

# Merchant & Gould

An Intellectual Property Law Firm

3200 IDS Center  
80 South Eighth Street  
Minneapolis, Minnesota  
55402-2215 USA  
TEL 612.332.5300  
FAX 612.332.9081  
www.merchantgould.com

A Professional Corporation

Direct Contact

Danielle I. Mattessich  
612.336.4725  
dmattessich@merchantgould.com

July 19, 2012

VIA U.S. MAIL

UNITED STATES PATENT AND TRADEMARK OFFICE  
Trademark Trial and Appeal Board  
P.O. Box 1451  
Alexandria, VA 22313-1451

**TTAB**

Re: Lifetech Resources LLC v. Myskin, Inc.  
Opposition No. 91200084  
Mark: SKINTELLIGENCE; Serial No. 77/960,706  
Our Ref. 16284.0003USTA

Dear Sirs:

Enclosed for filing are Plaintiff's Testimony and the Notice of Filing (Plaintiff's Testimony) for the matter referenced above.

Sincerely,



Danielle I. Mattessich

DIM/aja

Enclosures



07-23-2012

U.S. Patent & TMO/c/TH Mail Recpt Dt #72

# Merchant & Gould

An Intellectual Property Law Firm

P.O. Box 2910  
Minneapolis, MN 55402-0910  
TEL 612.332.5300  
FAX 612.332.9081  
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Direct Contact | dmattessich@merchantgould.com  
612.336.4725

A Professional Corporation

Lifetech Resources, LLC, )  
Opposer, )  
v. ) Opposition No. 91200084  
Myskin, Inc., )  
Applicant. )

Mark: SKINTELLIGENCE  
Serial No.: 77/960,706  
Docket Number: 16284.0003USTA

**CERTIFICATE UNDER 37 CFR 1.8:**

I hereby certify that this correspondence is being deposited with the United States Postal Service as first class mail, with sufficient postage, in an envelope addressed to: Commissioner for Trademarks, P.O. Box 1451, Alexandria, Virginia 22313-1451 on July 19, 2012.

By:   
Name: Amanda Avery

Commissioner for Trademarks  
P.O. Box 1451  
Alexandria, Virginia 22313-1451

Dear Commissioner:

We are transmitting herewith the attached:

- Return postcard.
- Transmittal Sheet in duplicate containing Certificate Under 37 C.F.R.
- Plaintiff's Testimony and Notice of Filing (Plaintiff's Testimony)

Please charge any additional fees or credit overpayment to Deposit Account No. 13-2725. A duplicate copy of this sheet is enclosed.

By:   
Name: Danielle I. Mattessich

(CONTESTED MATTER)

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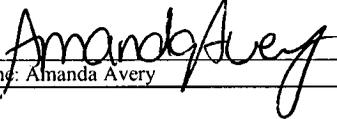
A Professional Corporation

Lifetech Resources, LLC, )  
Opposer, )  
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By:   
Name: Danielle I. Mattessich

(CONTESTED MATTER)

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE  
BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD

|                                   |   |                             |
|-----------------------------------|---|-----------------------------|
| _____<br>Lifetech Resources, LLC, | ) | Opposition No. 91200084     |
|                                   | ) |                             |
| Opposer,                          | ) | Mark: <b>SKINTELLIGENCE</b> |
|                                   | ) |                             |
| v.                                | ) | Serial No.: 77/960706       |
|                                   | ) |                             |
| MYSKIN, INC.                      | ) | Filing Date: March 17, 2010 |
|                                   | ) |                             |
| Applicant.                        | ) | Published: February 1, 2011 |
| _____                             | ) |                             |

**PLAINTIFF'S TESTIMONY**

Opposer submits the following documents as part of its testimony:

1. The public, redacted version of the Deposition of Beverly Halcon, with Exhibits 1 through 12, and 14 through 19.
2. The Highly Confidential portion of the Deposition of Beverly Halcon, with confidential Exhibit 13 (filed under separate cover for purposes of confidentiality).
3. Notice of Filing (of the public, redacted version and confidential portion of the Deposition of Beverly Halcon, with all relevant Exhibits).

Due to prior technical difficulties in filing papers with this Board electronically, Opposer files these documents via first class mail, postage prepaid, to the Trademark Trial and Appeal Board.

Respectfully submitted,

LIFETECH RESOURCES, INC.

By its Attorneys,

Date: 7-19-2012



Karen McDaniel

Danielle I. Mattessich

MERCHANT & GOULD P.C.

80 South Eighth Street, Suite 3200

Minneapolis, Minnesota 55402-2215

(612) 332-5300

**CERTIFICATE OF FILING**

I hereby certify that a true and correct copy of the Plaintiff's Testimony was filed with the UNITED STATES PATENT AND TRADEMARK OFFICE, Trademark Trial and Appeal Board, P.O. Box 1451 Alexandria, VA 22313-1451 by First Class Mail, postage pre-paid, this 19th day of July, 2012.



\_\_\_\_\_  
Danielle I. Mattessich

**CERTIFICATE OF SERVICE**

I hereby certify that a true and correct copy of the Plaintiff's Testimony was served via first class mail, postage prepaid, this 19th day of July, 2012 on:

RAJIV RANJAN  
MYSKIN INC.  
123 TOWN SQUARE PL, STE 324  
JERSEY CITY, NJ 07310-1756



\_\_\_\_\_  
Danielle I. Mattessich

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE  
BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD

|                          |   |                             |
|--------------------------|---|-----------------------------|
| Lifetech Resources, LLC, | ) | Opposition No. 91200084     |
|                          | ) |                             |
| Opposer,                 | ) | Mark: <b>SKINTELLIGENCE</b> |
|                          | ) |                             |
| v.                       | ) | Serial No.: 77/960706       |
|                          | ) |                             |
| MYSKIN, INC.             | ) | Filing Date: March 17, 2010 |
|                          | ) |                             |
| Applicant.               | ) | Published: February 1, 2011 |
|                          | ) |                             |

**CERTIFICATE OF SERVICE**

I hereby certify that a copy of the public version of the testimonial transcript of the Beverly Halcon deposition taken on July 3, 2012 has been served via first class mail, postage prepaid, on July 19, 2012 to:

RAJIV RANJAN  
MYSKIN INC.  
123 TOWN SQUARE PL, STE 324  
JERSEY CITY, NJ 07310-1756



\_\_\_\_\_  
Danielle I. Mattessich

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE  
BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD

|                          |   |                             |
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|                          | ) |                             |
| v.                       | ) | Serial No.: 77/960706       |
|                          | ) |                             |
| MYSKIN, INC.             | ) | Filing Date: March 17, 2010 |
|                          | ) |                             |
| Applicant.               | ) | Published: February 1, 2011 |
|                          | ) |                             |

**CERTIFICATE OF MAILING**

I hereby certify that the public, redacted version of the transcript of the Beverly Halcon deposition taken on July 3, 2012 has been filed via first class mail, postage prepaid, on July 19, 2012 to:

The Trademark Trial and Appeal Board

  
\_\_\_\_\_  
Danielle I. Mattessich

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE  
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| v.                       | ) | Serial No.: 77/960706       |
|                          | ) |                             |
| MYSKIN, INC.             | ) | Filing Date: March 17, 2010 |
|                          | ) |                             |
| Applicant.               | ) | Published: February 1, 2011 |
|                          | ) |                             |

**NOTICE OF FILING**

PLEASE TAKE NOTICE that on July 19, 2012, the original certified transcript evidence (both the confidential and non-confidential portions), notices and exhibits from the deposition of Beverly Halcon, taken on July 3, 2012 in the above-referenced proceeding, was filed (as two separate documents for purposes of confidentiality), with the UNITED STATES PATENT AND TRADEMARK OFFICE Trademark Trial and Appeal Board, P.O. Box 1451 Alexandria, VA 22313-1451 by First Class Mail, postage pre-paid, this 19th day of July, 2012.

LIFETECH RESOURCES, LLC

By its Attorneys,

Date: 7-19-2012



Karen McDaniel  
Danielle I. Mattessich  
MERCHANT & GOULD P.C.  
80 South Eighth Street, Suite 3200  
Minneapolis, Minnesota 55402-2215  
(612) 332-5300

**CERTIFICATE OF FILING**

I hereby certify that a true and correct copy of the foregoing NOTICE OF FILING was filed with the UNITED STATES PATENT AND TRADEMARK OFFICE, Trademark Trial and Appeal Board, P.O. Box 1451 Alexandria, VA 22313-1451 by First Class Mail, postage pre-paid, this 19th day of July, 2012.



\_\_\_\_\_  
Danielle I. Mattessich

**CERTIFICATE OF SERVICE**

I hereby certify that a copy of the foregoing NOTICE OF FILING was served via first class mail, postage prepaid, on July 19, 2012 to :

RAJIV RANJAN  
MYSKIN INC.  
123 TOWN SQUARE PL, STE 324  
JERSEY CITY, NJ 07310-1756



\_\_\_\_\_  
Danielle I. Mattessich

**Opposition. No. 91200084**

**Lifetech Resources, LLC vs. MySkin, Inc.**

**Testimonial Deposition of Beverly Halcon  
(PUBLIC REDACTED VERSION)**

# ORIGINAL

1 IN THE UNITED STATES PATENT AND TRADEMARK OFFICE  
2 BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD  
3

4 LIFETECH RESOURCES, LLC, )Opposition No.: 91200084  
5 )  
6 Opposer, )Mark: SKINTELLIGENCE  
7 )  
8 vs. )Serial No.: 77/960706  
9 )  
10 MYSKIN, INC., )Filing Date: 3-17-10  
11 )  
12 Applicant. )Published: 2-1-11  
13 )  
14 -----  
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16 DEPOSITION OF BEVERLY HALCON

17 Tuesday, July 3, 2012  
18  
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23

24 REPORTED BY:  
25 JOANNE HOKYO  
CSR No. 9169



**VISTA**  
Certified Shorthand Reporters

Tel (310) 397-1760 / Fax (213) 683-0340  
1545 Wilshire Blvd., Suite 610  
Los Angeles, California 90017

1 IN THE UNITED STATES PATENT AND TRADEMARK OFFICE  
2 BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD  
3

4 LIFETECH RESOURCES, LLC, )Opposition No.: 91200084  
5 )  
6 Opposer, )Mark: SKINTELLIGENCE  
7 vs. )  
8 )Serial No.: 77/960706  
9 )  
10 )Filing Date: 3-17-10  
11 )  
12 )Published: 2-1-11  
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15 DEPOSITION OF BEVERLY HALCON,  
16 taken on behalf of the Opposer Lifetech  
17 Resources, LLC, at 10866 Wilshire Boulevard,  
18 Suite 600, Los Angeles, California 90024,  
19 commencing at 10:02 A.M., Tuesday, July 3, 2012,  
20 pursuant to Notice, before Joanne Hokyo,  
21 CSR No. 9169.  
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APPEARANCES:

FOR OPPOSER:

MERCHANT & GOULD  
BY: KAREN D. MC DANIEL, ATTORNEY AT LAW  
3200 IDS Center  
80 South Eighth Street  
Minneapolis, Minnesota 55402-2215

FOR APPLICANT:

MYSKIN, INC.  
BY: RAJIV RANJAN  
(Not Present)  
123 Town Square Place  
Suite 324  
Jersey City, New Jersey 07310

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I N D E X

| WITNESS:       | EXAMINATION     | PAGE |
|----------------|-----------------|------|
| BEVERLY HALCON | By Ms. McDaniel | 7    |

CONFIDENTIAL SECTION BOUND UNDER SEPARATE COVER:

| FROM PAGE | TO PAGE |
|-----------|---------|
| 36        | 43      |

E X H I B I T S

| OPPOSER'S NO. |  | MARKED |
|---------------|--|--------|
| 1             | Photocopy of the "Notice of Testimonial Deposition of Beverly Halcon" (3 pages)  | 8      |
| 2             | Photocopy of a document from the United States Department of Commerce Patent and Trademark Office for Registration No. 1783801 for the Mark: SKINTELLIGENCE (29 pages) | 13     |
| 3             | Photocopy of a document showing "SKINTELLIGENCE" mark, registration No. 1783801, showing the owner of record as Lifetech Resources, LLC (3 pages)                      | 14     |
| 4             | Photocopy of a document "Search the Top 500 List" (21 pages)   | 17     |
| 5             | Photocopy of the front cover of <u>PowerLine</u> with attachments, 2-96 (19 pages)   | 18     |
| 6             | Photocopy of a "Market America SKINTELLIGENCE List of Products" (1 page)   | 20     |

I N D E X (Continued)

E X H I B I T S (Continued)

| OPPOSER'S NO. |  | MARKED |
|---------------|--|--------|
| 7             | Photocopy of "Market America SKINTELLIGENCE Products, List of Websites" (1 page)   | 23     |
| 8             | Photocopy of Web pages for "SKINTELLIGENCE Facial Firming Mask" (10 pages)   | 25     |
| 9             | Photocopy of a document entitled "Skin Type Training" (12 pages)   | 26     |
| 10            | Photocopy of Web pages "Featured Products" (11 pages)  | 28     |
| 11            | Photocopy of "SKINTELLIGENCE VitaShield, The Intelligent Guide to Healthy Skin" (10 pages)   | 30     |
| 12            | Photocopy of Web pages "Skin Care Analysis" (12 pages)   | 32     |
| 13            | Photocopy of a Lifetech Resources document (2 pages, Highly Confidential and Bound Under Separate Cover)                                 | 38     |
| 14            | Photocopy of a document entitled "Trademark/Service Mark Application, Principal Register" (9 pages)                                      | 44     |
| 15            | Photocopy of an e-mail to MYSKIN, Inc., 5-20-10, with attachments (6 pages)  | 46     |
| 16            | Photocopy of a document "United States of America United States Patent and Trademark Office, MYSKIN" (7 pages)                           | 48     |
| 17            | Photocopy of "SKINTELLIGENCE Improved Online (or Web-Based) Skincare Product and Regimen Recommendation Search Engine System" (78 pages) | 50     |

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I N D E X (Continued)

E X H I B I T S (Continued)

| OPPOSER'S NO. |  | MARKED |
|---------------|--|--------|
| 18            | Photocopy of a Web page,<br>"SKINTELLIGENCE Clever Cleanser<br>for Normal to Combination Skin"<br>(1 page)   | 57     |
| 19            | Photocopy of a fax to Merchant &<br>Gould, Karen McDaniel from Christine<br>Boyer Chammard, 6-14-12 (1 page) | 59     |

INFORMATION REQUESTED:

(None.)

