

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM534597

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
ZO SKIN HEALTH, INC.		07/16/2019	Corporation: CALIFORNIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	BANK OF THE WEST, AS AGENT		
<b>Street Address:</b>	2527 Camino Ramon		
<b>City:</b>	San Ramon		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	94583		
<b>Entity Type:</b>	National Banking Association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 49</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	88368363	Z-FIRM	
<b>Serial Number:</b>	88197687	CONTROLLED DEPTH PEEL	
<b>Registration Number:</b>	5719962	GSR	
<b>Registration Number:</b>	5719959	GETTING SKIN READY	
<b>Registration Number:</b>	5413502	ROZATROL	
<b>Registration Number:</b>	5252365	ZO	
<b>Registration Number:</b>	5433835	ZO-RRS2	
<b>Registration Number:</b>	5418681	ZOX12	
<b>Registration Number:</b>	5228879	ZPRO	
<b>Registration Number:</b>	5162143	REVITATROL	
<b>Registration Number:</b>	5138591	MELAMIN-C	
<b>Registration Number:</b>	4773998	SURFATROL	
<b>Registration Number:</b>	4735210	HYDRAFIRM	
<b>Registration Number:</b>	4754455	ZO CONTROLLED DEPTH PEEL	
<b>Registration Number:</b>	4773997	POMATROL	
<b>Registration Number:</b>	4750572	ZO 3-STEP PEEL	
<b>Registration Number:</b>	4256279	ZO SKIN HEALTH CIRCLE	
<b>Registration Number:</b>	4314218	OILACLEANSE	
<b>Registration Number:</b>	4318377	ZO MEDICAL	

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Property Type	Number	Word Mark
Registration Number:	4407733	VITASCRUB
Registration Number:	4505845	OCLIPSE-C
Registration Number:	4369428	RETAMAX
Registration Number:	4369427	BRIGHTENEX
Registration Number:	4369426	BALATONE
Registration Number:	4369425	NORMACLEANSE
Registration Number:	4359846	ZO SKIN HEALTH CIRCLE MAINTENANCE DAILYS
Registration Number:	4688942	ZO
Registration Number:	4732147	AKNEBRIGHT
Registration Number:	4717109	RESTORACALM
Registration Number:	4717108	BRIGHTAMAX
Registration Number:	4717107	BRIGHTALIVE
Registration Number:	4717106	FOAMACLEANSE
Registration Number:	4964903	LEADING THE WORLD TO SKIN HEALTH
Registration Number:	4717105	LIPREBUILD
Registration Number:	4544128	INVISAPEEL
Registration Number:	4314219	GLYCOGENT
Registration Number:	4700117	CEBATROL
Registration Number:	4498559	AKNETROL
Registration Number:	4403996	MELAMIX
Registration Number:	4369429	MELAMIN
Registration Number:	3774720	OCLIPSE
Registration Number:	3593734	OSSENTIAL
Registration Number:	3534953	OLLUMINATE
Registration Number:	3544801	OMMERSE
Registration Number:	3534951	ORASER
Registration Number:	3443712	ZO
Registration Number:	3443711	ZO
Registration Number:	3699894	REFISSA
Registration Number:	3818858	OFFECTS

**CORRESPONDENCE DATA**

Fax Number: 2138960400

*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.*

Phone: 2138915607

Email: crachina@buchalter.com

Correspondent Name: Corina Rachina

Address Line 1: 1000 Wilshire Blvd.

Address Line 2: 12th Floor

**TRADEMARK**

REEL: 006709 FRAME: 0068

**Address Line 4:** Los Angeles, CALIFORNIA 90017

**NAME OF SUBMITTER:** Corina Rachina

**SIGNATURE:** /s/ Corina Rachina

**DATE SIGNED:** 07/31/2019

**Total Attachments: 13**

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**MEMORANDUM AND NOTICE OF SECURITY INTEREST  
IN INTELLECTUAL PROPERTY**

July 16, 2019

ZO SKIN HEALTH, INC., a California corporation ("Debtor"), whose address is 9685 Research Drive, Irvine, California 92618 hereby acknowledges that, pursuant to the Amended and Restated Loan Agreement (defined below):

