

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

UNION BANK

- Individual(s) Association
 General Partnership Limited Partnership
 Corporation- State: _____
 Other _____

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) November 6, 2009

- Assignment Merger
 Security Agreement Change of Name
 Other Release of Trademark Security

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Physicians Formula Cosmetics, Inc.

Internal Address: _____

Street Address: 1055 West 8th Street

City: Azus

State: California

Country: USA Zip: 91702

- Association Citizenship _____
 General Partnership Citizenship _____
 Limited Partnership Citizenship _____
 Corporation Citizenship Delaware
 Other _____ Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)
1695175; 2021117; 3098670; 3104495; 3064200; 3074101; 76/519059

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Morgan, Lewis & Bockius LLP-

Internal Address: Kathryn Romano, Paralegal

Street Address: 300 S. Grand Avenue, 22nd Floor

City: Los Angeles

State: California Zip: 90071-3132

Phone Number: 213.612.7302

Fax Number: 213.612.2501

Email Address: kromano@morganlewis.com

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 190.00

- Authorized to be charged by credit card
 Authorized to be charged to deposit account
 Enclosed

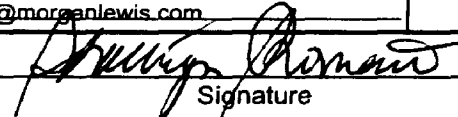
8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____

Authorized User Name _____

9. Signature:


Signature

February 1, 2010

Date

Kathryn Romano
Name of Person Signing

Total number of pages including cover sheet, 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

RELEASE OF
TRADEMARK SECURITY INTEREST

THIS RELEASE OF TRADEMARK SECURITY AGREEMENT (this "Release") is made and entered into as of November 6, 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, INC. (formerly known as Pierre Fabre, Inc., successor by merger with PFI Acquisition Corp.), a New York corporation ("Obligor").

UB hereby terminates, cancels and releases its security interest granted pursuant to the Security Agreement dated November 3, 2003 between UB and Obligor whether or not recorded with the United States Patent and Trademark Office on December 3, 2004 at reel and frame number 003088/0716 with respect to all trademarks and trademark applications of Obligor including but not limited to those described more fully in Schedule A 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: T. Kevin Powells
Name: T. KEVIN POWELLS
Title: VICE PRESIDENT

SCHEDULE A

TRADEMARKS

Legal Ownership	Mark	Application / Registration Number	Date of Filing / Date of Registration	Territory
Physicians Formula, Inc.	Aqua Cover	2599366	7/23/2002	USPTO
Physicians Formula, Inc.	Aquacheeks	2613511	8/27/2002	USPTO
Physicians Formula, Inc.	Baked Blush	3263481	7/10/2007	USPTO
Physicians Formula, Inc.	Baked Bronzer	2801528	12/30/2003	USPTO
Physicians Formula, Inc.	Baked Collection	2953835	5/17/2005	USPTO
Physicians Formula, Inc.	Bare Radiance	2230760	3/9/1999	USPTO
Physicians Formula, Inc.	Battle Bronzer	2650663	11/12/2002	USPTO
Physicians Formula, Inc.	Beauty Spiral	2352779	5/23/2000	USPTO
Physicians Formula, Inc.	Beauty Spiral	2547162	3/12/2002	USPTO
Physicians Formula, Inc.	Berry-Go-Round	2580400	6/11/2002	USPTO
Physicians Formula, Inc.	Blush Palette	2598217	7/23/2002	USPTO
Physicians Formula, Inc.	Bright Collection	2841745	5/11/2004	USPTO
Physicians Formula, Inc.	Brow Corrector	2384341	9/5/2000	USPTO
Physicians Formula, Inc.	Char-Kohl	2803685	1/6/2004	USPTO
Physicians Formula, Inc.	Cinnamon Roll	2599557	7/23/2002	USPTO
Physicians Formula, Inc.	Clear Water	2619015	9/10/2002	USPTO
Physicians Formula, Inc.	Concealer 101	2852080	6/8/2004	USPTO
Physicians Formula, Inc.	Concealer Twins	2398555	10/24/2000	USPTO
Physicians Formula, Inc.	Correct & Cover	2384357	9/5/2000	USPTO

