Agreements"), pursuant to which the Debtor granted a security interest to Lender, in and to its entire right, title and interest in, to and under the Collateral (as defined in the Security Agreements).

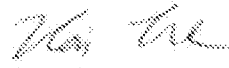
WHEREAS, the Debtor has requested that the Lender release its security interest in and to all right, title and interest in, to and under the Collateral.

NOW, THEREFORE, in consideration of the foregoing, the Lender hereby DISCHARGES, TERMINATES and RELEASES, without recourse, representation or warranty, its security interest in and to all right, title and interest in, to and under the Collateral, including the copyright registration, trademark registrations, and trademark applications set forth in Schedule I attached hereto and incorporated herein by reference, and agrees that all the security interest in the Collateral is hereby discharged, terminated and released. The undersigned hereby transfers and assigns to the Debtor, without recourse, representation or warranty, any and all right, title and interest that the Lender may have obtained in, to and under the Collateral under the Loan Agreement and the Security Agreements.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the Lender has caused this Release to be duly executed and delivered as of the date first written above.

STRUCTURAL CAPITAL INVESTMENT II, L.P.,
as Lender

By:  _____
Name: Kai Tse
Title: Authorized Signatory

SCHEDULE I
to
RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY COLLATERAL
COPYRIGHTS

1. REGISTERED:

Copyright Title	Status	Registration Number	Registration Date
THE NEVER LIST	Registered	TX0007953565	8/28/2014

2. UNREGISTERED:

None

3. APPLICATIONS IN PROCESS:

None

U.S. AND NON U.S. PATENTS AND PATENT APPLICATIONS

None

U.S. AND NON U.S. TRADEMARKS AND TRADEMARK APPLICATIONS

Country	Trademark	Status	Application Number Application Date	Registration Number Registration Date
Argentina	BEAUTYCOUNTER	Registered	3425054 07/16/2015	2805154 05/23/2016
Argentina	BEAUTYCOUNTER	Registered	3425055 07/16/2015	2805155 05/23/2016
Argentina	BEAUTYCOUNTER	Registered	3425056 07/16/2015	2805156 05/23/2016
Australia	BEAUTYCOUNTER	Registered	1679694 03/09/2015	1679694 03/09/2015
Australia	NICE DO	Registered	1728527 10/15/2015	1728527 10/15/2015
Australia	NOT A KNOT	Pending	1728526 10/15/2015	
Brazil	BEAUTYCOUNTER	Published	909118086 03/16/2015	
Brazil	BEAUTYCOUNTER	Published	909118680 03/16/2015	
Brazil	BEAUTYCOUNTER	Published	909118752 03/16/2015	
Canada	BEAUTYCOUNTER	Allowed	1721101 03/26/2015	
Canada	BEAUTYCOUNTER	Pending	1804931	

Country	Trademark	Status	Application Number Application Date	Registration Number Registration Date
			10/17/2016	
Canada	BEAUTYCOUNTER	Pending	1804930 10/17/2016	
Canada	BEAUTYCOUNTER PLUS	Pending	1804934 10/17/2016	
Canada	BEAUTYCOUNTER+	Pending	1804933 10/17/2016	
Canada	COUNTERMAN	Pending	1804932 10/17/2016	
Canada	COUNTERTIME	Allowed	1682778 06/25/2014	
Canada	LUSTRO	Pending	1804936 10/17/2016	
Canada	NICE DO	Registered	1750423 10/14/2015	TMA959179 01/09/2017
Canada	NOT A KNOT	Allowed	1750422 10/14/2015	
Canada	SAFER B WORKS Logo	Pending	1804937 10/17/2016	
Canada	SAFER WORKS	Pending	1804935 10/17/2016	
Chile	BEAUTYCOUNTER	Registered	1164298 07/29/2015	1211601 07/04/2016

Country	Trademark	Status	Application Number Application Date	Registration Number Registration Date
China	BEAUTYCOUNTER	Pending	16922770 05/12/2015	
China	BEAUTYCOUNTER	Pending	16922769 05/12/2015	
European Union	BEAUTYCOUNTER	Published	13805924 03/09/2015	
European Union	FOR BEAUTIFUL SKIN WITH NOTHING TO HIDE	Registered	005961181 06/01/2007	005961181 08/14/2008
Hong Kong	BEAUTYCOUNTER	Registered	303323088 03/09/2015	303323088 11/02/2016
Japan	BEAUTYCOUNTER	Registered	2015021543 03/10/2015	5809206 11/27/2015
Mexico	BEAUTYCOUNTER	Registered	1631098 07/08/2015	1591329 11/20/2015
Mexico	BEAUTYCOUNTER	Registered	1631110 07/08/2015	1591334 11/20/2015
Mexico	BEAUTYCOUNTER	Registered	1631111 07/08/2015	1591335 11/20/2015
Mexico	BEAUTYCOUNTER	Registered	1631112 07/08/2015	1694492 11/15/2016
New Zealand	BEAUTYCOUNTER	Registered	1015491 03/09/2015	1015491 08/30/2016
Norway	BEAUTYCOUNTER	Registered	201508560	284433