MARKED QUESTIONS:

(None.)

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LOS ANGELES, CALIFORNIA; TUESDAY, JULY 3, 2012

10:02 A.M.

--oOo--

MS. MC DANIEL: This is the testimonial deposition of Ms. Beverly Halcon, H-a-l-c-o-n, in Opposition No. 91200084, between Lifetech Resources, LLC, and MySkin, Inc.

My name is Karen McDaniel with the firm of Merchant & Gould. And I represent Opposer Lifetech Resources.

BEVERLY HALCON,

having been first duly administered an oath, was examined and testified as follows:

EXAMINATION

BY MS. MC DANIEL:

Q Good morning.

A Good morning.

Q Would you state your name for the record, please.

1 A Beverly Halcon.

2 Q And what is your residential address?

3 A 29212 Quincy Street, Castaic, California.

4 Q And by whom are you employed?

5 A Lifetech Resources, LLC.

6 MS. MC DANIEL: Can you mark that, please.

7 (Whereupon Opposer's Exhibit 1  
8 was marked for identification.)

9 BY MS. MC DANIEL:

10 Q Ms. Halcon, I'm showing you now what the  
11 reporter has marked as Opposer's Exhibit 1, which is the  
12 Notice of Testimonial Deposition of Beverly Halcon.

13 Do you see that document?

14 A Yes, I do.

15 Q And are you testifying today in response to  
16 this Notice of Testimonial Deposition?

17 A Yes, I am.

18 Q Okay. Thank you.

19 Would you summarize your educational  
20 background for the record, please.

21 A I have an Associate of Arts degree from  
22 Antelope Valley College in Lancaster, California. And I  
23 had attended law school at La Verne for a year and a  
24 half.

25 Q And approximately when did you obtain your

1 Associate of Arts degree?

2 A Late 1980's.

3 Q And what is that degree in?

4 A Business.

5 Q What is your current occupation?

6 A Vice president of Lifetech Resources.

7 Q And how long have you been employed by  
8 Lifetech?

9 A I've been employed by Lifetech since around  
10 November of 1992.

11 Q So more than 20 years?

12 A Yes.

13 Q And what is your current title?

14 A Vice president.

15 Q And for how long have you held that  
16 position?

17 A Since 2006.

18 Q And prior to being vice president, did you  
19 hold any other titles?

20 A I was director of operations.

21 Q And during approximately which years were  
22 you director of operations?

23 A Approximately 1999 to 2006.

24 Q And since that time, you've been vice  
25 president?

1           A           Yes.

2           Q           Prior to the time that you were director of  
3 operations, did you hold any titles at Lifetech?

4           A           No. We really didn't have titles then.

5           Q           Would you describe generally for the record  
6 your current areas of responsibility.

7           A           I handle branded products. I deal with  
8 vetting distributors, marketing for the branded side. I  
9 work with some of the retailers, my sales staff. I  
10 oversee the contract manufacturing side of the business.  
11 I work with the customers in handling problems or any  
12 issues that arise.

13          Q           And are you familiar with a company called  
14 Market America?

15          A           Yes, I am.

16          Q           Who are they?

17          A           They are a direct-selling company that is  
18 our customer.

19          Q           And which side of the business do they fall  
20 on, the branded side or the contract manufacturing side?

21          A           The contract manufacturing side.

22          Q           And which products is Market America  
23 involved in in connection with Lifetech?

24          A           Skin care products. We sell to them  
25 SKINTELLIGENCE, Timeless Prescription and VitaShield

1 lines.

2 Q Is Market America a customer of Lifetech  
3 for these products?

4 A Yes, they are a customer.

5 Q Is there anything in terms of exclusivity  
6 of Market America related to the SKINTELLIGENCE line?

7 A Yes. Market America is the exclusive  
8 distributor of the SKINTELLIGENCE product line.

9 Q And how long has Market America been the  
10 exclusive distributor for the SKINTELLIGENCE product  
11 line?

12 A Since about 1990 when Richard started  
13 Lifetech Resources.

14 Q When you refer to "Richard," to whom are  
15 you referring?

16 A The owner of the company Richard Carrieri.

17 Q Would you spell his last name, please.

18 A C-a-r-i-e-r-i.

19 Q Thank you.

20 So for as long as you have been with  
21 Lifetech, Market America has been the exclusive  
22 distributor for the SKINTELLIGENCE product line; is that  
23 correct?

24 A That is correct.

25 Q Are you familiar with Lifetech's

1 SKINTELLIGENCE trademark?

2 A Yes, I am.

3 Q Is that one of the company's trademarks?

4 A One of Lifetech's trademarks, yes.

5 Q And what is your understanding of what that  
6 mark is used in connection with?

7 A With skin care products, cosmetics.

8 Q And specifically with the SKINTELLIGENCE  
9 product line?

10 A Yes.

11 Q Do you have an understanding of what  
12 products are included within the SKINTELLIGENCE product  
13 line?

14 A Yes, I do.

15 Q Would you describe for the record generally  
16 what those are?

17 A There are six products sold under the  
18 SKINTELLIGENCE line. And they're sold in kits. There's  
19 a large kit and a small travel kit that they sell.

20 And they're sold through Market America,  
21 who sells through distributors that go -- that sell  
22 through spas and salons, doctor's offices, some small  
23 stores, online -- distributors can have online sales.  
24 And they utilize some skin care analysis that will  
25 determine people's skin types to help them sell the

1 products and determine what their skin regimens are.

2 Q So can the SKINTELLIGENCE product line be  
3 used with multiple skin types?

4 A Yes, it can.

5 Q Would you describe an example of a skin  
6 type for which it could be used.

7 A For example, for dry skin, the products  
8 could be used -- you could use a -- the Hydra Derm  
9 cleanser that would be used because it contains  
10 moisturizing ingredients. Or in addition you can use a  
11 normalizer. That would be your second step that would  
12 be used. It contains, like, three moisturizers and  
13 possibly a serum that would work for anti-aging towards  
14 wrinkles.

15 Q So a given consumer could have a particular  
16 skin care regimen using these SKINTELLIGENCE product  
17 lines, depending on what their skin condition was?

18 A Yes, they would.

19 Q How long has the mark "SKINTELLIGENCE" been  
20 used by your company Lifetech Resources?

21 A It's been used since around 1990, since we  
22 started.

23 MS. MC DANIEL: Can we mark this document, please.

24 (Whereupon Opposer's Exhibit 2  
25 was marked for identification.)

1 BY MS. MC DANIEL:

2 Q I'm showing you now what the reporter has  
3 marked as deposition Exhibit 2. Could you identify this  
4 document.

5 A It's from the Trademark Office. It shows  
6 the mark SKINTELLIGENCE, registration No. 1783801, with  
7 the registrant as Richard Carrieri.

8 Q And is Richard Carrieri the president of  
9 Lifetech that you referred to earlier?

10 A Yes. Richard is the CEO/President of  
11 Lifetech Resources, the owner.

12 Q And when was the Lifetech SKINTELLIGENCE  
13 mark registered?

14 A July 27, 1993.

15 (Whereupon Opposer's Exhibit 3  
16 was marked for identification.)

17 BY MS. MC DANIEL:

18 Q I'm showing you now what the reporter has  
19 marked as deposition Exhibit 3.

20 Have you seen this document before?

21 A Yes, I have.

22 Q Would you describe generally what it is.

23 A This is for the SKINTELLIGENCE mark,  
24 registration No. 1783801. That shows the owner of  
25 record as Lifetech Resources, LLC.

1 Q And is it your understanding that Lifetech  
2 Resources is the current owner of the SKINTELLIGENCE  
3 mark registered as registration No. 1783801?

4 A Yes, it is.

5 Q And what is Lifetech Resources, LLC's  
6 address as reflected in this document?

7 A 9540 Cozycroft Avenue, Chatsworth,  
8 California.

9 Q And is that indeed the principal place of  
10 business of Lifetech Resources?

11 A Yes, it is.

12 Q Okay.

13 Besides the United States Trademark  
14 registration, does Lifetech have the mark SKINTELLIGENCE  
15 registered, or is it seeking to register that mark in  
16 other countries?

17 A Yes, it is.

18 Q And where does Lifetech have registrations  
19 or is pursuing registrations of the mark SKINTELLIGENCE  
20 outside the United States?

21 A In Canada, Australia, Philippines,  
22 Hong Kong, China, the EU, and Taiwan. Did I say  
23 "Taiwan"? Taiwan. I think I covered them.

24 Q I'd like to now turn back to further  
25 discussion about Market America.

1                   You mentioned that this Market America is a  
2 direct selling company; correct?

3           A           Correct.

4           Q           And that they are involved in the exclusive  
5 distribution for SKINTELLIGENCE products?

6           A           Correct.

7           Q           And are those products manufactured by  
8 Lifetech exclusively for Market America?

9           A           Yes. They are.

10          Q           And what is your understanding of then how  
11 Market America gets those products out into the market?  
12 By what mechanisms do they use?

13          A           Market America sells the products to  
14 distributors who then sell to consumers. And they sell  
15 through spas, salons, doctor's offices, stores, online,  
16 URLs through their website.

17          Q           Does Market America distribute products  
18 besides the SKINTELLIGENCE brand products?

19          A           Yes. They do.

20          Q           Could you provide some examples of some  
21 other products that they distribute?

22          A           They distribute some other skin care lines.  
23 They distribute body care. They distribute automobile  
24 products. They distribute cards, hair extensions,  
25 clothes, a multitude of different products.

1 Q Okay. Thank you.

2 Let's mark this one next.

3 (Whereupon Opposer's Exhibit 4  
4 was marked for identification.)

5 BY MS. MC DANIEL:

6 Q I'm showing you now what the court reporter  
7 has marked as deposition Exhibit 4.

8 Have you seen this document before?

9 A Yes. I have.

10 Q Could you describe it, please.

11 A It is a Top 500 List of Internet Retailers.

12 Q And does Market America appear in  
13 connection with this document Exhibit 4?

14 A Yes. They do.

15 Q And where do they appear?

16 A They are listed as No. 70.

17 Q And is there a particular page -- if we  
18 look at the bottom right-hand corner, there are some  
19 numbers.

20 Is there a particular page number that  
21 you're looking at?

22 A LT000134.

23 Q And what is your understanding as to what  
24 it means that Market America is listed as No. 70 on the  
25 top 500 list represented in Exhibit 4?

1           A           My understanding is that out of 500,  
2 they're No. 70. That they're chosen by -- is it okay to  
3 read?

4           Q           Go ahead, if there's something --

5           A           Yes.

6                       "The Top 500 Ranks Business to Consumer  
7 retailers in the U.S. and Canada based on  
8 online sales, including retail chains,  
9 cataloguers, web-only merchants, brand  
10 manufacturers and digital content sellers."

11          Q           Is it your understanding that Exhibit 4 is  
12 ranking then the top 500 Online or Internet sellers?

13          A           Absolutely.

14          Q           And is it your understanding that of the  
15 top 500, Market America appears as No. 70 on the list?

16          A           Yes. That is my understanding.

17          MS. MC DANIEL: Let's mark this, please.

18                       (Whereupon Opposer's Exhibit 5  
19 was marked for identification.)

20 BY MS. MC DANIEL:

21          Q           I'm showing you now what has been marked as  
22 deposition Exhibit 5.

23                       Are you able to identify this document?

24          A           These are copies from the PowerLine, the  
25 magazine for the Market America distributor. This is

1 produced, I believe, by Market America for their  
2 distributors that will talk about their products and  
3 what is happening with Market America.

4 Q Are there any examples of the  
5 SKINTELLIGENCE brand line of products in this document,  
6 Exhibit 5?

7 A Yes. There are.

8 Q Could you identify a page or two where the  
9 SKINTELLIGENCE products appear?

10 A Sure. This is on page LT000175, LT000176,  
11 LT000178, LT000183, LT000189, LT000190, LT000191.

12 Q Thank you.

13 I'd like you to turn your attention,  
14 please, back to deposition Exhibit 1.

15 Now, is it your understanding that there is  
16 a dispute between your company, Lifetech Resources, and  
17 MySkin, Inc., over MySkin's attempt to register the mark  
18 SKINTELLIGENCE?

19 A Yes. It is.

20 Q And how did Lifetech first become aware of  
21 the facts that give rise to this dispute?

22 A Our customer Market America contacted us to  
23 let us know that they had seen that this mark was  
24 being -- trying to get a registration for it. And that  
25 they felt that there would be likelihood of confusion in

1 the marketplace.

