Form <b>PTO-1594</b> (Rev. 07/05) OMB Collection 0651-0027 (exp. 6/30/2008)	02-	05-2010		MENT OF COMMERCE tand Trademark Office
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To the Director of the U. S. Patent and Trac	10	3588406	unents or the new	address(es) below.
1. Name of conveying party(ies):		2. Name and address	of receiving pa	rty(ies)
UNION BANK		Additional names, addres	ses, or citizenship a	
		Name: Physicians For	rmula Cosmetics, Ir	ic.
☐ Individual(s) ☐ Association		Internal Address:		
General Partnership Limited Partner	ership	Street Address: 1055		
Corporation- State:		City: Azusz	o west our street	
Other				
Citizenship (see guidelines)		State: <u>California</u> Country: <u>USA</u>	71.	2: 01702
Additional names of conveying parties attached?	Yes 🗸 No			J. 91702
3. Nature of conveyance )/Execution Date(s)	<del></del>	General Partnershi		
	•	Limited Partnership		1
Execution Date(s) November 6, 2009	<del></del>	✓ Corporation Citize	enship <u>Delaware</u>	
Assignment Merger		Other		
Security Agreement Change of N	lame	If assignee is not domicil representative designation		
Other Release of Trademark Security		(Designations must be	a separate docume	ent from assignment)
4. Application number(s) or registration num  A. Trademark Application No.(s)	ber(s) an	d identification or desc B. Trademark Registra	•	ademark.
A. Trademark Application No.(9)		78401071; 78401065; 78	• •	continued
FEB - 4 2010		Additional s	sheet(s) attached?	✓ Yes No
C. Identification or Description of Trademark(s) (	and Filing	Date if Application or R	legistration Numb	er is unknown):
1 1 1				
5. Name & address of party to whom corresp	ondence	6. Total number of a	anlinations and	
concerning document should be mailed:		registrations invol		97
Name: Morgan, Lewis & Bockius LLP-				
Internal Address: <u>Kathryn Romano, Paralegal</u>		7. Total fee (37 CFR		
		· =	be charged by cre be charged to dep	ž –
Street Address: 300 S. Grand Avenue, 22nd Floor		Enclosed	be charged to dep	Josh account
		8. Payment Informati	ion:	
City: Los Angeles			.ast 4 Numbers _	
State: California Zip: 90071-3132	<u> </u>		Expiration Date _	
Phone Number: 213.612.7302		b. Deposit Accoun		00000037 78401071
Fax Number: 213.612.2501		Authorized (4)	C: 8521	40.00 0
Email Address: kromano@morganlewis.com  9. Signature:				2488. AP DI
9. Signature: Signature:	mm ire	<u> </u>		y 1, 2010
Kathryn Romano			al number of pages inc	cluding cover 12
Name of Person Sign	ning	sh	eet, attachments, and	document:

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

# **SCHEDULE A**

# **TRADEMARKS**

Legal Ownership	Mark	Application/ Registration Number	Date of Filing/ Issuance	Territory
Physicians Formula Cosmetics, Inc.	Baked Blush	78401071	04/13/2004	USPTO
Physicians Formula Cosmetics, Inc.	Baked Foundation	78401065	04/13/2004	USPTO
Physicians Formula Cosmetics, Inc.	Flush Blush	78024899	09/07/2000	USPTO
Physicians Formula Cosmetics, Inc.	Physicians Formula	78165659	09/19/2002	USPTO
Physicians Formula Cosmetics, Inc.	Planet Foundation	78225194	03/13/2003	USPTO
Physicians Formula Cosmetics, Inc.	Skin-In-A-Tube	78401082	04/13/2004	USPTO
Physicians Formula Cosmetics, Inc.	Aqua Cover	2599366	07/23/2002	USPTO
Physicians Formula Cosmetics, Inc.	Aquacheeks	2613511	08/27/2002	USPTO
Physicians Formula Cosmetics, Inc.	Baked Bronzer	2801528	12/30/2003	USPTO
Physicians Formula Cosmetics, Inc.	Baked Collection	2953835	05/17/2005	USPTO
Physicians Formula Cosmetics, Inc.	Battle Bronzer	2650663	11/12/2002	USPTO
Physicians Formula Cosmetics, Inc.	Beauty Spiral	2352779	05/23/2000	USPTO
Physicians Formula Cosmetics, Inc.	Beauty Spiral	2547162	03/12/2002	USPTO
Physicians Formula Cosmetics, Inc.	Berry-Go-Round	2580400	06/11/2002	USPTO
Physicians Formula Cosmetics, Inc.	Beyond Moisture	1970596	04/23/1996	USPTO
Physicians Formula Cosmetics, Inc.	Blush Palette	2598217	07/23/2002	USPTO
Physicians Formula Cosmetics, Inc.	Bright Collection	2841745	05/11/2004	USPTO
Physicians Formula Cosmetics, Inc.	Brow Corrector	2384341	09/05/2000	USPTO
Physicians Formula Cosmetics, Inc.	Char-Kohl	2803685	01/06/2004	USPTO

