

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM397826

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Release of Security Interest in Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
CITICORP USA, INC.		09/07/2016	Corporation:
RECEIVING PARTY DATA			
Name:	Revlon Consumer Products Corporation		
Street Address:	One New York Plaza		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10004		
Entity Type:	Corporation: DELAWARE		
Name:	Beautyge Brands USA, Inc.		
Street Address:	9560 Towne Centre Drive		
Internal Address:	Suite 200		
City:	San Diego		
State/Country:	CALIFORNIA		
Postal Code:	92121		
Entity Type:	Corporation: DELAWARE		
Name:	Creative Nail Design, inc.		
Street Address:	9560 Towne Centre Drive		
Internal Address:	Suite 200		
City:	San Diego		
State/Country:	CALIFORNIA		
Postal Code:	92121		
Entity Type:	Corporation: CALIFORNIA		
PROPERTY NUMBERS Total: 51			
Property Type	Number	Word Mark	
Serial Number:	86831776	AMERICAN CREW SHAVING SKINCARE	
Registration Number:	2810408	C C-SYSTEM	
Registration Number:	3466955	C-SYSTEM	
Registration Number:	4906272	GROOM TO WIN	
Registration Number:	2339212	MOP	

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Property Type	Number	Word Mark
Serial Number:	86621181	WHERE THERE'S MAN THERE'S CREW
Registration Number:	4731635	C
Registration Number:	4970355	CND C CREATIVE PLAY
Registration Number:	4852821	CND C LED 3C TECHNOLOGY COMPLETE CHROMAT
Registration Number:	4848017	CND C SHELLAC XPRESS5
Registration Number:	4716871	CND C
Registration Number:	5004273	CND SHELLAC XPRESS5
Registration Number:	4917660	CUCUMBER HEEL THERAPY
Serial Number:	86818161	MATCH XPERT
Registration Number:	4792078	OFFLY FAST
Registration Number:	4791974	RESCUERXX
Registration Number:	4810820	SHELLAC
Registration Number:	4848016	XPRESS5
Serial Number:	86818386	RIDGEFX
Registration Number:	4842179	ALMAY INTENSE I-COLOR EVENING SMOKY
Registration Number:	4842182	ALMAY INTENSE I-COLOR EVERYDAY NEUTRALS
Registration Number:	4787287	ALMAY SIMPLY AMERICAN
Registration Number:	4791690	ALMAY SMART SHADE BUTTER KISS
Serial Number:	86716940	ALMAY THE COMPLETE LOOK
Registration Number:	4697101	CHIP DEFIANT
Serial Number:	86670773	KISS CUBE
Registration Number:	4924444	LOVE IS ON
Registration Number:	4791515	LOVE IS ON
Serial Number:	86732398	M ADVANCED CONTROL
Serial Number:	86724044	MAXO
Serial Number:	86720152	MITCHUM DRY
Serial Number:	86664450	MITCHUM SENSITIVESKIN
Registration Number:	4787266	NO TEXT RED
Registration Number:	4787263	PLAY WITH COLOR
Serial Number:	86665041	PURE ICE SHINE
Registration Number:	4800716	REVLON COLOR EFFECTS
Registration Number:	4744636	REVLON COLORSTAY GEL ENVY DIAMOND TOP CO
Serial Number:	86689297	REVLON EYES, CHEEKS + LIPS
Registration Number:	4791517	REVLON LOVE IS ON
Registration Number:	5000093	REVLON LOVE IS ON MILLION DOLLAR CHALLENGE
Registration Number:	4761628	REVLON LUMINOUS PLATINUM POWDER
Serial Number:	86666626	REVLON MEN'S SERIES
Registration Number:	4761005	REVLON PHOTOREADY EYE ART

Property Type	Number	Word Mark
Serial Number:	86701577	REVLON SALON MASTERS
Serial Number:	86763201	REVLON SALON STARS
Registration Number:	4871452	REVLON TRANSFORMING EFFECTS
Registration Number:	4744801	REVLON ULTRA HD
Serial Number:	86712501	ROMANTIC NUDES
Registration Number:	4778617	SHADESMART TECHNOLOGY
Registration Number:	4932576	TOP SPEED
Registration Number:	4932574	TRANSFORMING EFFECTS

CORRESPONDENCE DATA

Fax Number: 2123108007
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: 212.310.8104
Email: Juan.Arias@weil.com
Correspondent Name: Justina Chen
Address Line 1: Weil, Gotshal & Manges LLP
Address Line 2: 767 Fifth Avenue
Address Line 4: New York, NEW YORK 10153