1. Debtor has granted to BANK OF THE WEST, as Agent ("Secured Party"), whose address is 2527 Camino Ramon, San Ramon, CA 94583, a security interest in and to all of Debtor's right, title and interest in and to: (a) the trademarks and trademark registrations and applications therefor which are identified on Exhibit A attached hereto and herein incorporated by this reference owned by Debtor (the "Trademarks"), together with the goodwill and assets of the business; (b) the patents and patent applications which are identified on Exhibit B attached hereto and herein incorporated by this reference owned by Debtor (the "Patents"); and (c) the copyright registrations which are identified on Exhibit C attached hereto and herein incorporated by this reference owned by Debtor (the "Copyrights") to which such Trademarks, Patents, and Copyrights are appurtenant and all actions for infringement concerning the foregoing;

The terms and conditions of the aforementioned security interests are contained in that certain Amended and Restated Loan and Security Agreement, dated as of even date herewith (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the "Loan Agreement"), between Debtor and Secured Party, as security for the various obligations as set forth in the Loan Agreement and other agreements referred to therein. Nothing contained in this Memorandum and Notice of Security Interest in Intellectual Property shall be construed as a present or absolute assignment of any of the collateral nor as limiting any interest which the Secured Party may have in any other collateral described in the Loan Agreement or otherwise.

\* \* \* \* \*

*[Signature page follows]*

IN WITNESS WHEREOF, the undersigned has duly executed this document as of the date first written above.

**ZO SKIN HEALTH, INC., as Debtor**

By: 

Name: Mark A. Williams

Title: CEO and President

**EXHIBIT A**

**Trademarks**

<b>No</b>	<b>Liens/Status</b>	<b>Owner</b>	<b>Trademark Title</b>	<b>Serial No./Registration No.</b>	<b>File Date/Date Registered</b>
1.	Pending  No Liens	ZO Skin Health, Inc.	<b>Z-FIRM</b>	88368363	April 2, 2019
2.	Pending  No Liens	ZO Skin Health, Inc.	<b>CONTROLLED DEPTH PEI</b>	88197687	November 16, 2018
3.	Registered  No Liens	ZO Skin Health, Inc.	<b>GSR</b>	5719962	April 9, 2019
4.	Registered  No Liens	ZO Skin Health, Inc.	<b>GETTING SKIN READY</b>	5719959	April 9, 2019
5.	Registered  No Liens	ZO Skin Health, Inc.	<b>ROZATROI</b>	5413502	February 27, 2018


No	Liens/Status	Owner	Trademark Title	Serial No./Registration No.	File Date/Date Registered
6.	Registered No Liens	ZO Skin Health, Inc.		5252365	July 25, 2017
7.	Registered No Liens	ZO Skin Health, Inc.	ZO-RRS2	5433835	March 27, 2018
8.	Registered No Liens	ZO Skin Health, Inc.	ZOX12	5418681	March 6, 2018
9.	Registered No Liens	ZO Skin Health, Inc.	ZPRO	5228879	June 20, 2017
10.	Registered No Liens	ZO Skin Health, Inc.	REVITATROI	5162143	March 14, 2017
11.	Registered No Liens	ZO Skin Health, Inc.	MELAMIN-(	5138591	February 7, 2017

Exhibit A

No	Liens/Status	Owner	Trademark Title	Serial No./Registration No.	File Date/Date Registered
12.	Registered No Liens	ZO Skin Health, Inc.	SURFATROL	4773998	July 14, 2015
13.	Registered No Liens	ZO Skin Health, Inc.	HYDRAFIRM	4735210	May 12, 2015
14.	Registered No Liens	ZO Skin Health, Inc.	ZO CONTROLLED DEPTH PEEI	4754455	June 16, 2015
15.	Registered No Liens	ZO Skin Health, Inc.	POMATROI	4773997	July 14, 2015
16.	Registered No Liens	ZO Skin Health, Inc.	ZO 3-STEP PEEI	4750572	June 9, 2015
17.	Registered No Liens	ZO Skin Health, Inc.	ZO SKIN HEALTH CIRCI	4256279	December 11, 2012

Exhibit A



No	Liens/Status	Owner	Trademark Title	Serial No./Registration No.	File Date/Date Registered
18.	Registered No Liens	ZO Skin Health, Inc.	OILACLEANSE	4314218	April 2, 2013
19.	Registered No Liens	ZO Skin Health, Inc.	ZO MEDICAL	4318377	April 9, 2013
20.	Registered No Liens	ZO Skin Health, Inc.	VITASCUI	4407733	September 24, 2013
21.	Registered No Liens	ZO Skin Health, Inc.	OCLIPSE-(	4505845	April 1, 2014
22.	Registered No Liens	ZO Skin Health, Inc.	RETAMAX	4369428	July 16, 2013
23.	Registered No Liens	ZO Skin Health, Inc.	BRIGHTENEY	4369427	July 16, 2013