Release of IP Security Interests DB2/21406331.4

Legal Ownership	Mark	Application/ Registration Number	Date of Filing/ Issuance	Territory
Physicians Formula Cosmetics, Inc.	Cinnamon Roll	2599557	07/23/2002	USPTO
Physicians Formula Cosmetics	Clear Water	2619015	09/10/2002	USPTO
Physicians Formula Cosmetics	Concealer 101	2852080	06/08/2004	USPTO
Physicians Formula Cosmetics	Concealer Twins	2398555	10/24/2000	USPTO
Physicians Formula Cosmetics	Correct & Cover	2384357	09/05/2000	USPTO
Physicians Formula Cosmetics	Creme De Velours	2356270	06/06/2000	USPTO
Physicians Formula Cosmetics	Crystal Ball	78396217	04/05/2004	USPTO
Physicians Formula Cosmetics	Drops of Bronze	2413065	12/12/2000	USPTO
Physicians Formula Cosmetics, Inc.	Drops of Crystal	2942286	04/19/2005	USPTO
Physicians Formula Cosmetics, Inc.	Dust of Bronze	2422061	01/16/2001	USPTO
Physicians Formula Cosmetics, Inc.	Dust of Crystal	2659956	12/10/2002	USPTO
Physicians Formula Cosmetics, Inc.	Dust of Gold	2464337	06/26/2001	USPTO
Physicians Formula Cosmetics, Inc.	Eye-Tech	2735561	07/08/2003	USPTO
Physicians Formula Cosmetics, Inc.	Eyebrightener	2288310	10/19/1999	USPTO
Physicians Formula Cosmetics, Inc.	Eyebrightener	2441239	04/03/2001	USPTO
Physicians Formula Cosmetics, Inc.	Eyeliner Palette	2670728	01/07/2003	USPTO
Physicians Formula Cosmetics, Inc.	Face Lace	2852079	06/08/2004	USPTO
Physicians Formula Cosmetics, Inc.	Fineline	2277124	09/14/1999	USPTO
Physicians Formula Cosmetics, Inc.	Gentle Cover	2230761	03/09/1999	USPTO
Physicians Formula Cosmetics, Inc.	Gentle Wear	1495593	07/12/1988	USPTO
Physicians Formula Cosmetics, Inc.	Geometric Colors	2520864	12/18/2001	USPTO