Country	Trademark	Status	Application Number Application Date	Registration Number Registration Date
			07/09/2015	11/19/2015
Philippines	BEAUTYCOUNTER	Registered	42015008524 07/30/2015	42015008524 04/21/2016
Russia	BEAUTYCOUNTER	Registered	2015721787 07/09/2015	592040 10/24/2016
South Korea	BEAUTYCOUNTER	Registered	4520152477 03/18/2015	4562875 02/19/2016
Switzerland	BEAUTYCOUNTER	Registered	528292015 03/10/2015	676760 08/18/2015
Taiwan	BEAUTYCOUNTER	Registered	104012438 03/09/2015	1745834 12/16/2015
Turkey	BEAUTYCOUNTER	Registered	201559493 07/13/2015	201559493 06/28/2016
United Kingdom	BEAUTYCOUNTER	Pending	UK00003203332 12/20/2016	
United Kingdom	BEAUTYCOUNTER	Published	3190850 10/12/2016	
United Kingdom	NICE DO	Registered	UK00003131717 10/15/2015	UK00003131717 10/15/2015
United Kingdom	NOT A KNOT	Registered	UK00003131715 10/15/2015	UK00003131715 10/15/2015
United States	ANY TIME	Registered	85/884695 03/24/2013	4425339 10/29/2013

Country	Trademark	Status	Application Number Application Date	Registration Number Registration Date
United States	BEAUTYCOUNTER	Registered	85/590700 04/05/2012	4993617 07/05/2016
United States	BEAUTYCOUNTER	Registered	85/979067 04/05/2012	4351699 06/11/2013
United States	BEAUTYCOUNTER	Published	87/240978 11/17/2016	
United States	CLEAN EVERYDAY SHAMPOO	Registered	85/884689 03/23/2013	4394227 08/27/2013
United States	COUNTERTIME	Registered	86/162576 01/10/2014	4622567 10/14/2014
United States	EVERY DAY	Registered	85/884691 03/24/2013	4394228 08/27/2013
United States	EVERY NIGHT	Registered	85/884693 03/24/2013	4394229 08/27/2013
United States	GENTLE EXFOLIATOR POLISHING CREAM	Registered	85/884687 03/23/2013	4394226 08/27/2013
United States	HYDRATE EVERYDAY BODY LOTION	Registered	85/884700 03/24/2013	4394232 08/27/2013
United States	KIDS COUNTER	Allowed	86/396233 09/16/2014	
United States	KIDSCOUNTER	Allowed	86/396201 09/16/2014	
United States	LUSTRO	Registered	85/884685	4432067

Country	Trademark	Status	Application Number Application Date	Registration Number Registration Date
			03/23/2013	11/12/2013
United States	NICE DO	Registered	85/948193	4717074
			05/31/2013	04/07/2015
United States	NOT A KNOT	Registered	85/948191	4717073
			05/31/2013	04/07/2015
United States	RINSE EVERYDAY CONDITIONER	Registered	85/884697	4385796
			03/24/2013	08/13/2013
United States	SAFER B WORKS Logo	Pending	87/169749	
			09/13/2016	
United States	SAFER B WORKS Logo	Pending	87/169967	
			09/13/2016	
United States	SAFER WORKS	Pending	87/169754	
			09/13/2016	
United States	SAFER WORKS	Pending	87/169969	
			09/13/2016	
United States	THE NEVER LIST	Pending	87/241048	
			11/17/2016	
United States	THE NEVER LIST	Pending	87/241050	
			11/17/2016	
United States	THE NEVER LIST	Pending	87/241051	
			11/17/2016	
United States	THE NEVER LIST	Pending	87/241053	
			11/17/2016	

Country	Trademark	Status	Application Number Application Date	Registration Number Registration Date
United States	THE NEVER LIST	Pending	87/241056 11/17/2016	
United States	THE NEVER LIST	Pending	87/241059 11/17/2016	
United States	THE NEVER LIST	Pending	87/241063 11/17/2016	
United States	THE NEVER LIST	Published	87/028,789 08/05/2016	
United States	TRUTH, BEAUTY, TRANSPARENCY	Allowed	85/948196 05/31/2013	
United States	UPLIFTING SPRAY	Registered	85/884696 03/24/2013	4394230 08/27/2013
United States	WASH EVERYDAY BODY WASH	Registered	85/884698 03/24/2013	4394231 08/27/2013
United States	WOULDN'T YOU LIKE TO KNOW	Allowed	85/948195 05/31/2013	
Vietnam	BEAUTYCOUNTER	Published	4201519638 07/24/2015	

UNREGISTERED TRADEMARKS:

None