Exhibit A


No	Liens/Status	Owner	Trademark Title	Serial No./Registration No.	File Date/Date Registered
24.	Registered No Liens	ZO Skin Health, Inc.	BALATONE	4389426	July 16, 2013
25.	Registered No Liens	ZO Skin Health, Inc.	NORMACLEANSI	4389425	July 16, 2013
26.	Registered No Liens	ZO Skin Health, Inc.		4359846	July 2, 2013
27.	Registered No Liens	ZO Skin Health, Inc.	ZO	4688942	February 17, 2015
28.	Registered No Liens	ZO Skin Health, Inc.	AKNEBRIGHT	4732147	May 5, 2015
29.	Registered No Liens	ZO Skin Health, Inc.	RESTORACALM	4717109	April 7, 2015

Exhibit A

No	Liens/Status	Owner	Trademark Title	Serial No./Registration No.	File Date/Date Registered
30.	Registered No Liens	ZO Skin Health, Inc.	BRIGHTAMAX	4717108	April 7, 2015
31.	Registered No Liens	ZO Skin Health, Inc.	BRIGHTALIV	4717107	April 7, 2015
32.	Registered No Liens	ZO Skin Health, Inc.	FOAMACLEANS	4717106	April 7, 2015
33.	Registered No Liens	ZO Skin Health, Inc.	LEADING THE WORLD TO SKIN TREATMENT	4964903	May 24, 2016
34.	Registered No Liens	ZO Skin Health, Inc.	LIPREBUILI	4717105	April 7, 2015
35.	Registered No Liens	ZO Skin Health, Inc.	INVISAPEEI	4544128	June 3, 2014

Exhibit A

No	Liens/Status	Owner	Trademark Title	Serial No./Registration No.	File Date/Date Registered
36.	Registered No Liens	ZO Skin Health, Inc.	GLYCOGENT	4314219	April 2, 2013
37.	Registered No Liens	ZO Skin Health, Inc.	CEBATROI	4700117	March 10, 2015
38.	Registered No Liens	ZO Skin Health, Inc.	AKNETROI	4498559	March 18, 2014
39.	Registered No Liens	ZO Skin Health, Inc.	MELAMIX	4403996	September 17, 2013
40.	Registered No Liens	ZO Skin Health, Inc.	MELAMIN	4369429	July 16, 2013
41.	Registered No Liens	ZO Skin Health, Inc.	OCLIPSE	3774720	April 13, 2010
42.	Registered No Liens	ZO Skin Health, Inc.	Ossential	3593734	March 24, 2009

Exhibit A


No	Liens/Status	Owner	Trademark Title	Serial No./Registration No.	File Date/Date Registered
43.	Registered No Liens	ZO Skin Health, Inc.	Olluminate	3534953	November 18, 2008
44.	Registered No Liens	ZO Skin Health, Inc.	Ommerse	3544801	December 9, 2008
45.	Registered No Liens	ZO Skin Health, Inc.	Oraser	3534951	November 18, 2008
46.	Registered No Liens	ZO Skin Health, Inc.	ZO	3443712	June 10, 2008
47.	Registered No Liens	ZO Skin Health, Inc.		3443711	June 10, 2008
48.	Registered No Liens	ZO Skin Health, Inc.	REFISSA	3699894	October 20, 2009

Exhibit A

No	Liens/Status	Owner	Trademark Title	Serial No./Registration No.	File Date/Date Registered
49.	Registered No Liens	ZO Skin Health, Inc.	Offects	3818858	July 13, 2010

Exhibit A

**EXHIBIT B**

**Patents**

<b>No</b>	<b>Liens/Status</b>	<b>Owner</b>	<b>Patent Title</b>	<b>Registration/ Application No.</b>	<b>Issue Date/ Filing Date</b>
1.	Registered No Liens	ZO Skin Health, Inc.	POST-PROCEDURE SKIN CARE SYSTEMS, COMPOSITIONS, AND METHODS OF USE THEREOF	9248160	February 2, 2016
2.	Registered No Liens	ZO Skin Health, Inc.	COMPOSITION AND METHOD FOR TREATING SKIN CONDITIONS	9763976	September 19, 2017

**EXHIBIT C**

**Copyrights**

None.

Exhibit C

36336225v2

**RECORDED: 07/31/2019**

**TRADEMARK  
REEL: 006709 FRAME: 0082**