Legal Ownership	Mark	Application/ Registration Number	Date of Filing/ Issuance	Territory
Physicians Formula Cosmetics, Inc.	Globe-Trotter	2596066	07/16/2002	USPTO
	Heart of Gold	2649396	11/12/2002	USPTO
Physicians Formula Cosmetics, Inc.	Heart of Gold	2049390	11/12/2002	03110
Physicians Formula	Heart of Gold	2586654	06/25/2002	USPTO
Cosmetics, Inc.				
Physicians Formula	Heartbreaker	2670304	12/31/2002	USPTO
Cosmetics, Inc.				
Physicians Formula	Hide Out	3115027	07/11/2006	USPTO
Cosmetics	7	2022072	12/20/2005	LICENTO
Physicians Formula	Instant Makeover	3033073	12/20/2005	USPTO
Cosmetics, Inc.	Tool	0700505	0.4/0.2/0.000	LIGDTO
Physicians Formula	Jungle Fever	2709526	04/22/2003	USPTO
Cosmetics, Inc.			00/00/0000	I I CONTROL
Physicians Formula	Lash-In-A-Tube	2770397	09/30/2003	USPTO
Cosmetics, Inc.		1010010	01/1/6/1006	LIGDEO
Physicians Formula	Le Velvet	1949213	01/16/1996	USPTO
Cosmetics, Inc.		111111111111111111111111111111111111111	0.000	
Physicians Formula	Le Velvet Film	1122628	07/24/1979	USPTO
Cosmetics, Inc.	ļ	76016404	00/04/0001	HODEO
Physicians Formula	Lieutenant Lash	76316484	09/24/2001	USPTO
Cosmetics, Inc.		2.107.10.1	11/01/0000	HGDEG
Physicians Formula	Lip Color	2407434	11/21/2000	USPTO
Cosmetics, Inc.	Corrector	205(26)	0.6.10.6.10.000	LICETO
Physicians Formula	Lip Spectrum	2356269	06/06/2000	USPTO
Cosmetics, Inc.		0010110	00/04/0004	Hanne
Physicians Formula	Loose-To-Go	2818418	02/24/2004	USPTO
Cosmetics, Inc.		2016065	05/05/0004	LIGREO
Physicians Formula	Magic Cube	2846865	05/25/2004	USPTO
Cosmetics, Inc.	\ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \	0.450006	06/10/0001	TIGREO
Physicians Formula Cosmetics, Inc.	Mini Dose	2459896	06/12/2001	USPTO
Physicians Formula	Month 2 Month	2408984	11/28/2000	USPTO
Cosmetics, Inc.	Wionth 2 Wionth	2700707	11/26/2000	051 10
Physicians Formula	Mood Swirls	2602854	07/30/2002	USPTO
Cosmetics, Inc.	141000 D MILIS	2002037	01/30/2002	00110
Physicians Formula	Moonglow	2633330	10/08/2002	USPTO
Cosmetics, Inc.	Moonglow	2033330	10/00/2002	
Physicians Formula Cosmetics, Inc.	Only From Physicians Formula!	2691072	02/25/2003	USPTO

Legal Ownership	Mark	Application/ Registration Number	Date of Filing/ Issuance	Territory
Physicians Formula Cosmetics, Inc.	P	2874954	08/17/2004	USPTO
Physicians Formula Cosmetics, Inc.	P	2973126	07/19/2005	USPTO
Physicians Formula Cosmetics, Inc.	P Physicians Formula Intensive Therapy M	1735589	11/24/1992	USPTO
Physicians Formula Cosmetics, Inc.	P Physicians Formula Intensive Therapy M	1759042	03/16/1993	USPTO
Physicians Formula Cosmetics, Inc.	Peach-To-Glow	2228941	03/02/1999	USPTO
Physicians Formula Cosmetics, Inc.	Pearls of Perfection	2460119	06/12/2001	USPTO
Physicians Formula Cosmetics, Inc.	Pearls of Perfection	2650551	11/12/2002	USPTO
Physicians Formula Cosmetics, Inc.	Physicians Formula	1187307	01/26/1982	USPTO
Physicians Formula Cosmetics, Inc.	Planet Blush	2596062	07/16/2002	USPTO
Physicians Formula Cosmetics, Inc.	Planet Eyes	2489120	09/11/2001	USPTO
Physicians Formula Cosmetics, Inc.	Plentifull	2003717	09/24/1996	USPTO
Physicians Formula Cosmetics, Inc.	Powder Palette	2400377	10/31/2000	USPTO
Physicians Formula Cosmetics, Inc.	Plump Palette	3074502	03/28/2006	USPTO
Physicians Formula Cosmetics, Inc.	Retro Glow	2664520	12/17/2002	USPTO
Physicians Formula Cosmetics, Inc.	Seducer	2622305	09/17/2002	USPTO
Physicians Formula Cosmetics, Inc.	Self Defense	2475987	08/07/2001	USPTO
Physicians Formula Cosmetics, Inc.	Sensitive Skin? Be Sensible!	2583857	06/18/2002	USPTO
Physicians Formula Cosmetics, Inc.	Sergeant Shadow	2644432	10/29/2002	USPTO
Physicians Formula Cosmetics, Inc.	Shine Away	2030318	01/14/1997	USPTO
Physicians Formula Cosmetics, Inc.	Silver Moon	2626623	09/24/2002	USPTO