2 Okay. Let's mark --

3 (Whereupon Opposer's Exhibit 6  
4 was marked for identification.)

5 BY MS. MC DANIEL:

6 Q I'm showing you now what's been marked as  
7 deposition Exhibit 6.

8 Are you able to identify this document?

9 A Yes. This is the SKINTELLIGENCE list of  
10 the products.

11 Q And are these products available through  
12 Market America?

13 A Yes. They are.

14 Q And is what is represented in Exhibit 6 a  
15 complete listing of all the products that are available  
16 through Market America under the SKINTELLIGENCE brand?

17 A Yes. These are the products that are sold  
18 through the SKINTELLIGENCE line.

19 Q And would you describe generally what types  
20 of product are available under the SKINTELLIGENCE mark?

21 A Yes. There are six individual products as  
22 well as into -- they put them into a five-piece set, a  
23 kit and a travel kit.

24 Q And are all of these products related to  
25 skin care?

1           A           Yes, these are all related to skin care.

2           Q           Do you have an opinion as to whether the  
3 mark SKINTELLIGENCE is well known in connection with the  
4 goods represented on deposition Exhibit 6?

5           A           Yes, I do.

6           Q           And what is that opinion?

7           A           I think that the SKINTELLIGENCE mark is  
8 very well known. The products are very well known.

9           Q           And what are the bases for your opinion in  
10 that regard?

11          A           Market America has been around for over  
12 20 years. The products have been sold for over  
13 20 years. They have increased their business to go  
14 international.

15                    They're sold in stores, in retailers, as  
16 well as online, in multiple places online. They have  
17 several marketing tools that they use to do skin  
18 analysis for people. They have brochures, catalogues  
19 that they use.

20                    Market America is known as one of the top  
21 70 out of 500 -- the top list of the online retailers,  
22 and they're continually growing.

23          Q           And what level of effort would you  
24 characterize Market America as having in connection with  
25 marketing the SKINTELLIGENCE products?

1           A           They put a lot of marketing dollars behind  
2 it. They do trade shows. They do training all over the  
3 world for these products.

4           Q           And has that been true over the entire  
5 tenure that you have had with Lifetech?

6           A           Absolutely. From the start of my  
7 employment with Lifetech until now, they still  
8 continually put marketing dollars behind it.

9           Q           So that's over an approximately 20-year  
10 period that you have seen this?

11          A           Yes.

12          Q           Who decides how to distribute the  
13 SKINTELLIGENCE line? Is that Lifetech or Market  
14 America?

15          A           Market America.

16          Q           And what channels or mechanisms does Market  
17 America use to distribute the SKINTELLIGENCE products?

18          A           They use -- they go through distributors  
19 that sell through the spas, stores, doctor's offices,  
20 salons, online through websites, catalogues.

21          Q           And if we were to refer to things like spas  
22 and salons and doctor's offices as "brick and mortar" on  
23 the one hand, and you also mentioned "online," I  
24 believe, as well --

25          A           Correct.

1           Q           -- which of those mechanisms are the  
2 SKINTELLIGENCE -- is the SKINTELLIGENCE line primarily  
3 marketed through -- online or brick and mortar?

4           A           Online.

5           Q           And what is your basis for saying that?

6           A           From looking at -- when you look online,  
7 you can see how they're prominent as well as most people  
8 have an online website nowadays that they sell. They  
9 may in their stores, but also sell online.

10                       Market America has their own website as  
11 well as having it several times under Motives Market  
12 America -- Motives Cosmetics, I believe, Market America  
13 as well as they have, I believe, "shop.com."

14           Q           So did I understand you to say that even of  
15 those brick and mortar locations that some of those  
16 locations may also have an online presence?

17           A           Absolutely.

18           MS. MC DANIEL: Let's mark this, please.

19                       (Whereupon Opposer's Exhibit 7  
20 was marked for identification.)

21 BY MS. MC DANIEL:

22           Q           I'm showing you now what has been marked as  
23 deposition Exhibit 7.

24                       Are you able to identify this document?

25           A           Yes, I can.

1 Q And what is contained on Exhibit 7?

2 A This is a list of websites that are a small  
3 sampling of where SKINTELLIGENCE is sold or marketed.

4 Q And who prepared the information that's  
5 contained in deposition Exhibit 7?

6 A My co-worker Brittnia Cavins prepared it  
7 under my request to provide a couple of -- just a small  
8 sampling of approximately 10 websites that -- where the  
9 products are sold.

10 Q So Exhibit 7 was created under your  
11 supervision and control?

12 A Yes.

13 Q And the person who did it, you said, was  
14 Ms. Cavins?

15 A Yes. Brittnia Cavins.

16 Q Would you spell her last name, please.

17 A C-a-v-i-n-s.

18 Q Thank you.

19 And what instructions did you provide  
20 Ms. Cavins with to assemble the information in  
21 Exhibit 7?

22 A To just give me a few websites that would  
23 show -- reflect the SKINTELLIGENCE products on the  
24 websites, whether they're sold, marketed.

25 Q Could you name a couple websites that are

1 listed on Exhibit 7.

2 A Marketamerica.com, shop.com, amazon.com,  
3 marketlifechange.com, nutrironix.com,  
4 goinghealthtoday.com.

5 Q And is it your understanding that the list  
6 contained in Exhibit 7 is or is not exhaustive?

7 A It is -- this is not exhaustive. There's  
8 too many to print out for me to be able to provide them  
9 all.

10 Q So Exhibit 7 is just a few --

11 A Just a few.

12 Q -- locations where the -- where Market  
13 America sells or distributes SKINTELLIGENCE brand  
14 products that are manufactured by Lifetech?

15 A Yes. It is just a few.

16 MS. MC DANIEL: Let's mark this, please.

17 (Whereupon Opposer's Exhibit 8  
18 was marked for identification.)

19 BY MS. MC DANIEL:

20 Q I'm showing you now what the reporter has  
21 marked as deposition Exhibit 8.

22 Have you seen this document before?

23 A Yes. I have.

24 Q Would you describe what is contained in  
25 Exhibit 8.

1           A           This is some of the Market America -- this  
2 is from their marketamerica.com website that lists  
3 the -- some of the SKINTELLIGENCE products with their  
4 marketing information, primary benefits, key  
5 ingredients, what makes the product unique, frequently  
6 asked questions about the products.

7                       It also contains the SKINTELLIGENCE being  
8 sold on ebay.com with the marketing. And it lists  
9 several of the SKINTELLIGENCE products.

10           Q           Does the information in Exhibit 8 fairly  
11 and accurately portray information about the  
12 SKINTELLIGENCE product line?

13           A           Yes, it does.

14           MS. MC DANIEL: Let's mark this one next.

15                       (Whereupon Opposer's Exhibit 9  
16 was marked for identification.)

17 BY MS. MC DANIEL:

18           Q           I'm showing you now what the reporter has  
19 marked as deposition Exhibit 9.

20                       Are you able to identify this document?

21           A           Yes, I am.

22           Q           And what is it, please?

23           A           Skin Type Training is the title of the  
24 document that is used by Market America for training  
25 with their distributors to help them determine what type

1 of skin types people have, how do determine what skin  
2 care products to use and what regimen to use.

3 Q And does the information in Exhibit 9  
4 fairly and accurately portray the SKINTELLIGENCE product  
5 line?

6 A Yes. It talks about the SKINTELLIGENCE.  
7 Yes, it does.

8 Q Have you seen this document in use by  
9 Market America?

10 A Yes. I have seen it in use before.

11 Q And when?

12 A At trade shows when they have some talks  
13 where they try to interact with the cosmetics and the  
14 skin care to bring them together.

15 Q And have you seen this document in use by  
16 Market America more than once?

17 A Yes. I have.

18 Q And is it your understanding that the --  
19 that the information in Exhibit 9 is produced and kept  
20 by Market America in the ordinary course of their  
21 business?

22 A That's my understanding.

23 Q And would you describe a little further,  
24 please, the information that you were relating with  
25 respect to skin care training. Could you provide some

1 examples or elaborate on the information that's  
2 contained in Exhibit 9.

3 A Well, it talks about -- to explain for the  
4 distributor to understand what is skin typing. Skin  
5 type -- oily, normal, dry, combination. It talks about  
6 telling them what to ask for. People like activities --  
7 exercise, swimming, reading, what the regimen is.

8 It says -- once you have the skin type, it  
9 then goes into and asks for concerns, what the  
10 distributor would ask the customer, whether they  
11 dehydrated, if the pores break out, skin concerns. The  
12 lifestyle that a person would feel that -- you know, if  
13 they're outdoors, if they're an indoor person, what kind  
14 of activities so that then they can determine kind of a  
15 regimen and what kind of products would fit for that  
16 consumer.

17 Q Would you say that the document is  
18 generally directed to an analysis of skin care  
19 conditions and types?

20 A Yes. It is for an analysis for skin care  
21 conditions and types.

22 MS. MC DANIEL: Let's mark this, please.

23 (Whereupon Opposer's Exhibit 10  
24 was marked for identification.)

25 ///

1 BY MS. MC DANIEL:

2 Q I'm showing you now what the reporter has  
3 marked as deposition Exhibit 10.

4 Are you able to identify what is contained  
5 within this exhibit?

6 A Yes. This is on the "Featured Products" of  
7 Market America, which mentions the SKINTELLIGENCE. This  
8 is on the beautyxoxo.com website.

9 Q Are you reading from a particular page or  
10 referring to a particular page there?

11 A Yes. It's page LT000141. And then it has  
12 the Market America blog website, "Great Skin with  
13 SKINTELLIGENCE" on page LT000143. And on the  
14 marketamericascience.com website where it talks about  
15 who Market America is on LT000146. And the --

16 Q I'm sorry. May I just stop you there.

17 A Uh-huh.

18 Q Is there a mention on the page you just  
19 referred to as to how many customers Market America has?

20 A 3 million customers -- "With more than  
21 3 million customers and 180,000 independent Distributors  
22 worldwide."

23 Q Thank you.

24 A And this talks on the  
25 motivescosmetics.marketamerica.com on page LT000147. It

1 shows the "Skin Care Analysis, Take Your Free Analysis"  
2 for the skin care lines. It shows the promotional free  
3 shipping on LT000148.

4 On shop.com it shows the sweepstakes, the  
5 marketing that they've provided for LT000149 and  
6 products that you can purchase on shop.com.

7 Q And is SKINTELLIGENCE represented in  
8 connection with shop.com?

9 A Yes, it is.

10 Q And is there a particular page that you  
11 referred to in providing that answer?

12 A On page LT000150.

13 Q Thank you.

14 Let's mark this one, please.

15 (Whereupon Opposer's Exhibit 11  
16 was marked for identification.)

17 BY MS. MC DANIEL:

18 Q And I'm showing you now what the reporter  
19 has marked as deposition Exhibit 11.

20 Are you able to identify this document?

21 A Yes, I am.

22 Q And what is it, please?

23 A This is a brochure called "The Intelligent  
24 Guide to Healthy Skin" that Lifetech had developed for  
25 Market America for a trade show.

1 Q Does it relate to the SKINTELLIGENCE line?

2 A Yes, it does. It talks about the  
3 SKINTELLIGENCE line and explains different information  
4 about skin and determining what kind of skin type you  
5 have, like an analysis.

6 And then it talks about what each product  
7 covers, what products can be used for different skin  
8 care -- different skin care types. This covers the  
9 SKINTELLIGENCE and the VitaShield line.

10 Q And could you give an example of a  
11 particular skin care regimen that Exhibit 11 discusses?

12 A For example, with dry skin, lacks  
13 sufficient moisture, you would go to the Ultimate Skin  
14 Care System on LT000157. You can see that the Hydra  
15 Derm Deep Cleansing Emulsion softens and hydrates the  
16 skin, contains moisturizers. And you would use the  
17 SKINTELLIGENCE Normalizer which has three moisturizers  
18 to hydrate and soften the skin. And you could also use,  
19 on the next page LT000158, SKINTELLIGENCE Cellular  
20 Perfecting Skin, which has super hydration to skin  
21 cells.

22 Q Does the information in Exhibit 11 fairly  
23 and accurately portray information about the  
24 SKINTELLIGENCE product line and its application?

25 A Yes, it does.

1 Q And is the information contained in  
2 Exhibit 11 produced and kept in the course of Lifetech's  
3 business?

4 A Yes, it is.

5 Q And you had indicated that Lifetech had  
6 developed the material in Exhibit 11; is that correct?

7 A That is correct.

8 Q Thank you.

9 Mark this one.

10 (Whereupon Opposer's Exhibit 12  
11 was marked for identification.)

12 BY MS. MC DANIEL:

13 Q I'd like to direct your attention now to  
14 what the reporter has mark as Exhibit 12.

15 Are you able to identify this document?

16 A Yes.

17 Q And what is it, please?

18 A It is a Skin Care Analysis. "Welcome to  
19 the Skin Care Analysis from the  
20 motivescosmetics.marketamerica.com website."

21 Q Is it your understanding that this is  
22 information that is sponsored or distributed/presented  
23 by Market America?

24 A Yes. It is.

25 Q And is it available online?

1           A           Yes, it is.

2           Q           And how do you know that?

3           A           Because I had one of my employees take the  
4 survey, the analysis -- Marisa Leroy.

5           Q           And approximately when did Ms. Leroy take  
6 this analysis?

7           A           On June 1, 2012.

8           Q           And are you referring to a particular page  
9 when you make that statement?

10          A           Yes. On page LT000096 it shows at the  
11 bottom "6/1." And LT000107 shows that  
12 mleroy@lifetechresources.com completed it.