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TRADEMARK

REEL: 004160 FRAME: 0932

Legal Ownership	Mark	Application / Registration Number	Date of Filing / Date of Registration	Territory
Physicians Formula, Inc.	Creme De Velours	2356270	6/6/2000	USPTO
Physicians Formula, Inc.	Crystal Ball	3083611	4/18/2006	USPTO
Physicians Formula, Inc.	Drops Of Bronze	2413065	12/12/2000	USPTO
Physicians Formula, Inc.	Drops Of Crystal	2942286	4/19/2005	USPTO
Physicians Formula, Inc.	Dust Of Bronze	2422061	1/16/2001	USPTO
Physicians Formula, Inc.	Dust Of Crystal	2659956	12/10/2002	USPTO
Physicians Formula, Inc.	Dust Of Gold	2464337	6/26/2001	USPTO
Physicians Formula, Inc.	Eye-Tech	2735561	7/8/2003	USPTO
Physicians Formula, Inc.	Eyebrightener	2288310	10/19/1999	USPTO
Physicians Formula, Inc.	Eyebrightener	2441239	4/3/2001	USPTO
Physicians Formula, Inc.	Eyelineer Palette	2670728	1/7/2003	USPTO
Physicians Formula, Inc.	Face Lace	2852079	6/8/2004	USPTO
Physicians Formula, Inc.	Fineline	2277124	9/14/1999	USPTO
Physicians Formula, Inc.	Gentle Cover	2230761	3/9/1999	USPTO
Physicians Formula, Inc.	Geometric Colors	2520864	12/18/2001	USPTO
Physicians Formula, Inc.	Globe-Trotter	2596066	7/16/2002	USPTO
Physicians Formula, Inc.	Heart Of Gold	2649396	11/12/2002	USPTO
Physicians Formula, Inc.	Heart Of Gold	2586654	6/25/2002	USPTO
Physicians Formula, Inc.	Heartbreaker	2670304	12/31/2002	USPTO
Physicians Formula, Inc.	Hide Out	3115027	7/11/2006	USPTO
Physicians Formula, Inc.	Instant Makeover Tool	3033073	12/20/2005	USPTO

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TRADEMARK
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Legal Ownership	Mark	Application / Registration Number	Date of Filing / Date of Registration	Territory
Physicians Formula, Inc.	Jungle Fever	2709526	4/22/2003	USPTO
Physicians Formula, Inc.	Lash-In-A-Tube	2770397	9/30/2003	USPTO
Physicians Formula, Inc.	Le Velvet	1949213	1/16/1996	USPTO
Physicians Formula, Inc.	Le Velvet Film	1122628	7/24/1979	USPTO
Physicians Formula, Inc.	Lieutenant Lash	2644431	10/29/2002	USPTO
Physicians Formula, Inc.	Lip Color Corrector	2407434	11/21/2000	USPTO
Physicians Formula, Inc.	Lip Spectrum	2356269	6/6/2000	USPTO
Physicians Formula, Inc.	Loose-To-Go	2818418	2/24/2004	USPTO
Physicians Formula, Inc.	Magic Cube	2846865	5/25/2004	USPTO
Physicians Formula, Inc.	Mini Dose	2459896	6/12/2001	USPTO
Physicians Formula, Inc.	Month 2 Month	2408984	11/28/2000	USPTO
Physicians Formula, Inc.	Mood Swirls	2602854	7/30/2002	USPTO
Physicians Formula, Inc.	Moonglow	2633330	10/8/2002	USPTO
Physicians Formula, Inc.	Only From Physicians Formula!	2691072	2/25/2003	USPTO
Physicians Formula, Inc.	P	2874954	8/17/2004	USPTO
Physicians Formula, Inc.	P	2973126	7/19/2005	USPTO
Physicians Formula, Inc.	P Physicians Formula Intensive Therapy Moisture Cream	1735589	11/24/1992	USPTO
Physicians Formula, Inc.	P Physicians Formula Intensive Therapy Moisture Lotion	1759042	3/16/1993	USPTO
Physicians Formula, Inc.	Peach-To-Glow	2228941	3/2/1999	USPTO