Legal Ownership	Mark	Application/ Registration Number	Date of Filing/ Issuance	Territory
Physicians Formula Cosmetics, Inc.	Skinsitive	2673075	01/07/2003	USPTO
Physicians Formula Cosmetics, Inc.	Star Perfection	2852078	06/08/2004	USPTO
Physicians Formula Cosmetics, Inc.	Summer Eclipse	2721774	06/03/2003	USPTO
Physicians Formula Cosmetics, Inc.	Summer Shimmer	2493092	09/25/2001	USPTO
Physicians Formula Cosmetics, Inc.	Sun Shield	1257282	11/15/1983	USPTO
Physicians Formula Cosmetics	Sun-In-A-Brush	2650683	11/12/2002	USPTO
Physicians Formula Cosmetics, Inc.	To Any Lengths	2070859	06/10/1997	USPTO
Physicians Formula Cosmetics, Inc.	Total Perfection	2371937	09/01/2000	USPTO
Physicians Formula Cosmetics, Inc.	Virtual Eyes	2526119	01/01/2002	USPTO
Physicians Formula Cosmetics, Inc.	Virtual Face Powder	2805872	01/13/2004	USPTO
Physicians Formula Cosmetics, Inc.	Virtual Foundation	2640888	10/22/2002	USPTO
Physicians Formula Cosmetics, Inc.	Virtual Glove	2598226	07/23/2002	USPTO
Physicians Formula Cosmetics, Inc.	Virtual Lips	2741925	07/29/2003	USPTO
Physicians Formula Cosmetics, Inc.	Vital Lash	2719467	05/27/2003	USPTO
Physicians Formula Cosmetics, Inc.	Wanderful Wand	2833112	04/13/2004	USPTO
Physicians Formula Cosmetics, Inc.	Winter Eclipse	2550786	03/19/2002	USPTO
Physicians Formula Cosmetics, Inc.	Your Eyes Won't believe Your Face	2830906	04/06/2004	USPTO

## RELEASE OF TRADEMARK SECURITY INTEREST

THIS RELEASE OF TRADEMARK SECURITY AGREEMENT (this "Release") is made and entered into as of November \_\_\_\_\_\_\_, 2009 by UNION BANK, N.A. (formerly known as Union Bank of California, N.A.), as Administrative Agent for the Lenders ("UB"), in favor of PHYSICIANS FORMULA COSMETICS, INC., a Delaware corporation ("Obligor").

UB hereby terminates, cancels and releases its security interest granted pursuant to the Guarantor Security Agreement dated November 14, 2006 between UB and Obligor whether or not recorded with the United States Patent and Trademark Office on November 14, 2006 at reel and frame number 003427/0851 with respect to all trademarks and trademark applications of Obligor including but not limited to those described more fully in <u>Schedule A</u> attached hereto.

IN WITNESS WHEREOF, the undersigned has caused this Release of Trademark Security Interest to be executed by its duly authorized officer as of the date first set forth above.

UNION BANK, N.A.

By:

Name:

T. KEVIN POWELLS

Title:

VICE PRESIDENT

# SCHEDULE A

# **TRADEMARKS**

Legal Ownership	Mark	Application/ Registration Number	Date of Filing/ Issuance	Territory
Physicians Formula Cosmetics, Inc.	Baked Blush	78401071	04/13/2004	USPTO
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Physicians Formula Cosmetics, Inc.	Physicians Formula	78165659	09/19/2002	USPTO
Physicians Formula Cosmetics, Inc.	Planet Foundation	78225194	03/13/2003	USPTO
Physicians Formula Cosmetics, Inc.	Skin-In-A-Tube	78401082	04/13/2004	USPTO
Physicians Formula Cosmetics, Inc.	Aqua Cover	2599366	07/23/2002	USPTO
Physicians Formula Cosmetics, Inc.	Aquacheeks	2613511	08/27/2002	USPTO
Physicians Formula Cosmetics, Inc.	Baked Bronzer	2801528	12/30/2003	USPTO
Physicians Formula Cosmetics, Inc.	Baked Collection	2953835	05/17/2005	USPTO
Physicians Formula Cosmetics, Inc.	Battle Bronzer	2650663	11/12/2002	USPTO
Physicians Formula Cosmetics, Inc.	Beauty Spiral	2352779	05/23/2000	USPTO
Physicians Formula Cosmetics, Inc.	Beauty Spiral	2547162	03/12/2002	USPTO
Physicians Formula Cosmetics, Inc.	Berry-Go-Round	2580400	06/11/2002	USPTO
Physicians Formula Cosmetics, Inc.	Beyond Moisture	1970596	04/23/1996	USPTO
Physicians Formula Cosmetics, Inc.	Blush Palette	2598217	07/23/2002	USPTO
Physicians Formula Cosmetics, Inc.	Bright Collection	2841745	05/11/2004	USPTO
Physicians Formula Cosmetics, Inc.	Brow Corrector	2384341	09/05/2000	USPTO
Physicians Formula Cosmetics, Inc.	Char-Kohl	2803685	01/06/2004	USPTO