13          Q           So the information in Exhibit 12 was  
14 available online on June 1, 2012?

15          A           Yes, it was.

16          Q           Would you describe generally what  
17 information is portrayed within Exhibit 12?

18          A           The consumer is to go through the  
19 questionnaire and answer things such as your sex, your  
20 age, your ethnicity, the texture -- what you feel the  
21 texture of your skin is, a couple questions about your  
22 skin condition, do you smoke, do you have blemishes, do  
23 you have clogged pores.

24                        You put the information in, and the system  
25 then analyzes, based on your responses, and then

1 provides you a recommendation of what products to use in  
2 your skin care regimen.

3 Q And is there a place within Exhibit 12  
4 where the recommendations you've just referred to are  
5 provided?

6 A Yes, there is.

7 Q Is there a particular page number you're  
8 looking at?

9 A LT000105 is the recommended products.

10 Q Are there any SKINTELLIGENCE products  
11 listed here?

12 A Yes. The SKINTELLIGENCE Skin Perfecting  
13 Complex is recommended for Marisa.

14 Q So describe your understanding of what  
15 these recommended products on page LT000105 represents?

16 A It represents what this skin care analysis  
17 software believes that is good for Marisa's skin, based  
18 on her answers to them from their questionnaire that  
19 they provided.

20 Q And, again, this was an online  
21 questionnaire?

22 A It is an online questionnaire, yes.

23 Q Thank you.

24 MS. MC DANIEL: We're going to move to a highly  
25 confidential portion.

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(Whereupon a discussion  
was held off the record.)

MS. MC DANIEL: I'd like to ask the court reporter  
to now create a separate highly confidential transcript.  
And we are going to leave the main transcript now and go  
into the highly confidential transcript, which I would  
like in a separate bound transcript.

And the documents that we discuss and all  
of the testimony that the witness provides in this  
section are considered highly confidential by Lifetech  
under the protective order that's active in this matter.

\*\*\*\*\*



1 whether you can identify this document.

2 A Yes, I can.

3 Q You've seen this document previously?

4 A Yes, I have.

5 Q And would you describe generally your  
6 understanding of the information contained in this  
7 document.

8 A This is the Trademark Application for the  
9 mark SKINTELLIGENCE by MySkin.

10 Q MySkin being the applicant for the mark  
11 SKINTELLIGENCE that is in dispute in this particular  
12 case?

13 A Yes; correct.

14 Q And what does Exhibit 14 reveal that MySkin  
15 is seeking to register the mark SKINTELLIGENCE for?

16 A My understanding is that it is for an  
17 online analysis that would look at people's skin  
18 characteristics and provide recommendations for skin  
19 care products for these consumers.

20 Q And is it your understanding that MySkin  
21 seeks to offer what you just described under the mark  
22 SKINTELLIGENCE?

23 A Yes, that is my understanding.

24 MS. MC DANIEL: Let's mark this one.

25 ///

1 (Whereupon Opposer's Exhibit 15  
2 was marked for identification.)

3 BY MS. MC DANIEL:

4 Q And I'm showing you now what the reporter  
5 has just marked as deposition Exhibit 15.

6 Are you able to identify this document?

7 A Yes, I am.

8 Q And what is it, please.

9 A It is "To: MySkin, Inc." from the United  
10 States Patent and Trademark Office for the  
11 SKINTELLIGENCE mark. It says, "Section 2(d) Refusal -  
12 Likelihood of Confusion."

13 Q And what is your understanding with the --  
14 what is your understanding as to which mark the examiner  
15 found a likelihood of confusion with MySkin's attempt to  
16 register SKINTELLIGENCE?

17 A The confusion is with the SKINTELLIGENCE  
18 mark registered by the owner Lifetech Resources,  
19 registration No. 1783801.

20 Q And are you referring to a particular page  
21 of Exhibit 15?

22 A Yes, LT000588.

23 Q And is the Lifetech Resources referred to  
24 as the owner of the previously registered SKINTELLIGENCE  
25 mark -- is that the company for whom you work?

1 A Yes, it is.

2 Q And is their address depicted in  
3 Exhibit 15?

4 A Yes, it is.

5 Q And what is the address that is shown?

6 A 9540 Cozycroft Avenue, Chatsworth,  
7 California.

8 Q And is that the address for the Lifetech  
9 Resources for whom you work?

10 A Yes, it is.

11 Q And I'd like to draw your attention in  
12 Exhibit 15 on page LT000588.

13 Do you see a registration number listed for  
14 the particular SKINTELLIGENCE mark where the examiner  
15 found a likelihood of confusion?

16 A Yes.

17 Q And what is that registration number?

18 A 1783801.

19 Q And referring you now back to the  
20 previously marked exhibit -- deposition Exhibit 3, does  
21 the SKINTELLIGENCE registered mark registration number  
22 in Exhibit 15 match the SKINTELLIGENCE registration  
23 number owned by Lifetech Resources as shown in  
24 Exhibit 3?

25 A Yes, it does.

1 Q Thank you.

2 MS. MC DANIEL: Let's mark this one, please.

3 (Whereupon Opposer's Exhibit 16  
4 was marked for identification.)

5 BY MS. MC DANIEL:

6 Q All right. I'm showing you now what the  
7 reporter has marked as deposition Exhibit 16.

8 Are you able to identify the materials  
9 contained in this exhibit?

10 A Yes, I am.

11 Q And what are they, please?

12 A It is a trademark for MySkin by MySkin and  
13 a trademark for MySkin for skin care and cosmetic  
14 products and another trademark for MySkin by MySkin.

15 Q And is the MySkin being referred to in  
16 Exhibit 16 the same company who is the applicant in the  
17 trademark opposition matter involved -- or in the  
18 present action?

19 A Yes, it is, MySkin, Inc.

20 Q And MySkin, Inc., is it shown in both  
21 documents to be located in Jersey City, New Jersey?

22 A Yes. It shows the town Jersey City,  
23 New Jersey.

24 Q And what are you matching up, which  
25 exhibits and which information are you looking to?

1           A           On Exhibit 1, who it was to. And then on  
2 Exhibit 16, the registration information.

3           Q           And in Exhibit 16 is there a particular  
4 page number you're referring to?

5           A           LT000001 and then LT000004.

6           Q           What other information besides these  
7 trademark reports is shown in Exhibit 16?

8           A           It shows the trademarks, and it shows a  
9 picture of a skin care product.

10          Q           Are you referring to a particular page?

11          A           Yes, LT000006 and LT000007.

12          Q           Based on the information contained in  
13 Exhibit 16, do you draw any conclusions as to whether  
14 MySkin, the applicant in this case for the  
15 SKINTELLIGENCE mark, does or has ever sold skin care  
16 products?

17          A           Yes. The logo on the label is the same as  
18 the trademark, the trademark MySkin on page LT000003.

19          Q           And the logo is depicted on which page?

20          A           It's on page -3 and page -6 on the actual  
21 product.

22          Q           And is there any information in the  
23 trademark registration for MySkin that would cause you  
24 to conclude that the company may have sold products?

25          A           "For: Skin-" -- it says,

1                   "For: Skincare and Cosmetics Products,  
2                   Namely, Skin Cleansers, Skin Toners, Skin  
3                   Moisturizers, Non-Medicated Skin Serums,  
4                   Sunscreen Creams, Eye Liner, Eye Shadow,  
5                   Foundation, Blush, Mascara, Lipstick, Lip  
6                   Gloss, and Cover Stick Makeup."

7                   Q           And are you able to identify what type of  
8 skin care product is shown in connection with  
9 Exhibit 16?

10                  A           This one says, "Prevent," which would  
11 probably be a treatment product.

12                  Q           Thank you.  
13                                Let's mark this, please.

14                                (Whereupon Opposer's Exhibit 17  
15                                was marked for identification.)

16 BY MS. MC DANIEL:

17                  Q           I'm going to show you now what the reporter  
18 has just marked as deposition Exhibit 17. And I will  
19 represent to you that this exhibit is a part of the  
20 materials that applicant MySkin provided to us in  
21 connection with this case.

22                                Have you seen this document before?

23                  A           Yes, I have.

24                  Q           And would you identify it, please.

25                  A           It is titled "SKINTELLIGENCE" on the front

1 page. And it says, "Improved Online (or Web-Based)  
2 Skincare Product and Regimen Recommendation Search  
3 Engine System." And then it proceeds to tell about the  
4 system, I guess.

5 Q From the review of that document, would you  
6 describe for the record generally your understanding of  
7 how MySkin is seeking to use the mark SKINTELLIGENCE?

8 A My understanding is that they provide a  
9 questionnaire online that asks the consumer what the  
10 assessment is of their skin, to ask different questions  
11 such as like gender, ethnicity, how old they are. They  
12 ask them questions as to what skin -- your skin type,  
13 what kind of skin -- do they feel they have oily, dry,  
14 combination, normal.

15 They then ask other questions as far as  
16 what other skin conditions do you experience, other  
17 additional questions about them, the consumer. And  
18 then -- and skin concerns the consumer might have, and  
19 lifestyle the consumer may have. It appears to do an  
20 analysis of that information and then provides a  
21 recommendation of products for the consumer.

22 Q Now, I'd like to draw your attention back  
23 to a previously marked exhibit, Exhibit 12, which you  
24 indicated was a skin care analysis provided or sponsored  
25 by Market America.

1 Do you have Exhibit 12 now before you?

2 A Yes, I do.

3 Q And you also have Exhibit 17 before you?

4 A Yes, I do.

5 Q Can you confirm that Exhibit 12 is provided  
6 or sponsored by Market America?

7 A Yes, it is.

8 Q And Exhibit 17, I have represented to you,  
9 is provided or sponsored by applicant MySkin in this  
10 case.

11 A Yes. And it says, "MySkin SKINTELLIGENCE."

12 Q Would you please compare the information  
13 provided in the two documents and describe any  
14 similarities you see between the information depicted in  
15 Exhibit 12 and the information depicted in Exhibit 17.

16 A They're both assessments or analysis of the  
17 skin. They talk about the online skin assessment. They  
18 mention what happens, like, to -- they tell the  
19 consumer -- both of them tell the consumer to answer the  
20 questions that, at the end -- what happens after that  
21 products will be recommended to them.

22 They go into starting the analysis. They  
23 ask similar questions or the same questions. They ask  
24 male/female, ethnicity questions. They ask age of the  
25 consumer. They go into how would you describe your

1 skin.

2                   They ask the same as -- MYSKIN asks skin  
3 type and how does your skin react to products. Market  
4 America's goes into other things like other questions  
5 about the skin, about the consumer's skin and what they  
6 think.

7                   And MySkin then goes into other skin  
8 concerns, talks about what kind of concerns a person  
9 might have with their skin -- acne, blemishes, the same  
10 as Market America's. It talks -- then goes into where  
11 it talks about the lifestyle which Market America asks  
12 some questions on their form also. Do you take  
13 medication, the same as MySkin asks.

14                   Then they get into recommending the  
15 products. They then describe what products are good.  
16 Both of them -- their last page is recommending  
17 different products for the consumer.

18           Q           And is it your understanding that both of  
19 these skin care assessment tools are available online?

20           A           Yes. Both are available online.

21           Q           And I believe you just testified that in  
22 addition to being a -- would you consider these to be  
23 questionnaires?

24           A           Yes. I would view them to be  
25 questionnaires.

1           Q           And in both cases are the questionnaires  
2 designed to be completed by the consumer of the skin  
3 care products?

4           A           Yes.

5           Q           And do both systems relate to skin type  
6 analysis?

7           A           Yes, they do.

8           Q           And you pointed out a number of questions.  
9                        Would you conclude that both questionnaires  
10 offer similar types of questions?

11          A           Yes, they do.

12          Q           And I believe you also testified that both  
13 provide -- or the output is a recommendation on skin  
14 care products.

15          A           Yes. The outcome is recommended skin care  
16 products.

17          Q           Thank you. You may move those aside now.  
18                        So having reviewed all of the information  
19 that you have looked at in this case and knowing what  
20 you know about Lifetech's SKINTELLIGENCE brand, do you  
21 have an opinion on whether Lifetech's SKINTELLIGENCE  
22 mark is likely to cause confusion with MySkin's  
23 SKINTELLIGENCE mark should they be allowed to register  
24 it?

25          A           Yes, I do.

1 Q And what is your opinion in that regard?

2 A I believe that there would be likelihood of  
3 confusion.

4 Q And what are your bases for that opinion?

5 A My opinion is based on the length of time  
6 that SKINTELLIGENCE has been in the marketplace, for  
7 over 20 years, based on the -- Market America how large  
8 they are as a company, and their consumer base is over  
9 3 million consumers, that they have a significant  
10 retailer base on the online retail marketplace, that  
11 they invest the advertising dollars behind the product  
12 to get it out to the public, and it is widely well known  
13 for that, that they both are skin care products.

14 Q Do both have something to do with skin care  
15 analysis?

16 A Yes. They both have a skin care analysis  
17 that determines what -- what -- taking questionnaires,  
18 from having consumers answer questionnaires that at the  
19 ultimate end is to recommend products for the consumer.  
20 And the fact that Market America is, out of the top 500  
21 retailers, online retailers, is number 70. So they have  
22 a large presence online.

23 Q And did you find information on the record  
24 that MySkin also has or seeks an online presence with  
25 respect to the mark SKINTELLIGENCE?

1           A           Yes.

2           Q           And how do the two marks compare, the one  
3 that your company owns and one that MySkin is seeking to  
4 register, the marks themselves?