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Legal Ownership	Mark	Application / Registration Number	Date of Filing / Date of Registration	Territory
Physicians Formula, Inc.	Pearls Of Perfection	2460119	6/12/2001	USPTO
Physicians Formula, Inc.	Pearls Of Perfection	2650551	11/12/2002	USPTO
Physicians Formula, Inc.	Physicians Formula	1187307	1/26/1982	USPTO
Physicians Formula, Inc.	Physicians Formula	3204345	1/30/2007	USPTO
Physicians Formula, Inc.	Planet Blush	2596062	7/16/2002	USPTO
Physicians Formula, Inc.	Planet Eyes	2489120	9/11/2001	USPTO
Physicians Formula, Inc.	Plentifull	2003717	9/24/1996	USPTO
Physicians Formula, Inc.	Plump Palette	3074502	3/28/2006	USPTO
Physicians Formula, Inc.	Powder Palette	2400377	10/31/2000	USPTO
Physicians Formula, Inc.	Professional Formula	78/110542	2/22/2002	USPTO
Physicians Formula, Inc.	Retro Glow	2664520	12/17/2002	USPTO
Physicians Formula, Inc.	Seducer	2622305	9/17/2002	USPTO
Physicians Formula, Inc.	Self Defense	2475987	8/7/2001	USPTO
Physicians Formula, Inc.	Sensitive Skin ? Be Sensible !	2583857	6/18/2002	USPTO
Physicians Formula, Inc.	Sergeant Shadow	2644432	10/29/2002	USPTO
Physicians Formula, Inc.	Silver Moon	2626623	9/24/2002	USPTO
Physicians Formula, Inc.	Skinsitive	2673075	1/7/2003	USPTO
Physicians Formula, Inc.	Sport Team	2288234	10/19/1999	USPTO
Physicians Formula, Inc.	Star Perfection	2852078	6/8/2004	USPTO
Physicians Formula, Inc.	Summer Eclipse	2721774	6/3/2003	USPTO
Physicians Formula, Inc.	Summer Shimmer	2493092	9/25/2001	USPTO

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Legal Ownership	Mark	Application / Registration Number	Date of Filing / Date of Registration	Territory
Physicians Formula, Inc.	Sun Shield	1257282	11/15/1983	USPTO
Physicians Formula, Inc.	Sun-In-A-Brush	2650683	11/12/2002	USPTO
Physicians Formula, Inc.	To Any Lengths	2070859	6/10/1997	USPTO
Physicians Formula, Inc.	Total Perfection	2371937	8/1/2000	USPTO
Physicians Formula, Inc.	Virtual Eyes	2526119	1/1/2002	USPTO
Physicians Formula, Inc.	Virtual Face Powder	2805872	1/13/2004	USPTO
Physicians Formula, Inc.	Virtual Foundation	2640888	10/22/2002	USPTO
Physicians Formula, Inc.	Virtual Glove	2598226	7/23/2002	USPTO
Physicians Formula, Inc.	Virtual Lips	2741925	7/29/2003	USPTO
Physicians Formula, Inc.	Vital Lash	2719467	5/27/2003	USPTO
Physicians Formula, Inc.	Wanderful Wand	2833112	4/13/2004	USPTO
Physicians Formula, Inc.	Winter Eclipse	2550786	3/19/2002	USPTO
Physicians Formula, Inc.	Your Eyes Won't Believe Your Face	2830906	4/6/2004	USPTO
Physicians Formula, Inc.	Durascreen	1695175	6/16/1992	USPTO
Physicians Formula, Inc.	The Once-A-Day, All Day Sunscreen	2021117	12/3/1996	USPTO
Physicians Formula, Inc.	Magic Mosaic	3098670	5/30/2006	USPTO
Physicians Formula, Inc.	Mineral Wear	3104495	6/13/2006	USPTO
Physicians Formula, Inc.	Exerc'eyes	3064200	2/28/2006	USPTO
Physicians Formula, Inc.	Revined	3074104	3/28/2006	USPTO
Physicians Formula, Inc.	Total Eye Mosaic	76/619059	11/3/2004	USPTO



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RECORDED: 02/22/2010

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