NAME OF SUBMITTER:	JUSTINA CHEN
SIGNATURE:	/JUSTINA CHEN/
DATE SIGNED:	09/08/2016

Total Attachments: 8

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NOTICE OF RELEASE OF
SECURITY INTEREST IN TRADEMARKS

WHEREAS, pursuant to the Trademark Security Agreements listed on Schedule I hereto, recorded at the Reel and Frame locations set forth on Schedule I hereto, each of Revlon Consumer Products Corporation, a Delaware corporation, Beautyge Brands USA, Inc., a Delaware corporation, and Creative Nail Design, Inc., a California corporation (each a "Grantor" and, collectively, the "Grantors"), as collateral security for the full, prompt and complete payment and performance when due (whether at stated maturity, by acceleration or otherwise) of the Secured Obligations of such Grantor, mortgaged, pledged and hypothecated to Citicorp USA, Inc., as Collateral Agent (the "Collateral Agent"), and granted to the Collateral Agent for the benefit of the Secured Parties a lien on and security interest in, all of such Grantor's right, title and interest in, to and under the following Collateral of such Grantor (the "Trademark Collateral"): (a) all of its Trademarks and Trademark Licenses to which it is a party, including, without limitation those referred to on Schedule II hereto; (b) all goodwill of the business connected with the use of, and symbolized by, each Trademark; and (c) all Proceeds of the foregoing, including, without limitation, any claim by Grantor against third parties for past, present, future (i) infringement or dilution of any Trademark or Trademark licensed under any Trademark License or (ii) injury to the goodwill associated with any Trademark or any Trademark licensed under any Trademark License.

WHEREAS, pursuant to the Payoff Letter, dated as of September 7, 2016, by and among the Collateral Agent and Revlon Consumer Products Corporation, a Delaware corporation (the "Company"), the Company has requested and the Collateral Agent has agreed to procure, execute and deliver to the Company, at the expense of the Company, such documents confirming and carrying out the release and discharge of the Secured Parties' security interest in the Trademark Collateral; and

WHEREAS, the Collateral Agent wishes to provide a document suitable for recording in the United States Patent and Trademark Office for purposes of recording the release and discharge of its security interest in the Trademark Collateral.

NOW THEREFORE, in consideration of the premises and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Collateral Agent does hereby agree as follows:

1. Release. As of the date listed on the signature page hereto, the Collateral Agent hereby releases and discharges its lien on and security interest in the Trademark Collateral.

2. Further Assurances. The Collateral Agent hereby agrees, at the Company's expense, to execute such instruments and to take such other actions as the Company may reasonably request to terminate the Collateral Agent's security interest in the relevant Trademark Collateral.

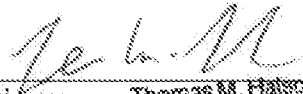
3. Governing Law. This Notice of Release of Security Interest in Trademarks shall be governed by and construed and interpreted in accordance with the laws of the State of New York.

4. Definitions. Capitalized terms used herein and not defined shall have the respective meanings ascribed or ascribed by reference to such terms in the applicable Trademark Security Agreement.

[Signature Page Follows]

IN WITNESS WHEREOF, the Collateral Agent has caused this Notice of Release of Security Interest in Trademarks to be duly executed as of this 7th day of September 2016.

CITICORP USA, INC.,
as Collateral Agent

By: 
Name: Thomas M. Halsch
Title: Vice President

[Signature Page to Notice of Release of Security Interest in Trademarks]






SCHEDULE I


Trademark Security Agreements


1. Trademark Security Agreement, dated as of July 31, 2015, by each of the Grantors in favor of the Collateral Agent, recorded in the United States Patent and Trademark Office on August 9, 2015 at Reel 5596, Frame 0437.
2. Trademark Security Agreement, dated as of January 29, 2016, by each of the Grantors in favor of the Collateral Agent, recorded in the United States Patent and Trademark Office on February 3, 2016 at Reel 5723, Frame 0516.