Release of IP Security Interests DB2/21406331.4

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Physicians Formula Cosmetics, Inc.	Cinnamon Roll	2599557	07/23/2002	USPTO
Physicians Formula Cosmetics	Clear Water	2619015	09/10/2002	USPTO
Physicians Formula Cosmetics	Concealer 101	2852080	06/08/2004	USPTO
Physicians Formula Cosmetics	Concealer Twins	2398555	10/24/2000	USPTO
Physicians Formula Cosmetics	Correct & Cover	2384357	09/05/2000	USPTO
Physicians Formula Cosmetics	Creme De Velours	2356270	06/06/2000	USPTO
Physicians Formula Cosmetics	Crystal Ball	78396217	04/05/2004	USPTO
Physicians Formula Cosmetics	Drops of Bronze	2413065	12/12/2000	USPTO
Physicians Formula Cosmetics, Inc.	Drops of Crystal	2942286	04/19/2005	USPTO
Physicians Formula Cosmetics, Inc.	Dust of Bronze	2422061	01/16/2001	USPTO
Physicians Formula Cosmetics, Inc.	Dust of Crystal	2659956	12/10/2002	USPTO
Physicians Formula Cosmetics, Inc.	Dust of Gold	2464337	06/26/2001	USPTO
Physicians Formula Cosmetics, Inc.	Eye-Tech	2735561	07/08/2003	USPTO
Physicians Formula Cosmetics, Inc.	Eyebrightener	2288310	10/19/1999	USPTO
Physicians Formula Cosmetics, Inc.	Eyebrightener	2441239	04/03/2001	USPTO
Physicians Formula Cosmetics, Inc.	Eyeliner Palette	2670728	01/07/2003	USPTO
Physicians Formula Cosmetics, Inc.	Face Lace	2852079	06/08/2004	USPTO
Physicians Formula Cosmetics, Inc.	Fineline	2277124	09/14/1999	USPTO
Physicians Formula Cosmetics, Inc.	Gentle Cover	2230761	03/09/1999	USPTO
Physicians Formula Cosmetics, Inc.	Gentle Wear	1495593	07/12/1988	USPTO
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Physicians Formula Cosmetics, Inc.	Heart of Gold	2649396	11/12/2002	USPTO
Physicians Formula Cosmetics, Inc.	Heart of Gold	2586654	06/25/2002	USPTO
Physicians Formula Cosmetics, Inc.	Heartbreaker	2670304	12/31/2002	USPTO
Physicians Formula Cosmetics	Hide Out	3115027	07/11/2006	USPTO
Physicians Formula Cosmetics, Inc.	Instant Makeover Tool	3033073	12/20/2005	USPTO
Physicians Formula Cosmetics, Inc.	Jungle Fever	2709526	04/22/2003	USPTO
Physicians Formula Cosmetics, Inc.	Lash-In-A-Tube	2770397	09/30/2003	USPTO
Physicians Formula Cosmetics, Inc.	Le Velvet	1949213	01/16/1996	USPTO
Physicians Formula Cosmetics, Inc.	Le Velvet Film	1122628	07/24/1979	USPTO
Physicians Formula Cosmetics, Inc.	Lieutenant Lash	76316484	09/24/2001	USPTO
Physicians Formula Cosmetics, Inc.	Lip Color Corrector	2407434	11/21/2000	USPTO
Physicians Formula Cosmetics, Inc.	Lip Spectrum	2356269	06/06/2000	USPTO
Physicians Formula Cosmetics, Inc.	Loose-To-Go	2818418	02/24/2004	USPTO
Physicians Formula Cosmetics, Inc.	Magic Cube	2846865	05/25/2004	USPTO
Physicians Formula Cosmetics, Inc.	Mini Dose	2459896	06/12/2001	USPTO
Physicians Formula Cosmetics, Inc.	Month 2 Month	2408984	11/28/2000	USPTO
Physicians Formula Cosmetics, Inc.	Mood Swirls	2602854	07/30/2002	USPTO
Physicians Formula Cosmetics, Inc.	Moonglow	2633330	10/08/2002	USPTO
Physicians Formula Cosmetics, Inc.	Only From Physicians Formula!	2691072	02/25/2003	USPTO

