

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM377861

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Termination and Release of Security Agreement, as recorded at Reel 5054, Frame 0206		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Fifth Third Bank		03/24/2016	Banking Corporation: OHIO
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Paula's Choice, LLC		
<b>Street Address:</b>	705 5th Ave S		
<b>Internal Address:</b>	Ste 200		
<b>City:</b>	Seattle		
<b>State/Country:</b>	WASHINGTON		
<b>Postal Code:</b>	98104		
<b>Entity Type:</b>	Limited Liability Company: WASHINGTON		
<b>PROPERTY NUMBERS Total: 16</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3226695	PAULA'S CHOICE	
<b>Registration Number:</b>	3744513	PAULA'S CHOICE	
<b>Registration Number:</b>	3144386	PAULA'S SELECT	
<b>Registration Number:</b>	3659253	AGE REDUCE	
<b>Registration Number:</b>	3617375	EARTH SOURCED	
<b>Registration Number:</b>	3659160	EARTH SOURCED	
<b>Registration Number:</b>	3221345	COSMETICS COP	
<b>Registration Number:</b>	4269737	PAULA'S CHOICE CLEAR	
<b>Serial Number:</b>	85550249	PAULA'S CHOICE RESIST	
<b>Serial Number:</b>	85257377	PAULA'S CHOICE BEAUTYPEDIA	
<b>Serial Number:</b>	85257393	BEAUTYPEDIA FROM PAULA'S CHOICE	
<b>Serial Number:</b>	85257366	PAULA BEGOUN'S BEAUTYPEDIA	
<b>Serial Number:</b>	85257383	BEAUTYPEDIA FROM PAULA BEGOUN	
<b>Serial Number:</b>	85257354	COSMETICS COP BEAUTYPEDIA	
<b>Serial Number:</b>	85257390	BEAUTYPEDIA FROM THE COSMETICS COP	
<b>Serial Number:</b>	85746157	BEAUTYPEDIA	
<b>CORRESPONDENCE DATA</b>			
<b>TRADEMARK</b>			

**Fax Number:**

*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:** iprecordations@whitecase.com

**Correspondent Name:** Theresa Tran/White & Case LLP

**Address Line 1:** 1155 Avenue of the Americas

**Address Line 4:** New York, NEW YORK 10036

<b>ATTORNEY DOCKET NUMBER:</b>	1135397-0034-T194
<b>NAME OF SUBMITTER:</b>	Theresa Tran
<b>SIGNATURE:</b>	/Theresa Tran/
<b>DATE SIGNED:</b>	03/24/2016

**Total Attachments: 7**

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**TERMINATION AND RELEASE  
OF  
PATENT AND TRADEMARK SECURITY AGREEMENT**

**THIS TERMINATION AND RELEASE OF PATENT AND TRADEMARK SECURITY AGREEMENT** dated as of March 24, 2016, by FIFTH THIRD BANK, an Ohio banking corporation (the “Secured Party”).

**WHEREAS**, PAULA’S CHOICE, LLC, a Washington limited liability company (the “Grantor”) and the Secured Party entered into a Patent and Trademark Security Agreement, dated as of May 30, 2013 (the “Security Agreement”) which Security Agreement was recorded with the United States Patent and Trademark Office on June 21, 2013, at Reel 5054, Frame 0206 for the purpose of collateral security for all indebtedness and obligations of the Grantor to the Secured Party arising under a certain Loan Agreement (as defined in the Security Agreement);

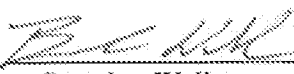
**WHEREAS**, pursuant to the Loan Agreement and the Security Agreement, the Grantor pledged and assigned to the Secured Party, and granted the Secured Party a security interest with power of sale in, the Trademarks (as defined in the Security Agreement), including, without limitation, the trademarks listed on Exhibit A hereto, and all of the goodwill of the business connected with the use of, and symbolized by the Trademarks. The Trademarks are referred to herein collectively as the “Intellectual Property”; and

**WHEREAS**, the Secured Party has agreed to terminate and release its security interest in the Intellectual Property as herein provided:

**NOW, THEREFORE**, for valuable consideration the Secured Party hereby terminates and releases its security interest in the Intellectual Property, including, without limitation, the Trademarks listed on Exhibit A hereto, and all of the goodwill of the business connected with the use of, and symbolized by the Trademarks, and the Secured Party hereby assigns and transfers to the Grantor, without representation, warranty or recourse, all of the Secured Party’s right, title and interest in and to such Intellectual Property, effective as of the date set forth above.

*[Remainder of page intentionally left blank.]*

FIFTH THIRD BANK

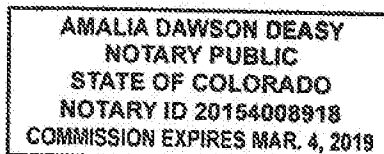
By:   
 Name: Brandon Wallace  
 Title: Vice President

CERTIFICATE OF ACKNOWLEDGMENT

STATE OF COLORADO )  
 ) ss.  
 CITY AND COUNTY OF DENVER )

The foregoing instrument was acknowledged before me this 31<sup>st</sup> day of March, 2016, by Brandon Wallace, a Vice President of Fifth Third Bank, an Ohio banking corporation, on behalf of the corporation.