5           A           They are exactly the same.

6           Q           Is that something that you took into  
7 consideration in your opinion that there would be  
8 likelihood of confusion?

9           A           Yes, I did.

10          Q           And do both marks relate to either skin  
11 care products or analysis tools relating to skin care  
12 that might result in the recommendation of a product?

13          A           Yes, they do.

14          Q           And is that something that you took into  
15 consideration in formulating your opinion of the  
16 likelihood of confusion?

17          A           Yes, I did.

18          Q           Now, in the course of your employment, are  
19 you ever exposed to your company Lifetech's efforts to  
20 police its trademarks?

21          A           Yes, I am.

22          Q           And, generally, who at the company or  
23 outside of the company gets involved in those efforts?

24          A           We have outside counsel, and we have inside  
25 counsel.

1 Q And what is your understanding of what  
2 those counsel do with respect to assisting Lifetech in  
3 enforcing its trademarks?

4 A We have sent out cease and desist letters  
5 to companies as well as being involved in a lawsuit with  
6 a company called Skintelligent Therapeutics. And we had  
7 won the case where the owner had to change his product  
8 name from Skintelligent Therapeutics because it was  
9 found to be a likelihood of confusion.

10 Q And that's an example of one of the  
11 successful policing efforts that Lifetech undertook with  
12 respect to its SKINTELLIGENCE line?

13 A Yes, it is.

14 Q Are Lifetech's efforts in policing and  
15 enforcing its rights in this mark ongoing?

16 A Yes, they are.

17 Q And has that been true throughout your  
18 tenure with the company?

19 A Yes, it has.

20 MS. MC DANIEL: Let's mark that, please.

21 (Whereupon Opposer's Exhibit 18  
22 was marked for identification.)

23 BY MS. MC DANIEL:

24 Q I'd like to show you now what the reporter  
25 has just marked as deposition Exhibit 18 and ask if you

1 can identify this document, please.

2 A This is a product called "SKINTELLIGENCE  
3 Clever Cleanser for Normal to Combination Skin" by  
4 Talika that is being sold online.

5 Q And through what location online is this --  
6 is or was this particular product offered?

7 A Through myskin.com.

8 Q And is it your understanding that that's a  
9 website of the applicant in this case?

10 A Yes, it is, from my understanding.

11 Q And the SKINTELLIGENCE product that's  
12 offered on Exhibit 18 you mentioned is offered by  
13 Talika. That's spelled, T-a-l-i-k-a.

14 Do you have an understanding of who Talika  
15 is?

16 A My understanding is they are a company  
17 located in France.

18 Q And has Lifetech had any contact either  
19 directly or indirectly through its attorneys with  
20 representatives of Talika?

21 A Yes, we have.

22 Q And what is your understanding of the  
23 nature of that contact?

24 A We have sent a cease and desist letter to  
25 them to no longer sell their SKINTELLIGENCE line on

1 websites here in the United States to enforce our mark.

2 MS. MC DANIEL: Let's mark this, please.

3 (Whereupon Opposer's Exhibit 19  
4 was marked for identification.)

5 BY MS. MC DANIEL:

6 Q I'd like to show you now what the reporter  
7 has just marked as deposition Exhibit 19 and ask if you  
8 can identify that document.

9 A This is a document from what I believe is  
10 the attorneys from Talika to our attorney law firm,  
11 Merchant & Gould.

12 Q And what course of action is described in  
13 Exhibit 19?

14 A This is to -- from them to confirm that  
15 their client do not sell anymore to the online  
16 retailers, distribute the product Talika SKINTELLIGENCE.

17 Q Does Exhibit 19 indicate whether the  
18 product is still being provided to these distributors?

19 A This says they already ceased to send these  
20 products to these web distributors.

21 Q So do you have an understanding as to  
22 whether Talika has now ceased and desisted from  
23 providing its SKINTELLIGENCE products to online  
24 retailers in the United States?

25 A My understanding is they have stopped

1 selling to them.

2 Q And is it your understanding that they have  
3 taken this action in response to Lifetech's demand that  
4 they stop -- that they cease those actions?

5 A That is my understanding, yes.

6 Q Thank you.

7 We'll take a short break.

8 (Whereupon a recess was taken.)

9 MS. MC DANIEL: Thank you, Ms. Halcon. I don't  
10 have any further questions for you today.

11 THE WITNESS: Thank you.

12 MS. MC DANIEL: And the witness will read and sign  
13 the transcript.

14 (Whereupon a discussion  
15 was held off the record.)

16 MS. MC DANIEL: Further to the question of reading  
17 and signing, we relieve the reporter of her duties;

18 And the reporter will send the witness a  
19 transcript to be delivered by July 10th;

20 The witness will have until July 13th to  
21 read and make any corrections to the transcript under  
22 penalty of perjury.

23 (Whereupon at 11:35 A.M., the  
24 deposition of Beverly Halcon was  
25 concluded.)

PENALTY OF PERJURY

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I hereby declare I am the deponent in the within matter; that I have read the foregoing deposition and know the contents thereof, and I declare that the same is true of my knowledge except as to the matters which are therein stated upon my information or belief; and as to those matters I believe it to be true.

I declare under penalty of perjury that the foregoing is true and correct.

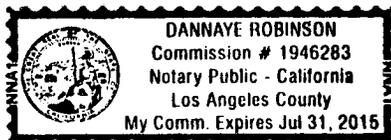
Executed on the 11<sup>th</sup> day of July,  
2012, at Chatsworth, California.

Beverly J Halcon  
(W i t n e s s)

State of California  
County of Los Angeles  
~~Subd~~

Subscribed and sworn to before me on this 11<sup>th</sup> day of July (month), 2012 (year), by Beverly Halcon, proved to me on the basis of satisfactory evidence to be the person(s) who appeared before me.

Dannay Robin



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REPORTER'S CERTIFICATE

I, Joanne Hokyo, Certified Shorthand Reporter  
No. 9169, in and for the State of California, do hereby  
certify:

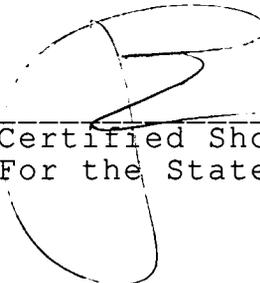
That prior to being examined, BEVERLY HALCON,  
the witness named in the foregoing deposition, was by  
me duly administered an oath to testify the truth, the  
whole truth, and nothing but the truth;

That said deposition was taken before me  
at the time and place therein set forth, and was taken  
down by me in shorthand and thereafter reduced to  
computerized transcription under my direction and  
supervision;

That the dismantling of the transcript will  
void the Reporter's Certificate.

I further certify that I am neither counsel  
for, nor related to, any party to said action, nor in  
any way interested in the outcome thereof.

In witness whereof, I have hereunto subscribed  
my name this 6th day of July, 2012.

  
-----  
Certified Shorthand Reporter  
For the State of California

ERRATA SHEET

| PAGE | LINE | FROM                      | TO                            |
|------|------|---------------------------|-------------------------------|
| 12   | 18   | And they're sold in Kits. | And they're also sold in Kits |
| 23   | 8    | that they sell            | where they sell               |
| 23   | 9    | may in                    | may sell in                   |
| 28   | 10   | they                      | they're                       |

**EXHIBIT 1**

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE  
BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD

|                          |   |                             |
|--------------------------|---|-----------------------------|
| Lifetech Resources, LLC, | ) | Opposition No. 91200084     |
|                          | ) |                             |
| Opposer,                 | ) | Mark: <b>SKINTELLIGENCE</b> |
|                          | ) |                             |
| v.                       | ) | Serial No.: 77/960706       |
|                          | ) |                             |
| MySkin, Inc.,            | ) | Filing Date: March 17, 2010 |
|                          | ) |                             |
| Applicant.               | ) | Published: Feb. 1, 2011     |

NOTICE OF TESTIMONIAL DEPOSITION OF BEVERLY HALCON

TO: Rajiv Ranjan  
MySkin Inc.  
123 Town Square Place, Suite #324  
Jersey City, NJ 07310

PLEASE TAKE NOTICE that at the offices of Towle, Denison, Smith & Maniscalco, LLP, 10866 Wilshire Boulevard, Suite 600, Los Angeles, California 90024, on July 3, 2012, at 10:00 a.m., Opposer, Lifetech Resources, LLC, will take the testimonial deposition of Beverly Halcon, Vice President at Lifetech Resources, whose address is 9540 Cozycroft Avenue, Chatsworth, California 91311, in connection with the above-captioned matter.

The testimonial deposition will take place upon oral examination pursuant to Rules 26 and 30 of the Federal Rules of Civil Procedure before an officer duly authorized by law to administer oaths and record testimony. The testimony will be recorded by stenographic means and may be videotaped. The testimonial deposition will continue until completed or adjourned. Counsel for Applicant is invited to attend and cross-examine the witness at the time and place designated.

EXHIBIT 1  
FOR IDENTIFICATION  
PAGE 1 OF 3 PAGES  
JOANNE HOKYO, CSR  
DATE 7-3-12  
WITNESS: [Signature]

LIFETECH RESOURCES, LLC

By its Attorneys,

Date: June 14, 2012

*s/Karen McDaniel*

Karen McDaniel  
Danielle I. Mattessich  
MERCHANT & GOULD P.C.  
3200 IDS Center  
80 South Eighth Street  
Minneapolis, MN 55402-2215  
(612) 332-5300

**CERTIFICATE OF SERVICE**

I hereby certify that a true and correct copy of the foregoing NOTICE OF TESTIMONIAL DEPOSITION OF BEVERLY HALCON was served upon MySkin, Inc. by email and First Class

Mail on this 14th day of June, 2012, addressed to:

Rajiv Ranjan  
MySkin Inc.  
123 Town Square Place, Suite #324  
Jersey City, NJ 07310  
Email: rajiv@myskininc.com

s/Rachel Markham  
Rachel Markham

1-3

**EXHIBIT 2**



UNITED STATES DEPARTMENT OF COMMERCE  
 Patent and Trademark Office  
 ASSISTANT COMMISSIONER FOR TRADEMARKS  
 2900 Crystal Drive  
 Arlington, VA 22202-3513

REGISTRATION NO. 1783801 SERIAL NO. 74/341429

PAPER NO.  
 MAILING DATE: Sep 14, 1999

MARK: SKINTELLIGENCE

REGISTRANT: CARIERI, RICHARD A.

CORRESPONDENCE ADDRESS:  
 GRANT T LANGTON  
 CHRISTIE PARKER & HALE LLP  
 PO BOX 7068  
 PASADENA CA 91109-7068

TMPRU

Please furnish the following  
 in all correspondence:

1. Your phone number and ZIP Code.
2. Mailing date of this action.
3. Affidavit-Renewal Examiner's name.
4. Mark all correspondence to the attention of "PRU" using the above address.
5. Registration No.

RECEIPT IS ACKNOWLEDGED OF THE SUBMITTED REQUEST UNDER:

SECTION 8 OF THE TRADEMARK STATUTE AND 37 CFR SECS. 2.161-2.166.

SECTION 15 OF THE TRADEMARK STATUTE AND 37 CFR SECS. 2.167-2.168.

YOUR REQUEST FULFILLS THE STATUTORY REQUIREMENTS AND HAS BEEN ACCEPTED.

\_\_\_\_\_  
 CATHERINE R HILL  
 AFFIDAVIT-RENEWAL EXAMINER  
 TRADEMARK EXAMINING OPERATION  
 (703) 308-9500 EXT. 136

EXHIBIT 2  
 FOR IDENTIFICATION  
 PAGE 1 OF 29 PAGES  
 JOANNE HOKYO, CSR  
 DATE 7-2 99 12  
 WITNESS: [Signature]

403-431



200/374 PRU #14

03-08-1999

U.S. Patent & TMO/TM Mail Rept Dt. #22

TRADEMARK

Docket No. 34183/GTL/L328

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

COMBINED DECLARATION UNDER SECTIONS 8 AND 15 OF THE TRADEMARK ACT OF 1946

Mark SKINTELLIGENCE  
Registration No. 1,783,801  
Registered : July 27, 1993  
Class(es) : 3

I hereby certify that this correspondence is being deposited with the U.S. Postal Service as first class mail in an envelope addressed to Assistant Commissioner for Trademarks, 2900 Crystal Drive, Arlington, VA 22202-3513 on:  
Date of Deposit: MARCH 3, 1999

Marta Arrillaga

ASSISTANT COMMISSIONER FOR TRADEMARKS:

I, the undersigned, an individual registrant, residing at 21642 Marilla Street, Chatsworth, California 91311 declare that I own the above-identified registration, as shown by records in the U.S. Patent and Trademark Office; that the mark shown therein has been in continuous use in interstate commerce for at least five consecutive years from the date of the registration to the present on or in connection with goods identified in the registration as follows: COSMETICS; NAMELY, SKIN CLEANSER PREPARATIONS, SKIN FRESHENER PREPARATIONS, SKIN MOISTURIZER, TONING LOTION, EMOLLIENT CREAM, TONING MASK, SHAVING CLEANSER PREPARATIONS, EYE TONING GEL, FACE MAKEUP BODY SHAMPOO, HAIR SHAMPOO, HAIR CONDITIONER; that said mark is still in use in interstate commerce as evidenced by the attached specimen showing the mark as currently used; that there has been no final decision adverse to registrant's claim of ownership of said mark for such goods, or to its right to register the same or maintain it on the register; and that there is no proceeding involving any of said rights pending and not disposed of either in the Patent and Trademark Office or in the courts.