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Physicians Formula Cosmetics, Inc.	Pearls of Perfection	2460119	06/12/2001	USPTO
Physicians Formula Cosmetics, Inc.	Pearls of Perfection	2650551	11/12/2002	USPTO
Physicians Formula Cosmetics, Inc.	Physicians Formula	1187307	01/26/1982	USPTO
Physicians Formula Cosmetics, Inc.	Planet Blush	2596062	07/16/2002	USPTO
Physicians Formula Cosmetics, Inc.	Planet Eyes	2489120	09/11/2001	USPTO
Physicians Formula Cosmetics, Inc.	Plentifull	2003717	09/24/1996	USPTO
Physicians Formula Cosmetics, Inc.	Powder Palette	2400377	10/31/2000	USPTO
Physicians Formula Cosmetics, Inc.	Plump Palette	3074502	03/28/2006	USPTO
Physicians Formula Cosmetics, Inc.	Retro Glow	2664520	12/17/2002	USPTO
Physicians Formula Cosmetics, Inc.	Seducer	2622305	09/17/2002	USPTO
Physicians Formula Cosmetics, Inc.	Self Defense	2475987	08/07/2001	USPTO
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Physicians Formula Cosmetics, Inc.	Shine Away	2030318	01/14/1997	USPTO
Physicians Formula Cosmetics, Inc.	Silver Moon	2626623	09/24/2002	USPTO

Legal Ownership	Mark	Application/ Registration Number	Date of Filing/ Issuance	Territory
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Physicians Formula Cosmetics, Inc.	Star Perfection	2852078	06/08/2004	USPTO
Physicians Formula Cosmetics, Inc.	Summer Eclipse	2721774	06/03/2003	USPTO
Physicians Formula Cosmetics, Inc.	Summer Shimmer	2493092	09/25/2001	USPTO
Physicians Formula Cosmetics, Inc.	Sun Shield	1257282	11/15/1983	USPTO
Physicians Formula Cosmetics	Sun-In-A-Brush	2650683	11/12/2002	USPTO
Physicians Formula Cosmetics, Inc.	To Any Lengths	2070859	06/10/1997	USPTO
Physicians Formula Cosmetics, Inc.	Total Perfection	2371937	09/01/2000	USPTO
Physicians Formula Cosmetics, Inc.	Virtual Eyes	2526119	01/01/2002	USPTO
Physicians Formula Cosmetics, Inc.	Virtual Face Powder	2805872	01/13/2004	USPTO
Physicians Formula Cosmetics, Inc.	Virtual Foundation	2640888	10/22/2002	USPTO
Physicians Formula Cosmetics, Inc.	Virtual Glove	2598226	07/23/2002	USPTO
Physicians Formula Cosmetics, Inc.	Virtual Lips	2741925	07/29/2003	USPTO
Physicians Formula Cosmetics, Inc.	Vital Lash	2719467	05/27/2003	USPTO
Physicians Formula Cosmetics, Inc.	Wanderful Wand	2833112	04/13/2004	USPTO
Physicians Formula Cosmetics, Inc.	Winter Eclipse	2550786	03/19/2002	USPTO
Physicians Formula Cosmetics, Inc.	Your Eyes Won't believe Your Face	2830906	04/06/2004	USPTO

**RECORDED: 02/04/2010**