  
 Notary Public



Signature Page to Release of Patent and Trademark Security Agreement

**EXHIBIT A**

**UNITED STATES ISSUED TRADEMARKS, SERVICE MARKS  
AND COLLECTIVE MEMBERSHIP MARKS**

**REGISTRATIONS**

<u>Mark</u>	<u>Registration Number</u>	<u>Registration Date</u>
PAULA'S CHOICE	3,226,695	04/10/2007
Paula's Choice	3,744,513	02/02/2010
PAULA'S SELECT	3,144,386	09/19/2006
Age Reduce	3,659,253	07/21/2009
Earth Sourced	3,617,375	05/05/2009
Earth Sourced	3,659,160	07/21/2009
COSMETICS COP	3,221,345	03/27/2007
PAULA'S CHOICE CLEAR	4,269,737	01/01/2013

APPLICATIONS

<u>Mark</u>	<u>Serial Number</u>	<u>Filing Date</u>
PAULA'S CHOICE RESIST	85/550,249	02/22/2012
PAULA'S CHOICE BEAUTYPEDIA	85/257,377	03/03/2011
BEAUTYPEDIA FROM PAULA'S CHOICE	85/257,393	03/03/2011
PAULA BEGOUN'S BEAUTYPEDIA	85/257,366	03/03/2011
BEAUTYPEDIA FROM PAULA BEGOUN	85/257,383	03/03/2011
COSMETICS COP BEAUTYPEDIA	85/257,354	03/03/2011
BEAUTYPEDIA FROM THE COSMETICS COP	85/257,390	03/03/2011
BEAUTYPEDIA	85/746,157	10/04/2012

FOREIGN REGISTRATIONS AND APPLICATIONS

<u>Mark</u>	<u>Jurisdiction</u>	<u>Registration Number/ Serial Number</u>	<u>Registration Date/ Filing Date</u>
COSMETICS COP	Australia	1078216	4/27/2011
EARTH SOURCED	Australia	967453	6/13/2008
PAULA'S CHOICE	Australia	966692	6/10/2008
BEAUTYPEDIA	Canada	TMA834084	10/10/2012
COSMETICS COP	Canada	TMA722816	9/2/2008
PAULA'S CHOICE	Canada	705697	1/25/2008
EARTH SOURCED	China	967453	6/13/2008
PAULA'S CHOICE	China	10460283	2/3/2012
PAULA'S CHOICE	China	10460341	2/3/2012
PAULA'S CHOICE	China	10460325	2/3/2012
BEAUTYPEDIA	European Union	6223226	7/4/2008
EARTH SOURCED	European Union	967453	6/13/2008
PAULA'S CHOICE	European Union	5631494	1/11/2008
PAULA'S CHOICE	Hong Kong	301391364	11/27/2009
COSMETICS COP	International Bureau (WIPO)	1078216	4/27/2011
EARTH SOURCED	International Bureau (WIPO)	967453	6/3/2008
PAULA'S CHOICE	International Bureau (WIPO)	966692	6/10/2008
PAULA'S CHOICE	International Bureau (WIPO)	1026435	10/15/2009
PAULA'S CHOICE	International Bureau (WIPO)	1025626	12/15/2009
COSMETICS COP	Japan	1078216	4/27/2011
EARTH SOURCED	Japan	967453	6/12/2008
COSMETICS COP	Kazakhstan	1078216	4/27/2011
PAULA'S CHOICE	Kazakhstan	966692	6/10/2008
PAULA'S CHOICE	Kazakhstan	1025626	12/15/2009

<u>Mark</u>	<u>Jurisdiction</u>	<u>Registration Number/ Serial Number</u>	<u>Registration Date/ Filing Date</u>
PAULA'S CHOICE	Malaysia	09020550	6/29/2011
PAULA'S CHOICE	Mexico	1194152	12/13/2010
PAULA'S CHOICE	Mexico	1194297	12/14/2010
PAULA'S CHOICE	Philippines	42009011755	5/13/2010
EARTH SOURCED	Republic of Korea	967453	6/13/2008
PAULA'S CHOICE	Republic of Korea	966692	6/10/2008
COSMETICS COP	Russian Federation	1078216	4/27/2011
EARTH SOURCED	Singapore	967453	6/13/2008
PAULA'S CHOICE	Singapore	966692	6/10/2008
BEAUTYPEDIA	South Africa	2011/06683	3/22/2011
COSMETICS COP	South Africa	2011/06681	3/22/2011
COSMETICS COP	South Africa	2011/06682	3/22/2011
PAULA'S CHOICE	South Africa	2011/06679	3/22/2011
PAULA'S CHOICE	South Africa	2011/06680	3/22/2011
COSMETICS COP	Taiwan R.O.C.	1320569	7/16/2008
PAULA'S CHOICE	Taiwan R.O.C.	1320570	7/16/2008
EARTH SOURCED	Taiwan R.O.C.	1533120	9/11/2012
EARTH SOURCED	Vietnam	967453	6/13/2008

COLLECTIVE MEMBERSHIP MARKS

None

UNREGISTERED MARKS

<u>Mark</u>	<u>Jurisdiction</u>	<u>Application Number</u>	<u>Filing Date</u>
COSMETICS COP	India	2138541	5/2/2011
PAULA'S CHOICE	India	2488865	3/4/2013
PAULA'S CHOICE	Indonesia	2007020411	6/26/2007



<u>Mark</u>	<u>Jurisdiction</u>	<u>Application Number</u>	<u>Filing Date</u>
RESIST BY PAULA'S CHOICE	International Bureau (WIPO)	Unfiled	Unfiled
EARTH SOURCED	Malaysia	2011019788	11/10/2011
EARTH SOURCED	Thailand	856649	7/31/12
PAULA'S CHOICE	Thailand	750207	11/17/2009
PAULA'S CHOICE	Vietnam	966692	6/10/2008
PAULA'S CHOICE	Vietnam	1025626	6/10/2008