POWER OF ATTORNEY

Applicant hereby appoints the following members of the Bar and attorneys of the law firm Christie, Parker & Hale, LLP, with full power of substitution and revocation, to transact all business in the Patent and Trademark Office in connection with this Registration:

R. W. Johnston                      Theodore A. Pianko                      Daniel M. Cavanagh  
D. Bruce Prout                      Edward R. Schwartz                      Gary J. Nelson  
Hayden A. Carney                      John D. Carpenter                      Kathleen M. Olster

03/22/1999 JHARLEY 00000016 1783801

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200.00 OP

-1-

Docket No. 34183/GTL/L328

Richard J. Ward, Jr.  
Russell R. Palmer, Jr.  
LeRoy T. Rahn  
Richard D. Seibel  
Walter G. Maxwell  
William P. Christie  
David A. Dillard  
Thomas J. Daly  
Vincent G. Gioia

David A. Plumley  
Wesley W. Monroe  
Grant T. Langton  
Syed A. Hasan  
Constantine Marantidis  
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Marilyn R. Khorsandi  
Craig A. Gelfound  
Gregory S. Lampert

Josephine Lim  
Monte M. F. Cooper  
Joel A. Kauth  
Albert J. Harnois  
Patrick Y. Ikehara  
Mark Garscia  
Peter J. Reitan  
Raymond R. Tabandeh  
Phuong-Quan Hoang

The authority under this Power of Attorney of each person named above shall automatically terminate and be revoked upon such person ceasing to be a member or associate of or of counsel to that law firm.

Please address all correspondence to CHRISTIE, PARKER & HALE, LLP, Post Office Box 7068, Pasadena, CA 91109-7068.

#### DECLARATION

I, the undersigned, declare further that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the aforesaid registration.

Date Feb. 25, 1999

By Richard A. Carieri  
Richard A. Carieri

GTL/mac  
MAC PAS173626.1-2/23/99 3:52 pm



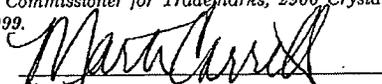
03-08-1999

U.S. Patent & TMO/CTM Mail RptDt. #22

TRADEMARK  
Docket No. 34183/GTL/L328

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE  
DECLARATION OF CONTINUED USE TRANSMITTAL**

*I hereby certify that this correspondence is being deposited with the U.S. Postal Service as first class mail in an envelope addressed to Assistant Commissioner for Trademarks, 2900 Crystal Drive, Arlington, VA 22202-3513 on March 3, 1999.*

  
\_\_\_\_\_  
Signature

March 3, 1999

Box POST REG FEE  
Assistant Commissioner for Trademarks  
2900 Crystal Drive  
Arlington, Virginia 22202-3513

Commissioner:

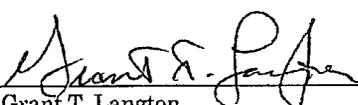
Enclosed for filing are:

1. A Sections 8 and 15 Combined Declaration of Continued Use (including power of attorney) for the following registration:
  - Mark : SKINTELLIGENCE
  - Registration No. : 1,783,801
  - Registered : July 27, 1993
  - Class(es) : 3
  - Registrant : Richard A. Carieri
2. One specimen of the mark as used for each class.
3. Our check for the statutory fee of \$200.

Any deficiency in or overpayment of fees for this transaction should be charged or credited to Deposit Account No. 03-1728. Please show our docket number with any Deposit Account transaction. **A copy of this letter is enclosed.**

Please address all correspondence to **CHRISTIE, PARKER & HALE, LLP, P.O. Box 7068, Pasadena, CA 91109-7068.**

Respectfully submitted,  
CHRISTIE, PARKER & HALE, LLP

By   
\_\_\_\_\_  
Grant T. Langton  
626/795-9900

GTL/mac  
MAC PAS174738.1.\*-3/3/99 9:00 am

CHRISTIE, PARKER & HALE, LLP  
*Lawyers*  
POST OFFICE BOX 7068  
PASADENA, CALIFORNIA 91109-7068

Docket No. : 34183/GTL/L328  
Mark : SKINTELLIGENCE  
Reg. No. : 1,783,801  
Class(es) : 3  
Applicant : Richard A. Carieri  
  
Specimens : 1

LT000407

SKINTELLIGENCE®



FACIAL FIRMING  
MASQUE

MASQUE RAFFERMISANT

4 FL. OZ. (120ml)



UNITED STATES DEPARTMENT OF COMMERCE  
Patent and Trademark Office

ASSISTANT SECRETARY AND COMMISSIONER  
OF PATENTS AND TRADEMARKS  
Washington, D.C. 20231

APR. 2, 1993

NOTICE OF PUBLICATION UNDER 12(a)

1. Serial No.:  
74/341,429
2. Mark:  
SKINTELLIGENCE
3. Applicant:  
CARIERI, RICHARD A.
4. Publication Date:  
MAY. 4, 1993

The mark of the application identified appears to be entitled to registration. The mark will, in accordance with Section 12(a) of the Trademark Act of 1946, as amended, be published in the Official Gazette on the date indicated above for the purpose of opposition by any person who believes he will be damaged by the registration of the mark. If no opposition is filed within the time specified by Section 13(a) of the Statute or by rules 2.101 or 2.102 of the Trademark Rules, the Commissioner of Patents and Trademarks may issue a certificate of registration.

Copies of the trademark portion of the Official Gazette containing the publication of the mark may be obtained at \$16.00 each for domestic orders, or at \$20.00 each for foreign orders from:

The Superintendent of Documents  
U.S. Government Printing Office  
Washington, D.C. 20402

By direction of the Commissioner.

LT000409

Anthony O. Cormier  
23161 Ventura Boulevard, Suite 102  
Woodland Hills, CA 91364

TMP&I





UNITED STATES DEPARTMENT OF COMMERCE  
Patent and Trademark Office

PAPER NO.

ADDRESS

COMMISSIONER OF PATENTS  
AND TRADEMARKS  
Washington, D.C. 20231

The address of all correspondence  
not containing fee payments  
should include the words "Box 5."

Please furnish the following  
in all correspondence:

1. Your telephone number and ZIP code.
2. Mailing date of this action.
3. Examining Attorney's name and Law Office number.

TRADEMARK INTERVIEW AND AMENDMENT RECORD

|  |  |  |
|--|--|--|
| EXAMINING ATTORNEY<br><i>Jeffrey A. Smith</i>      | PERSON CALLED/INTERVIEWED<br><i>Anthony O. Cormier</i> | <input type="checkbox"/> APPLICANT           |
| <input type="checkbox"/> PERSONAL INTERVIEW        | INTERVIEW DATE<br><i>3/9/93</i>                        | <input checked="" type="checkbox"/> ATTORNEY |
| <input checked="" type="checkbox"/> TELEPHONE CALL | AREA CODE<br><i>818</i>                                | TELEPHONE NUMBER<br><i>224-4929</i>          |

CALL RECORD

*Page 2 of 2*

1.  PRIORITY ACTION: To comply with stated application requirements, Applicant or Applicant's attorney has two months from the above mailing date for this case to be given priority as an amended case. If Applicant or Applicant's attorney does not respond within two months, a proper response must still be made within SIX MONTHS from the mailing date in order to avoid ABANDONMENT.
2.  EXAMINER'S AMENDMENT: In accordance with the authorization granted by the above Applicant or attorney, the application has been amended as indicated below. No response is necessary unless there is an objection to the amendment.
3.  The Examining Attorney has searched the Office records and has found no similar registered or pending marks which would bar registration under Trademark Act Section 2(d), 15 U.S.C. Section 1052 (d) (1986).

*4) The wording "shaving cleanser" is amended to read "shaving cleanser preparations"*

*5) The wording "hair condition" is amended to read "hair conditioner"*

*Jeffrey Smith*  
EXAMINING ATTORNEY SIGNATURE  
*Jeffrey Smith*  
NAME

*12*  
LAW OFFICE

*308-9112*  
(703) PHONE  
*Ext 233*



UNITED STATES DEPARTMENT OF COMMERCE  
Patent and Trademark Office

|   |  |                         |                                 |  |
|---|--|-------------------------|---------------------------------|--|
| <b>SERIAL NO.</b><br>74/341429 CARIERI, RICHARD A.  |  | <b>APPLICANT</b><br>    |                                 | <b>PAPER NO.</b><br>1A   |
| <b>MARK</b><br>   |  | <b>ADDRESS</b><br>      |                                 | COMMISSIONER OF PATENTS AND TRADEMARKS<br>Washington, D.C. 20231<br><br>The address of all correspondence not containing fee payments should include the words "Box 5."<br><br>Please furnish the following in all correspondence:<br>1. Your telephone number and ZIP code.<br>2. Mailing date of this action.<br>3. Examining Attorney's name and Law Office number. |
| <b>SKINTELLIGENCE</b><br><b>ADDRESS</b><br>Anthony O. Cormier<br>23161 Ventura Boulevard, Suite 102<br>Woodland Hills, CA 91364 |  | <b>ACTION NO.</b><br>01 | <b>MAILING DATE</b><br>03/10/93 |  |
| <b>FORM PTO-1525 (5-90)</b>   |  | <b>REF. NO.</b>         |                                 |  |

TRADEMARK INTERVIEW AND AMENDMENT RECORD

|   |  |  |                                     |
|---|--|--|-------------------------------------|
| <b>EXAMINING ATTORNEY</b><br>Jeffrey A. Smith   | <b>PERSON CALLED/INTERVIEWED</b><br>Anthony O. Cormier | <input type="checkbox"/> APPLICANT<br><input checked="" type="checkbox"/> ATTORNEY |                                     |
| <input type="checkbox"/> PERSONAL INTERVIEW<br><input checked="" type="checkbox"/> TELEPHONE CALL | <b>INTERVIEW DATE</b><br>3/9/93                        | <b>AREA CODE</b><br>818  | <b>TELEPHONE NUMBER</b><br>224-4929 |

CALL RECORD

Page 1 of 2

- PRIORITY ACTION:** To comply with stated application requirements, Applicant or Applicant's attorney has two months from the above mailing date for this case to be given priority as an amended case. If Applicant or Applicant's attorney does not respond within two months, a proper response must still be made within SIX MONTHS from the mailing date in order to avoid ABANDONMENT.
- EXAMINER'S AMENDMENT:** In accordance with the authorization granted by the above Applicant or attorney, the application has been amended as indicated below. No response is necessary unless there is an objection to the amendment.
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py80 The applicant is a citizen of the United States

② The wording "skin cleanser" is amended to "skin cleanser preparations"

③ The wording "skin freshener" is amended to "skin freshener preparations"

EXAMINING ATTORNEY SIGNATURE Jeffrey Smith      LAW OFFICE 12      PHONE (703) 308-9112  
 NAME Jeffrey Smith      Ext 233

\*\*\*\* USER ID IS ex190497 \*\*\*\*

|      | # OF MARKS | # DISPLAYED | SEARCH                             |
|------|------------|-------------|------------------------------------|
| SS1: | 5          | 5           | PHRASCH /OW CARIERI RICHARD        |
| SS2: | 1596       | 1           | PHRASCH :SKIN:                     |
| SS3: | 1884       | 1           | PHONSCH SKIN^SKINS                 |
| SS4: | 1022       | 2           | PHRASCH :TEL:G:                    |
| SS5: | 428        | 2           | PHONSCH INTELLIGENCE^INTELLIGENT   |
| SS6: | 6          | 6           | PHRASCH (2^3)&(4^5)                |
| SS7: | 44         | 44          | PHRASCH (:SKIN:T:^:SKYN:T:)&003/CC |

HELLO FROM SDC/ORB:IT IV. (03/02/98 9:44 A.M. EASTERN TIME)

YOU ARE NOW CONNECTED TO THE ACTIVE TRADEMARK DATABASE.

TIMEPROMPTING IS NOW IN EFFECT.

SEARCH AUDITING IS NO LONGER IN EFFECT.



10-92 NOTICE OF INCOMPLETE TRADEMARK APPLICATION

Applicant's Name Anthony J. Cormier  
Address 23161 Ventura Blvd., Ste 102  
Woodland Hills, Ca. 91364

Materials received on 11-12-92, which were submitted as an application for trademark or service mark registration, are incomplete and cannot be given a filing date. Trademark Rule 2.21. Therefore, all papers are being returned. The fee is refunded with this notice unless the applicant paid in cash or submitted fees for several applications together or unless the papers were granted a filing date in error and the applicant paid by check. If a charge to a deposit account was authorized, the account will be credited appropriately.

