

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
Cocoa Lilly Corporation		09/19/2012	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Too Faced Cosmetics, LLC		
Street Address:	17361 Armstrong Avenue		
City:	Irvine		
State/Country:	CALIFORNIA		
Postal Code:	92614		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3680847	TOO FACED	
Registration Number:	3680842	WHY BE PRETTY WHEN YOU CAN BE GORGEOUS	
CORRESPONDENCE DATA			
Fax Number:	9496220024		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	949.622.0020		
Email:	uspto@goodmanmooney.com		
Correspondent Name:	Amanda J. Mooney		
Address Line 1:	8001 Irvine Center Drive		
Address Line 2:	Suite 1170		
Address Line 4:	Irvine, CALIFORNIA 92618		
ATTORNEY DOCKET NUMBER:	TOO01-100		
NAME OF SUBMITTER:	Amanda J. Mooney		
Signature:	/Amanda Mooney/		

OP \$65.00 3680847

TRADEMARK

Date:

10/05/2012

Total Attachments: 2

source=Cocoa Lilly assignment_001 (2)#page1.tif

source=Cocoa Lilly assignment_001 (2)#page2.tif

TRADEMARK ASSIGNMENT

This Trademark Assignment (hereinafter referred to as "Assignment") is made by and between COCOA LILLY CORPORATION, a California corporation with a business address at 17595 Harvard Street, Suite C-503, Irvine, California 92614 (the "Assignor"), and TOO FACED COSMETICS, LLC, a Delaware limited liability company with a business address at 17361 Armstrong Avenue, Irvine, California 92614 (the "Assignee").

WHEREAS, Assignor is the owner of the trademarks TOO FACED and WHY BE PRETTY WHEN YOU CAN BE GORGEOUS and the goodwill of the business symbolized thereby and associated therewith (collectively referred to as the "Marks");

WHEREAS, Assignor is the exclusive owner of U.S. Registration No. 3,680,847 for the mark TOO FACED covering "tops; hooded sweatshirts; knit shirts; long sleeved shirts; shirts; short-sleeved or long-sleeved t-shirts; sleep shirts; sweat shirts; t-shirts; yoga shirts; denim jackets; men and women jackets; sweat jackets; beach shoes; rubber shoes" in Class 25; and U.S. Registration No. 3,680,842 for the mark WHY BE PRETTY WHEN YOU CAN BE GORGEOUS covering "coffee table books featuring cosmetics and beauty related topics; educational books featuring cosmetics and beauty therapy advice; note books; envelopes for stationery use; file pockets; organizers for stationery use; paper stationery; stationery writing paper and envelopes; stationery-type portfolios; stickers; calendars; printed calendars; wall calendars; posters; announcement cards; blank cards; blank note cards; Christmas cards; holiday cards; invitation cards; postcards and greeting cards; printed invitations" in Class 16 (collectively referred to as the "Registrations");

WHEREAS, Assignee is desirous of acquiring all Assignor's right, title, and interest in and to the Marks and the Registrations, and Assignor is desirous of assigning to Assignee all Assignor's right, title, and interest in and to the Marks and the Registrations;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns to Assignee all Assignor's right, title, and interest in and to the Marks and the Registrations, together with the goodwill of the business symbolized by the Marks and the Registrations, and all rights to damages and profits, due or accrued, arising out of past infringements of said Marks and the Registrations, and the right to sue for and recover the same. Assignor hereby assigns to Assignee the entire business associated with the Marks and the Registrations being transferred.

Assignor shall promptly, upon the request of Assignee, execute such other documents and/or instruments of assignment, transfer and conveyance as Assignee may reasonably request to permit

Assignee to record the assignment made by this instrument or any other documents Assignee may reasonably deem necessary or advisable to effectuate the terms and intent of this Trademark Assignment.

IN WITNESS WHEREOF, Assignor and Assignee have each executed this Assignment, which is effective as of the last date written below.

COCOA LILLY CORPORATION

By: [Signature]
Name: Stephen Johnson
Title: CEO
Date: 9/19/2012

TOO FACED COSMETICS, LLC

By: [Signature]
Name: Stephen Johnson
Title: CEO
Date: 9/19/2012