

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
CHESTER, LLC		03/02/2010	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Avon Products, Inc.		
Street Address:	1251 Avenue of the Americas		
Internal Address:	Legal Department, 3rd Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10020		
Entity Type:	CORPORATION: NEW YORK		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3124853	TILLIA	
Registration Number:	3348476	TINY TILLIA	
CORRESPONDENCE DATA			
Fax Number:	(212)282-6509		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	212-282-7253		
Email:	Patricia.Gumpert@avon.com		
Correspondent Name:	Patricia A. Gumpert		
Address Line 1:	1251 Avenue of the Americas		
Address Line 2:	Legal Department, 3rd Floor		
Address Line 4:	New York, NEW YORK 10020		
NAME OF SUBMITTER:	Patricia A. Gumpert		
Signature:	/Patricia A. Gumpert/		

CH \$65.00 3124853

900156645

**TRADEMARK
 REEL: 004163 FRAME: 0991**

Date:

03/09/2010

Total Attachments: 2

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TRADEMARK ASSIGNMENT

For good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Chester, LLC, a California corporation, whose address is 856 Malcolm Avenue, Los Angeles, California 90024 ("Assignor") hereby sells, assigns, and transfers to Avon Products, Inc., a New York corporation, whose address is 1251 Avenue of the Americas, New York, New York 10020 ("Assignee"), absolutely and forever, its entire right, title, and interest, whether statutory or at common law, throughout the world in and to the trademarks listed in Exhibit A (the "Marks"), together with the goodwill of the business symbolized by the Marks, and all corresponding registrations and applications to register the Marks, including the registrations listed on Exhibit A, as well as all causes of action for any and all previously occurring infringements of the rights being assigned and the right to receive and retain the proceeds relating to those infringements.

Assignor agrees to execute any further papers and to do such other acts as may be necessary and proper to vest full title in and to the Marks and other corresponding rights in the Assignee.

IN WITNESS WHEREOF, this Assignment is effective as of the 2 day of March 2010.

CHESTER, LLC

By: Tiffany Lerman
Tiffany Lerman, Sole Member

State of California)

County of Los Angeles)

On March 2, 2010, before me Donna Wolfe, Notary Public, personally appeared Tiffany Lerman personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature Donna Wolfe

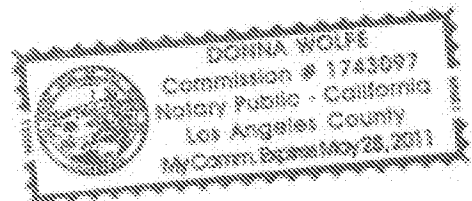


EXHIBIT A

REGISTRATION NO.	MARK
3124853	Tilla
3348476	TINY TILJA
3545649	Chester

LA1926199.1
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