SCHEDULE II

Trademarks

No.	Trademark	App. No. App. Date	Reg. No. Reg. Date	Status	Owner	Reel/Frame #s
1.	AMERICAN CREW SHAVING 	86831776 25-NOV-2015		Pending Intent To Use	Beautyge Brands USA, Inc.	5723/0516
2.	SKINCARE C C-SYSTEM {image}	76508638 22-APR-2003	2810408 03-FEB-2004	Renewed in 2014	Beautyge Brands USA, Inc.	5203/0462
3.	C-SYSTEM	77333001 19-NOV-2007	3466955 15-JUL-2008	Registered	Beautyge Brands USA, Inc.	5203/0462
4.	GROOM TO WIN	86619352 05-MAY-2015	4906272 23-FEB-2016	Registered	Beautyge Brands USA, Inc.	5596/0437
5.	MOP	75480959 07-MAY-1998	2339212 04-APR-2000	Renewed in 2010	Beautyge Brands USA, Inc.	5203/0462
6.	WHERE THERE'S MAN THERE'S CREW	86621181 06-MAY-2015		Pending Intent To Use	Beautyge Brands USA, Inc.	5596/0437
7.	C 	86460324 20-NOV-2014	4731635 05-MAY-2015	Registered	Creative Nail Design, Inc.	5596/0437
8.	CND C CREATIVE  creative play	86627768 13-MAY-2015	4970355 31-MAY-2016	Registered	Creative Nail Design, Inc.	5596/0437
9.	CND C LED 3C TECHNOLOGY COMPLETE CHROMATIC CURE 	86589143 07-APR-2015	4852821 10-NOV-2015	Registered	Creative Nail Design, Inc.	5596/0437 5723/0516
10.	CND C SHELLAC XPRESS5	86540362 20-FEB-2015	4848017 03-NOV-2015	Registered Partial Section 2(F)	Creative Nail Design, Inc.	5596/0437 5723/0516
11.	CND C 	85778785 14-NOV-2012	4716871 07-APR-2015	Registered Section 44 (D)	Creative Nail Design, Inc.	5203/0462 5596/0437
12.	CND SHELLAC XPRESS5	86540370 20-FEB-2015	5004273 19-JUL-2016	Registered Partial Section 2(F)	Creative Nail Design, Inc.	5596/0437

No.	Trademark	App. No. App. Date	Reg. No. Reg. Date	Status	Owner	Reel/Frame #s
13.	CUCUMBER HEEL THERAPY	86516526 28-JAN-2015	4917660 15-MAR-2016	Registered Section 2(F)	Creative Nail Design, Inc.	5596/0437
14.	MATCH XPERT	86818161 12-NOV-2015		Pending Intent To Use	Creative Nail Design, Inc.	5723/0516
15.	OFFLY FAST	86447906 07-NOV-2014	4792078 11-AUG-2015	Registered Section 44(D)	Creative Nail Design, Inc.	5723/0516
16.	RESCUERXX	86397318 17-SEP-2014	4791974 11-AUG-2015	Registered	Creative Nail Design, Inc.	5723/0516
17.	SHELLAC	86012783 17-JUL-2013	4810820 15-SEP-2015	Registered Section 2(F)	Creative Nail Design, Inc.	5263/0462 5723/0516
18.	XPRESS5	86539895 19-FEB-2015	4848016 03-NOV-2015	Registered	Creative Nail Design, Inc.	5596/0437 5723/0516
19.	RIDGEFX	86618386 12-NOV-2015		Pending Intent To Use	Creative Nail Design, Inc.	5723/0516
20.	ALMAY INTENSE I-COLOR EVENING SMOKY	86282057 15-MAY-2014	4842179 27-OCT-2015	Registered	Revlon Consumer Products Corporation	5723/0516
21.	ALMAY INTENSE I-COLOR EVERYDAY NEUTRALS	86284607 19-MAY-2014	4842182 27-OCT-2015	Registered	Revlon Consumer Products Corporation	5723/0516
22.	ALMAY SIMPLY AMERICAN	86349578 26-JUL-2014	4787397 04-AUG-2015	Registered	Revlon Consumer Products Corporation	5723/0516
23.	ALMAY SMART SHADE BUTTER KISS	86289315 22-MAY-2014	4791690 11-AUG-2015	Registered	Revlon Consumer Products Corporation	5723/0516
24.	ALMAY THE COMPLETE LOOK	86716940 6-AUG-2015		Pending Intent To Use	Revlon Consumer Products Corporation	5723/0516
25.	CHIP DEFIANT	86173487 23-JAN-2014	4697101 03-MAR-2015	Registered	Revlon Consumer Products Corporation	5596/0437
26.	KISS CUBE	86670773 23-JUN-2015		Pending Intent To Use	Revlon Consumer Products Corporation	5596/0437
27.	LOVE IS ON	86707071 28-JUL-2015	4924444 22-MAR-2016	Registered	Revlon Consumer Products Corporation	5723/0516
28.	LOVE IS ON	86249880 11-APR-2014	4791515 11-AUG-2015	Registered	Revlon Consumer Products Corporation	5723/0516
29.	M ADVANCED 	86732398 21-AUG-2015		Pending Intent To Use	Revlon Consumer Products Corporation	5723/0516
30.	CONTROL MAXO	86724044 13-AUG-2015		Pending Intent To Use	Revlon Consumer Products Corporation	5723/0516

