


**DRINKER BIDDLE & REATH LLP**  
 1500 K Street, N.W., Suite 1100  
 Washington, D.C. 20005-1209  
 (202) 842-8800

<p>1. NAME OF CONVEYING PARTY:</p> <p>Carol Schwartz        An United States citizen        Doing business as Carol Shaw</p>	<p>2. NAME AND ADDRESS OF RECEIVING PARTY:</p> <p><b>LORAC COSMETICS, INC.</b>        A California corporation        9559 Irondale Avenue        Chatsworth, California 91311</p>
<p>3. NATURE OF CONVEYANCE:</p> <p><input checked="" type="checkbox"/> <b>Assignment</b>  <input type="checkbox"/> Merger  <input type="checkbox"/> Security Agreement  <input type="checkbox"/> Change of Name  <input type="checkbox"/> Release of Security Interest</p> <p>3A. EXECUTION DATE: <b>October 31, 2002</b>        3B. EFFECTIVE DATE: <b>October 31, 2002</b></p>	<p>2A. ASSIGNEE A FOREIGN ENTITY:</p> <p>No: <input checked="" type="checkbox"/></p> <p>2B. DOMESTIC REPRESENTATIVE DESIGNATED:</p> <p>N/A</p>
<p>4A. TRADEMARK APPLICATION NOS.:</p> <p>Additional numbers attached?</p>	<p>4B. TRADEMARK REGISTRATION NO(S).:</p> <p><b>Reg. No. 1,852,838 – LORAC</b></p> <p>Additional numbers attached? <b>NO</b></p>
<p>Norm D. St. Landau, Esq.        Drinker Biddle &amp; Reath LLP        1500 K Street, N.W., Suite 1100        Washington, D.C. 20005-1209</p>	
<p>6. TOTAL NUMBER OF TITLES: <b>1</b></p> <p>7. TOTAL FEE: <b>\$40.00</b></p> <p>8. CHARGE FEES TO: <b>DEPOSIT ACCT. NO. 50-0573</b></p> <p>Our Ref: 32184.302</p>	<p>9. The undersigned declares to the best of her knowledge and belief that the information on this cover sheet is true and correct and any copy submitted is a true copy of the original document.</p> <p>        Andrea L. Engel        Date: September 10, 2003        Page 1 of 2</p>

CH \$40.00 500673 1862838

FILED BY FACSIMILE TO: (703)306-5995  
September 10, 2003



Assignment - Reg. No. 1,555,571  
page 1

THE SYSTEMS CENTER,

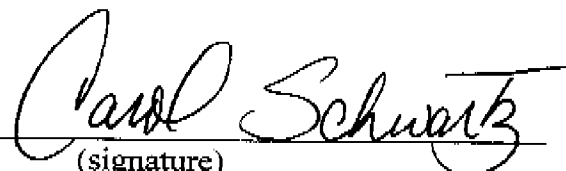
### ASSIGNMENT

WHEREAS, Carol Schwartz, doing business as Carol Shaw, an individual and resident of California ("Assignor") having a principal business address at 9559 Irondale Avenue, Chatsworth, California 91311, has adopted, used and registered in the United States Patent and Trademark Office the trademark LORAC, Reg. No. 1,852,838, dated September 6, 1994; and

WHEREAS, LORAC COSMETICS, INC., a California corporation ("LORAC" or "Assignee") with a business address identical to that of Assignor, wishes to acquire all right title and interest in and to the mark LORAC, the goodwill of the business symbolized thereby, and the registration thereof;

NOW, THEREFORE, good and valuable consideration being extant, Assignor hereby assigns to LORAC all of Assignor's right, title and interest in and to the mark LORAC, the goodwill of the business symbolized thereby, and United States Trademark Reg. No. 1,852,838, including the right to sue and recover damages for past acts of infringements of the mark.

CAROL SCHWARTZ d/b/a CAROL SHAW

By:   
(signature)  
Carol Schwartz

Assignment - Reg. No. 1,555,571  
page 2

THE SYSTEMS CENTER,

County of Los Angeles)

Cit of Los Angeles )

) ss:

**NOTARIAL CERTIFICATE**

This will certify that on this 31 day of October 2002, Carol Schwartz appeared before me and executed this assignment on behalf of Assignor and represented that she was authorized to do.

  
Notary Public

My commission expires: 8/7/03



[Notarial Seal]