\*\*\*FOR COMPLETE EXPLANATION, SEE BELOW AND REVERSE\*\*\*

1.  APPLICANT NAME/ADDRESS - The applicant has not provided a name and/or correspondence address. Rule 2.21(a)(1). Rule 2.21 is printed on reverse.
2.  DRAWINGS - The drawing requirements have not been met. Rule 2.21(a)(3). Rule 2.52, which concerns drawing requirements, is attached.
  - No drawing was submitted. The Office does not prepare drawing.
  - The drawing heading is incomplete. A complete heading contains: applicant's name, applicant's mailing address, the date of first use of the mark anywhere and in commerce (if the application is based on use in commerce), and the goods or services recited in the application (or a typical item if a number are recited). If the application based on Section 44(d), the priority filing date of the relevant foreign application must be included on the drawing.
  - Mark must be in black and white only.
  - No mark on drawing
  - The mark in special form drawing may not exceed 4 inches by 4 inches
3.  GOODS/SERVICES - The goods or services in connection with which the mark is used, or is intended to be used, have not been identified. Rule 2.21(a)(4).
4.  SPECIMEN - The requirements for at least one specimen has not been met. (For applications based on use in commerce under Section 1(a), Rule 2.21(a)(5)(i).
5.  BASIS FOR FILING - The applicant has failed to establish a basis for filing. Rule 2.21(a)(5) lists four bases upon which a trademark or service mark application may be filed, at least one of which must be met.
  - Under Section 1 (a) of the Trademark Act, the applicant must supply the date of first use of the mark in commerce.
  - Under Section 44(e) of the Trademark act, the applicant must supply a claim of bona fide intent to use the mark in commerce and a certification or certified copy of the foreign registration on which the application is based.
  - Under Section 44(d) of the Trademark Act, the applicant must supply a claim of bona fide intent to use the mark in commerce and a claim of the benefit of prior foreign application. The claim should include the date of filing and foreign country where it was filed. Under Section 44 (d), applicant must file its application to register in the United States within six months of the date it filed its application to register in the foreign country.
  - Under Section 1(b) of the Act, applicant must supply a claim of a bona fide intent to use the mark in commerce.
6.  IMPROPER BASIS - An applicant may not base an application on both section 1(a) [use in commerce] and Section 1(b) [intent to use]. Rule 2.33(d).
7.  FEES - The applicant did not submit the proper filing fee. A filing fee of \$ 0.00 per class is required. Rules 2.6(a) and 2.21(a)(7).
  - No fee was submitted.
  - An insufficient fee was submitted.
  - An unsigned check was submitted.
8.  SIGNATURE - The application is unsigned. Rule 2.21(a)(6).

Correspondence and Mail Division  
703-308-2024

**Rule 2.21 - Requirements for receiving a filing date.**

- (a) Materials submitted as an application for registration a filing date as an application until all of the following elements are received:
- (1) Name of the applicant;
  - (2) A name and address to which communications can be directed;
  - (3) A drawing of the mark sought to be registered substantially meeting all the requirements of section 2.52;
  - (4) An identification of goods or services;
  - (5) A basis for filing:
    - (i) A date of first use of the mark in commerce, and at least one specimen or facsimile of the mark as used, in application under section 1(a) of the Act, or
    - (ii) A claim of a bona fide intention to use the mark in commerce and a certification or certified copy of the foreign registration on which the application is based in an application under section 44(e) of the Act, or
    - (iii) A claim of a bona fide intention to use the mark in commerce and claim of the benefit of a prior foreign application filed in accordance with section 44(j) of the Act, or
    - (iv) A claim of a bona fide intention to use the mark in commerce in an application under section 1 (b) of the Act;
  - (6) A Verification or declaration in accordance with section 2.33(b) signed by the applicant;
  - (7) The required filing fee for at least one class of goods or services. Compliance with one or more the rules relating to the elements specified above may be required before the application is further processed. (b) The filing date of the application is the date on which all of the elements set forth in paragraph (a) of this section are received in the Patent and Trademark Office.
- (c) If the papers and fee submitted as an application do not satisfy all of the requirements specified in paragraph (a) of this section, the papers will not be considered to constitute an application and will not be given a filing date. The Patent and Trademark Office will return the papers and any fee submitted therewith to the person who submitted the papers. The Office will notify the person to whom the papers are returned of the defect or defects which prevented their being considered to be an application.

**Rule 2.56 - Specimens.**

An application under section 1(a) of the Act, an amendment to allege use under section 2.76, and a statement of use under section 2.88 must each include three specimens of the trademark as used on or in connection with the goods in commerce. The specimens shall be duplicates of the labels, tags, or containers bearing the trademark, or the displays associated with the goods and bearing the trademark, or the displays associated with the goods and bearing the trademark (or if the nature of the goods makes use of such specimens impracticable then on documents associated with the goods or their sale), when made of suitable flat material and of a size not to exceed 8 1/2 inches (21.6 cm.) wide and 11 inches (27.9 cm.) long.

**Rule 2.57 - Facsimiles.**

- (a) When, due to the mode of applying of affixing the trademark to the goods, or to the manner of using the mark on the goods, or the nature of the mark, specimens as above stated cannot be furnished, three copies of suitable photograph or other acceptable reproduction, not to exceed 8 1/2 inches (21.6 cm.) wide and 11 inches (27.9 cm.) long, and clearly and legibly showing the mark and all matter used in connection therewith, shall be furnished.
- (b) A purported facsimile which is merely a reproduction of the drawing submitted to comply with section 2.51 will not be considered to be a facsimile depicting the mark as used on or in connection with the goods or in connection with services.

**Rule 2.58 - Specimens or facsimiles in the case of a service mark.**

- (a) In the case of service marks, specimens or facsimiles as specified in sections 2.56 and 2.57, of the mark as used in the sale or advertising of the services shall be furnished unless impossible because of the nature of the mark or the manner in which it is used, in which event some other representation acceptable to the Commissioner must be submitted.
- (b) In the case of service marks not used in printed or written form, three audio cassette tape recordings will be accepted.

#210-361 ~~361~~ 361 TAA TM

74/341429



IN THE UNITED STATES PATENT AND TRADEMARK OFFICE  
APPLICATION FOR TRADEMARK REGISTRATION

TRADEMARK/SERVICE-MARK  
APPLICATION, PRINCIPAL  
REGISTER, WITH DECLARATION

Mark: SKINTELLIGENCE  
AND DESIGN  
International Code:



TO THE COMMISSIONER OF PATENTS AND TRADEMARKS:

APPLICANT NAME: RICHARD A. CARIERI a U.S. citizen

APPLICANT BUSINESS ADDRESS: 21822 Lassen Street, Suite "L"  
Chatsworth, California 91311

GOODS AND/OR SERVICES : COSMETICS, namely skin cleanser,  
skin freshener, skin moisturizer,  
toning lotion, emollient cream,  
toning mask, shaving cleanser, eye  
toning gen, face make up, body  
shampoo, hair shampoo, hair  
conditioner.

01  
AA

The applicant is RICHARD A. CARIERI whose address is <sup>S</sup>21822  
Lassen Street, Suite "L", <sup>C</sup>[Chatsworth] <sup>CA</sup>[California 91311]

GS Per A  
(003)  
PAA

The above-identified applicant has adopted and is using the  
trademark shown in the accompanying drawing for the following  
goods: [COSMETICS, namely skin cleanser <sup>preparations</sup>, skin freshener <sup>preparations</sup>, skin  
moisturizer, toning lotion, emollient cream, toning mask, shaving  
cleanser, <sup>preparations</sup> eye toning gel, face makeup body shampoo, hair shampoo,  
hair conditioner] and requests said mark be registered in the United  
States Patent and Trademark Office on the Principal Register  
established by the Act of July 1946.

The trademark was first used on the goods on May 19, 1990,

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was first used on the goods in interstate commerce on May 19, 1990  
and that mark is still in use.

The mark is used by applying it to containers for the goods  
and three specimens showing the mark as actually used are presented  
herewith.

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LT000417

DECLARATION

The undersigned being hereby warned that willful false statements and the like so made are punishable by fine or imprisonment, or both, under 18 U.S.C. 1001, and that such willful false statements may jeopardize the validity of the application or any resulting registration, declares that he/she is properly authorized to execute this application on behalf of the applicant; he/she believes the applicant to be the owner of the trademark/service mark sought to be registered, or, if the application is being filed under 15 U.S.C. 1051(b), he/she believes applicant to be entitled to use such mark in commerce; to the best of his/her knowledge and belief no other person, firm, corporation, or association has the right to use the above identified mark in commerce, either in the identical form thereof or in such near resemblance thereto as to be likely, when used on or in connection with the goods/services of such other person, to cause confusion, or to cause mistake or to deceive; and that all statements made of his/her own knowledge are true and all statements made on information and belief are believed to be true.

9-14-92  
DATE

  
RICHARD A. CARIERI

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LT000418

APPOINTMENT OF REPRESENTATIVE

~~AT~~  
Applicant, [RICHARD A. CARIERI] hereby appoints ANTHONY O. CORMIER, a member of the California State Bar, his attorney to prosecute this application to register, to transact all business in the Patent and Trademark Office in connection therewith, and to receive the Certificate of Registration. Address all correspondence relative thereto to the law firm of [ANTHONY O. CORMIER,] [23161 VENTURA BOULEVARD, SUITE 102, WOODLAND HILLS, CALIFORNIA 91364] Telephone: (818) ~~348-5929~~.  
CA AT  
224-4929

  
RICHARD A. CARIERI



74/341429



DATE CANCELLED

|              |
|--------------|
| INT. CL.     |
| 3            |
| PRIOR US CL. |
| 51,52        |

APPLICANT : RICHARD A. CARIERI  
 ADDRESS : 21822 Lassen Street, Suite "L"  
 Chatsworth, California 91311

DATE OF FIRST USE : December 5, 1990

GOODS OR SERVICES : COSMETICS, namely skin cleanser, skin  
 freshener, skin moisturizer, toning  
 lotion, emollient cream, toning mask,  
 shaving cleanser, eye toning gel, face  
 make up, body shampoo, hair shampoo, hair  
 conditioner

SKINTELLIGENCE

ANTHONY O. CORMIER  
 Attorney at Law  
 23161 Ventura Boulevard  
 Suite 102  
 Woodland Hills, California 91364

C:\SHELL\MISCDOCS\LIFE92TA.03#  
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PUBLISHED

MAY 04 1993



74/341429

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MAY DATE CANCELLED

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MAY DATE CANCELLED

74/341429



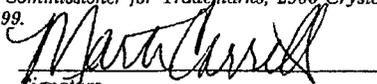
03-08-1999

U.S. Patent & TMO/TM Mail Rpt Dt. #22

TRADEMARK  
Docket No. 34183/GTL/L328

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE  
DECLARATION OF CONTINUED USE TRANSMITTAL**

*I hereby certify that this correspondence is being deposited with the U.S. Postal Service as first class mail in an envelope addressed to Assistant Commissioner for Trademarks, 2900 Crystal Drive, Arlington, VA 22202-3513 on March 3, 1999.*

  
\_\_\_\_\_  
Signature

March 3, 1999

Box POST REG FEE  
Assistant Commissioner for Trademarks  
2900 Crystal Drive  
Arlington, Virginia 22202-3513

Commissioner:

Enclosed for filing are:

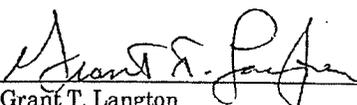
1. A Sections 8 and 15 Combined Declaration of Continued Use (including power of attorney) for the following registration:
 

|                  |   |                    |
|------------------|---|--------------------|
| Mark             | : | SKINTELLIGENCE     |
| Registration No. | : | 1,783,801          |
| Registered       | : | July 27, 1993      |
| Class(es)        | : | 3                  |
| Registrant       | : | Richard A. Carieri |
2. One specimen of the mark as used for each class.
3. Our check for the statutory fee of \$200.

Any deficiency in or overpayment of fees for this transaction should be charged or credited to Deposit Account No. 03-1728. Please show our docket number with any Deposit Account transaction. **A copy of this letter is enclosed.**

Please address all correspondence to **CHRISTIE, PARKER & HALE, LLP, P.O. Box 7068, Pasadena, CA 91109-7068.**

Respectfully submitted,  
CHRISTIE, PARKER & HALE, LLP

By   
\_\_\_\_\_  
Grant T. Langton  
626/795-9900

GTL/mac  
MAC PAS174738.1.\*-3/3/99 9:00 am

**AMENDMENT WORK SHEET**

Name: **Karon E. Seldon**      Ofc: **12**      Date: **3.11.93**      Serial No.:

INSTRUCTIONS: To certify amendments the R&A Clerk should check the "AMENDED" column. The Text Editor should check "ENTERED" after the amendment has been entered. RETAIN IN FILE.

| SCREEN | AMENDED | ENTERED                             | AMENDED TO:  |
|--------|---------|-------------------------------------|--|
| MK     |         |                                     | AM Mark: Word <input type="checkbox"/> Drawing Code <input type="checkbox"/> New Drawing: Yes <input type="checkbox"/> No <input type="checkbox"/> |
|        |         |                                     | AM Mark Type:  |
|        |         |                                     | AM Register:   |
|        |         |                                     | AM Amended To-Register: <span style="float: right;">Date Reg. Amended:</span>  |
| PY     |         |                                     | AM Assignment or Name Change:  |
|        |         |                                     | PY Applicant: <input type="checkbox"/> Name  |
|        |         |                                     | PY <input type="checkbox"/> Address  |
|        |         |                                     | PY <input type="checkbox"/> Entity Type  |
|        |         |                                     | PY <input checked="" type="checkbox"/> Citizenship/State of Inc.   |
|        |         |                                     | CO Composed of Statement:  |
| CD     |         |                                     | AM Entity Statement:   |
|        |         |                                     | AM Doing Business As (DBA) or (AKA) or (TA) Statement:   |
|        |         |                                     | AM Attorney Name:  |
|        |         |                                     | AM Correspondence: Name <input type="checkbox"/> Address <input type="checkbox"/>  |
| CL     |         |                                     | AM Docket No.: <input type="checkbox"/>  |
|        |         |                                     | AM Domestic Representative:  |
|        |         |                                     | AM Certification Statement:  |
|        |         |                                     | AM Date of First Use:  |
|        |         |                                     | AM Date of First Use in Commerce:  |
|        |         |                                     | AM Goods and Services:   |
| AC     |         |                                     | AM International Class:  |
|        |         |                                     | AM U.S. Class:   |
| MM     |         |                                     | AM Use in Another Form:  |
|        |         |                                     | AM Concurrent Use Statement:   |
|        |         |                                     | AM Description of Mark Statement:  |
| TR     |         |                                     | AM Disclaimer:   |
|        |         |                                     | AM Lining and Stippling Statement:   |
| TF     |         |                                     | AM Name/Portrait Description Statement:  |
|        |         |                                     | AM Translation of Words in Mark Statement:   |
| PR     |         |                                     | AM Section 2(f): <input type="checkbox"/> Entire Mark <input type="checkbox"/> In Part <input type="checkbox"/> Limitation Statement               |
|        |         |                                     | AM Prior U.S. Registrations: Registration Nos.:  |
| FN     |         |                                     | AM Foreign Entry Number:   |
|        |         |                                     | AM Country of Origin:  |
|        |         |                                     | AM Foreign Application Number: <span style="float: right;">Filing Date:</span>   |
|        |         |                                     | AM Foreign Registration Number: <span style="float: right;">Registration Date:</span>  |
|        |         |                                     | AM Foreign Reg. Exp. Date:   |
|        |         |                                     | AM Renewed: Foreign Reg. No.: <span style="float: right;">Renewal Date:</span>   |
|        |         |                                     | AM Renewed: Foreign Reg. Exp. Date:  |
|        |         | AM Priority Claimed: Section 44(d): |  |

Other: \_\_\_\_\_

I certify that all corrections have been entered in accordance with the above instructions and text editing guidelines.

