

PATENT ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

RELEASE BY SECURED PARTY

CONVEYING PARTY DATA

Name	Execution Date
Mill Road Capital, L.P.	11/10/2011

RECEIVING PARTY DATA

Name:	Physicians Formula Cosmetics, Inc.
Street Address:	1055 West 8th Street
City:	Azusa
State/Country:	CALIFORNIA
Postal Code:	91702

PROPERTY NUMBERS Total: 32

Property Type	Number
Patent Number:	D466249
Patent Number:	D465609
Patent Number:	D472014
Patent Number:	D471666
Patent Number:	D471317
Patent Number:	D470973
Patent Number:	D478686
Patent Number:	D480507
Patent Number:	D480508
Patent Number:	D495446
Patent Number:	D482496
Patent Number:	D482495
Patent Number:	D508145
Patent Number:	D516742
Patent Number:	D516743

OP \$1280.00 D466249

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PATENT
REEL: 027242 FRAME: 0427

Patent Number:	D516744
Patent Number:	D516745
Patent Number:	D517728
Patent Number:	D518230
Patent Number:	D519241
Patent Number:	D519240
Patent Number:	D521187
Patent Number:	D522174
Patent Number:	D532558
Patent Number:	D549393
Patent Number:	D567077
Patent Number:	D582099
Patent Number:	D582100
Patent Number:	D583505
Patent Number:	D583100
Patent Number:	D470974
Patent Number:	D599113

CORRESPONDENCE DATA

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NAME OF SUBMITTER:

Tonya M. Berger

Total Attachments: 5

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RELEASE OF PATENT SECURITY

This Release of Patent Security is made as of the 10th day of November, 2011 (the "Payoff Date"), by and between PHYSICIANS FORMULA COSMETICS, INC., a Delaware corporation with an office at 1055 West 8th Street, Azusa, California 91702 ("Debtor") and MILL ROAD CAPITAL, L.P., a Delaware limited partnership with an office at Two Sound View Drive, Greenwich, CT 06830 ("Secured Party").

WHEREAS, a security agreement between Debtor and Secured Party ("Security Agreement") was recorded on November 6, 2009 and November 9, 2009 by the Patent Assignment Division of the U.S. Patent and Trademark Office, Reel/Frame 023471/0910 and 023486/0372, respectively.

WHEREAS, Debtor has repaid the obligations owed to Secured Party under the Security Agreement and Secured Party has agreed to terminate, release and discharge its security interest in all the patents listed on Schedule A.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Debtor and Secured Party hereby agree as follows:

As of the Payoff Date, all of Secured Party's security interests, liens, pledges, mortgages, and other encumbrances of any kind whatsoever created pursuant to the Security Agreement (collectively, the "Security Interests") shall be automatically terminated, released and discharged, and the Secured Party hereby authorizes Debtor to file any such documents, including filings with the U.S. Patent and Trademark Office against the patents listed in Schedule A hereto, as shall be necessary to effect the termination, release and discharge of all of the Security Interests. In addition, promptly upon the request of Debtor, Secured Party will do any and all other acts and things and execute and deliver any and all other documents or instruments that Debtor may reasonably require.

This Release may be executed in any number of counterparts, but all of such counterparts shall together constitute one and the same instrument. This Release shall be governed and construed in accordance with the laws of the State of New York, without regard to the principles thereof relating to conflict of laws.

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IN WITNESS WHEREOF, each of the parties hereto has caused this document to be signed on the date appearing below by a duly authorized representative.

PHYSICIANS FORMULA
COSMETICS, INC.

By: _____

Name: _____

Title: _____

MILL ROAD CAPITAL, L.P.

By:  _____

Name: Charles Goldman

Title: Managing Director

IN WITNESS WHEREOF, each of the parties hereto has caused this document to be signed on the date appearing below by a duly authorized representative.

PHYSICIANS FORMULA
COSMETICS, INC.

By: 

Name: HAROLD JACHET

Title: CEO

MILL ROAD CAPITAL, L.P.

By: _____

Name: Charles Goldman

Title: Managing Director

Signature Page to Release of Patent Security

SCHEDULE A

UNITED STATES ISSUED PATENTS

Item	Patent Number
Jungle Fever – Leopard powder design	D466,249
Jungle Fever – Tiger powder design	D465,609
Jungle Fever – Tiger Bronzing Cream	D472,014
Jungle Fever – Leopard Bronzing Cream	D471,666
LB FancyPansy – Pansy Pan	D471,317
Camouflage – Sergeant Shadow	D470,973
Camouflage – Corporal Cream Bronzer	D478,686
LB SunnyBuddy – Sunflower Pan	D480,507
LB OopsiDaisy – Daisy Pan	D480,508
Virtual Face Powder – Pan	D495,446
Retro Glow – Round Compact	D482,496
Retro Glow – Oval Compact	D482,495
Loose-to-Go Pan Design	D508,145
Solar Powder Triangular	D516,742
Sunny Bunch	D516,743
Magic Mosaic	D516,744
Revined	D516,745
Baked Blush	D517,728
Solar Powder 3-D	D518,230
Starlight	D519,241
Cream Blush	D519,240
Face Aid	D521,187
Solar Powder Variation	D522,174
Cosmetic Container	D532,558
Cosmetic Container	D549,393
Carton with Extendable Printable Surface	D567,077
Cosmetic Container	D582,099
Cosmetic Container	D582,100
Lip Butter Paper Compact (with recessed mirror)	D583,505
Paper Compact Container (with mirror)	D583,100
Cosmetic Block	D470,974
Mineral Wear Veil (Cosmetic Brush)	D599,113

UNITED STATES PATENT APPLICATIONS

None.

FOREIGN PATENTS OWNED

Country	Item	Patent No.
Australia	Cosmetic Block – Starlight	306669
Australia	Cosmetic Block – Cream Blush	306595
Australia	Cosmetic Block – Face Aid	306770
Australia	Cosmetic Container	318469
Australia	Cosmetic Container	311002
Australia	Cosmetic Block	304171
Australia	Flat Mascara Container	309292
Australia	Carton with Extended Printable Surface	317340
Australia	Cosmetic Container	322150
Australia	Cosmetic Block - Magic Mosaic	AU3041715
Canada	Cosmetic Block	111406
Canada	Cosmetic Block	111407
Canada	Cosmetic Block	111408
Canada	Summer Eclipse Bronzing Powder	113194
Canada	Cosmetic Block	113196
Canada	Cosmetic Block	113209
Canada	Cosmetics Container	123138
Canada	Cosmetics Container	117137
Canada	Solar Powder SPF 20 Face Powder	111373
Canada	F.L.A.T. Mascara	116088
Canada	Cosmetic Block – Solar Powder	111372
Canada	Cosmetic Block – Baked Blush	111405
Canada	Cosmetic Block – Solar Powder Design with Triangular Rays	111374
Canada	Cosmetic Block – Solar Powder Design with Embossed SPF	111373
Canada	Lip Butter Paper Compact	126670
Canada	Eye Shadow Paper Compact	126669
Canada	Loose Powder Jar	124009
Canada	Carton with Extendable Printable Surface	122305