No.	Trademark	App. No. App. Date	Reg. No. Reg. Date	Status	Owner	Reel/Frame #s
31.	MITCHUM DRY	86720152 10-AUG-2015		Pending Intent To Use	Revlon Consumer Products Corporation	5723/0516
32.	MITCHUM SENSITIVESKIN	86664450 16-JUN-2015		Pending Intent To Use	Revlon Consumer Products Corporation	5596/0437
33.	NO TEXTI RED	86341004 18-JUL-2014	4787366 04-AUG-2015	Registered	Revlon Consumer Products Corporation	5723/0516
34.	PLAY WITH COLOR	86340351 17-JUL-2014	4787263 04-AUG-2015	Registered	Revlon Consumer Products Corporation	5723/0516
35.	 PURE ICE SHINE	86665041 17-JUN-2015		Pending Intent To Use	Revlon Consumer Products Corporation	5596/0437
36.	REVLON COLOR EFFECTS	86288619 22-MAY-2014	4800716 25-AUG-2015	Registered	Revlon Consumer Products Corporation	5723/0516
37.	REVLON COLORSTAY GEL ENVY DIAMOND TOP COAT	86176438 27-JAN-2014	4744636 26-MAY-2015	Registered	Revlon Consumer Products Corporation	5596/0437
38.	REVLON EYES, CHEEKS + LIPS	86689297 10-JUL-2015		Pending Intent To Use	Revlon Consumer Products Corporation	5723/0516
39.	REVLON LOVE IS ON	86250275 11-APR-2014	4791517 11-AUG-2015	Registered	Revlon Consumer Products Corporation	5723/0516
40.	REVLON LOVE IS ON MILLION DOLLAR CHALLENGE	86749692 08-SEP-2015	5006093 12-JUL-2016	Registered	Revlon Consumer Products Corporation	5723/0516
41.	REVLON LUMINOUS PLATINUM POWDER	86269785 02-MAY-2014	4761628 23-JUN-2015	Registered	Revlon Consumer Products Corporation	5596/0437
42.	REVLON MEN'S SERIES	86666626 18-JUN-2015		Pending Intent To Use	Revlon Consumer Products Corporation	5596/0437
43.	REVLON PHOTOREADY EYE ART	86084623 07-OCT-2013	4761005 23-JUN-2015	Registered	Revlon Consumer Products Corporation	5596/0437
44.	REVLON SALON MASTERS	86701577 22-JUL-2015		Pending Intent To Use	Revlon Consumer Products Corporation	5723/0516
45.	REVLON SALON STARS	86763201 21-SEP-2015		Pending Intent To Use	Revlon Consumer Products Corporation	5723/0516
46.	REVLON TRANSFORMING EFFECTS	86291896 27-MAY-2014	4871452 15-DEC-2015	Registered	Revlon Consumer Products Corporation	5723/0516
47.	REVLON ULTRA HD	86210352 04-MAR-2014	4744801 26-MAY-2015	Registered	Revlon Consumer Products Corporation	5596/0437
48.	ROMANTIC NUDES	86712501 03-AUG-2015		Pending Intent To Use	Revlon Consumer Products Corporation	5723/0516
49.	SHADESMART TECHNOLOGY	86285911 20-MAY-2014	4778617 21-JUL-2015	Registered	Revlon Consumer Products Corporation	5723/0516

No.	Trademark	App. No. App. Date	Reg. No. Reg. Date	Status	Owner	Reel/Frame #s
50.	 TOP SPEED	86799854 26-OCT-2015	4932576 05-APR-2016	Registered	Revlon Consumer Products Corporation	5723/0516
51.	TRANSFORMING EFFECTS	86797297 23-OCT-2015	4932574 05-APR-2016	Registered	Revlon Consumer Products Corporation	5723/0516