M  
Text Editor

3/11/93  
Date

Initial Box if No Amendments are required.

All previous versions obsolete. 11/12/92

**PUBLICATION/REGISTRATION REVIEW WORK SHEET**

Reviewer: **Karon E. Seldon**      Ofc: **12**      Date: **3-19-03**      Serial No. *[Signature]*

I certify all information in the database matched the information in the file and no corrections were required.  
 INSTRUCTIONS: If the information in the database does not match the information in the file the reviewer should check the ERROR column. After correction (text editing), the EDITED column should be checked. RETAIN IN FILE WRAP.

| SCREEN | ERROR | EDITED   | ERROR FOUND DURING REVIEW REQUIRING AMENDMENT OF:   |
|--------|-------|--|---|
| MK     |       |  | AM Mark: Words: <input type="checkbox"/> Drawing Code: <input type="checkbox"/>   |
|        |       |  | AM Mark Type:   |
|        |       |  | AM Register:  |
|        |       |  | AM Amended Register: <input type="checkbox"/> Date Register Amended: <input type="checkbox"/>   |
| CL     |       |  | CL Prime Classification:  |
|        |       |  | CL Class Status Active <input type="checkbox"/> Inactive <input type="checkbox"/> Class Status Date:  |
|        |       |  | CL International Class: Add <input type="checkbox"/> Delete <input type="checkbox"/> Reclassify <input type="checkbox"/>  |
|        |       |  | CL U.S. Class: Add <input type="checkbox"/> Delete <input type="checkbox"/> Reclassify <input type="checkbox"/>   |
|        |       |  | CL Date of First Use:   |
|        |       |  | CL Date of First Use in Commerce:   |
|        |       |  | CL Use in Another Form: Prime Class <input type="checkbox"/>  |
|        |       |  | CL Goods and Services:  |
| CD     |       |  | CD Certification Statement:   |
|        |       |  | CD Attorney Name:   |
|        |       |  | CD Correspondence: <input type="checkbox"/> Name <input type="checkbox"/> Inter St. Address <input type="checkbox"/> City/St/Cntry <input type="checkbox"/> Zip |
|        |       |  | CD Docket Number: <input type="checkbox"/>  |
| AC     |       |  | AC Domestic Representative:   |
| MM     |       |  | MM Concurrent Use Statement:  |
|        |       |  | MM Description of Mark Statement:   |
|        |       |  | MM Disclaimer:  |
|        |       |  | MM Lining and Stippling Statement:  |
| TR     |       |  | TR Name/Portrait Description Consent Statement:   |
| TF     |       |  | TF Translation of Words in Mark Statement:  |
| FN     |       |  | TF Section 2(f): <input type="checkbox"/> Entire Mark <input type="checkbox"/> In Part <input type="checkbox"/> Limitation Statement                            |
|        |       |  | FN Foreign Entry Number:  |
|        |       |  | FN Country of Origin:   |
|        |       |  | FN Foreign Application No.: Filing Date:  |
|        |       |  | FN Foreign Registration No.: Registration Date:   |
|        |       |  | FN Foreign Reg. Exp. Date:  |
|        |       |  | FN Renewed: Foreign Reg. No.: Renewal Date:   |
|        |       |  | FN Renewed: Foreign Reg. Exp. Date:   |
| PR     |       |  | PR Priority Claimed: Section 44(d):   |
| PY     |       |  | PR Prior U.S. Registrations: Registration Nos.:   |
|        |       |  | PY Assignment or Name Change:   |
|        |       |  | PY Applicant: <input type="checkbox"/> Name   |
|        |       |  | PY <input type="checkbox"/> Entity Type   |
|        |       |  | PY <input type="checkbox"/> Citizenship/State of Inc.   |
|        |       |  | PY Entity Statement:  |
|        |       | PY Composed of Statement:  |   |
|        |       | PY Doing Business As (DBA) or (AKA) or (TA) Statement:   |   |
|        |       | PY Address: <input type="checkbox"/> Inter <input type="checkbox"/> City <input type="checkbox"/> State/Co. <input type="checkbox"/> Zip |   |

Other: \_\_\_\_\_

I certify that all corrections have been entered in accordance with the above instructions and text editing guidelines.

74/341429

TRADEMARK APPLICATION SERIAL NO. \_\_\_\_\_

U.S. DEPARTMENT OF COMMERCE  
PATENT AND TRADEMARK OFFICE  
FEE RECORD SHEET

080-KJ 01/07/93 74341429

0 361 210.00 CK

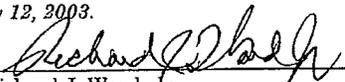
PTO-1555  
(5/87)

LT000426

TRADEMARK  
Docket No. 34183/RJW/L278

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE  
COMBINED RENEWAL APPLICATION  
AND DECLARATION OF USE TRANSMITTAL**

*I hereby certify that this correspondence is being deposited with the U.S. Postal Service as first class mail in an envelope addressed to Commissioner for Trademarks, 2900 Crystal Drive, Arlington, VA 22202-3514 on May 12, 2003.*

  
Richard J. Ward, Jr.

Box POST REG FEE  
Commissioner for Trademarks  
2900 Crystal Drive  
Arlington, Virginia 22202-3514

May 12, 2003

Commissioner:

Enclosed for filing are:

1. A combined renewal application and declaration of use for the following registration:

Mark : SKINTELLIGENCE  
Reg. No. : 1,783,801  
Registered : July 27, 1993  
Class(es) : 3  
Registrant : Richard A. Carieri

2. One specimen of the mark as used.
3. A check for \$500.00 for the filing fee.

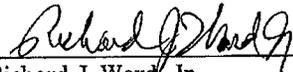
Any deficiency in or overpayment of fees for this transaction should be charged or credited to Deposit Account No. 03-1728. Please show our docket number with any Deposit Account transaction. **A copy of this letter is enclosed.**

Registration No. 1,783,801

Please address all correspondence to **CHRISTIE, PARKER & HALE, LLP, P.O. Box 7068,  
Pasadena, California 91109-7068.**

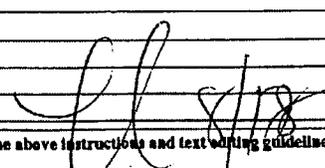
Respectfully submitted,

CHRISTIE, PARKER & HALE, LLP

By   
Richard J. Ward, Jr.  
626/795-9900

RJW/clb  
CLB PAS504170.1\*-5/12/08 2:31 PM

## POST REGISTRATION REVIEW WORKSHEET

| Name: _____  |       | Date: _____ | Reg. No: <u>1783801</u>  |
|--|-------|-------------|--|
| I certify all information in the database matched the information in the file and no corrections were required.  |       |             |  |
| INSTRUCTIONS: If the information in the database does not match the information in the file, the reviewer should check the ERROR column. After correction (text editing), the EDITED column should be checked. <b>RETAIN IN FILE</b> |       |             |  |
| Screen   | Error | Edit        | Error found during review requiring amendment of:                      |
| MK   |       |             | AM Mark: Word _____ Drawing Code _____ New Drawing: Yes _____ No _____ |
|  |       |             | AM Mark Type: _____  |
|  |       |             | AM Register: _____   |
|  |       |             | AM Amended Register: _____ Date Register Amended: _____                |
| CL   |       |             | CL Prime Classifier: _____   |
|  |       |             | CL Class Status Active _____ Inactive _____ Class Status Date: _____   |
|  |       |             | CL International Class: Add _____ Delete _____ Reclassify _____        |
|  |       |             | CL U.S. Class: Add _____ Delete _____ Reclassify _____                 |
|  |       |             | GS Goods and Services: _____   |
| CD   |       |             | DI Deleted Goods [ ] Less Goods (( )): _____                           |
|  | ✓     | ✓           | AT Attorney Name: _____  |
|  | ✓     | ✓           | CD Correspondence: Name ✓ St. Address ✓ City/ST/Cntry ✓ Zip ✓          |
|  |       |             | DR Domestic Representative: _____                                      |
| AC   |       |             | AO Amended/Registration Statement: _____                               |
|  |       |             | BO Certification of Correction Statement: _____                        |
| PY   |       |             | PY30 Registrant: _____ Name _____                                      |
|  |       |             | PY _____ Entity Type _____   |
|  |       |             | PY _____ Citizenship/State of Inc. _____                               |
|  |       |             | PY Address _____ Inter _____ City _____ State/Co _____ Zip _____       |
|  |       |             | EN Entity Statement: _____   |
|  |       |             | CO Composed of Statement: _____  |
|  |       |             | DB Doing Business As (DBA) or (AKA) or (TA) Statement _____            |
|  |       |             | NC30 _____   |
|  |       |             | PY Registrant _____ Name _____   |
|  |       |             | PY _____ Entity Type _____   |
|  |       |             | PY _____ Citizenship/State of Inc. _____                               |
|  |       |             | PY Address _____ Inter _____ City _____ State/Co _____ Zip _____       |
|  |       |             | EN _____   |
|  |       |             | CO _____   |
|  |       |             | DB _____   |
|  |       | NC _____    |  |
|  |       | 99 _____    |  |
| OTHER: _____   |       |             |  |
| REMARK: _____  |       |             |  |
| I certify that all corrections have been entered in accordance with the above instructions and text editing guidelines.  |       |             |  |
| <br>_____<br>TEXT EDITOR   |       |             | _____<br>DATE  |

# CODING SHEET FOR PSEUDO MARKS AND DESIGN SEARCH CODES

SERIAL NUMBER 74-341429

PSEUDO MARK (PM) SKIN INTELLIGENCE

DESIGN SEARCH CODE(S) (WIPO) MDC- 1

|  |  |  |  |
|--|--|--|--|
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Verify word mark \_\_\_\_\_

Verify mark drawing code \_\_\_\_\_

FOPM PTO-1562  
(3-87)

LAW OFFICE: G4

ITU: Y or N

SERIAL NO.: 14/341429

### TRADEMARK APPLICATION FILE DATA WORKSHEET

M.C

#### CLASS DATA

|                              |  |   |   |   |   |   |   |   |   |   |
|------------------------------|--|---|---|---|---|---|---|---|---|---|
| 1. INTERNATIONAL CLASS       | 003                                    |   |   |   |   |   |   |   |   |   |
| 2. COLLECTIVE TM or SM       | T                                      | S | T | S | T | S | T | S | T | S |
| 3. FEE PAID                  | <input checked="" type="checkbox"/>    | N | Y | N | Y | N | Y | N | Y | N |
| 4. PRIOR US CLASS(ES)        | 051, 052                               |   |   |   |   |   |   |   |   |   |
| 5. 1ST USE DATE              | 05 19 1990                             |   |   |   |   |   |   |   |   |   |
| 6. 1ST USE IN COMM DATE      | 05 19 1990                             |   |   |   |   |   |   |   |   |   |
| 7. IN ANOTHER FORM CODE      | 1                                      | 2 | 1 | 2 | 1 | 2 | 1 | 2 | 1 | 2 |
| 8. IN ANOTHER FORM STATEMENT | AF CODE IN MARGIN TEXT IN              |   |   |   |   |   |   |   |   |   |
| 9. GOODS/SERVICES            | GS INTERNATIONAL CLASS IN MARGIN, TEXT |   |   |   |   |   |   |   |   |   |
| 10. CERTIFICATION STATEMENT  | CS IN MARGIN, TEXT IN                  |   |   |   |   |   |   |   |   |   |

#### FOREIGN DATA

|                             |   |   |   |   |   |   |   |   |   |   |
|-----------------------------|---|---|---|---|---|---|---|---|---|---|
| 1. PRIORITY CLAIMED         | Y | N | Y | N | Y | N | Y | N | Y | N |
| 2. COUNTRY CODE             |   |   |   |   |   |   |   |   |   |   |
| 3. FOREIGN APPLICATION      |   |   |   |   |   |   |   |   |   |   |
| 4. FOREIGN FILING DATE      |   |   |   |   |   |   |   |   |   |   |
| 5. FOREIGN REG #            |   |   |   |   |   |   |   |   |   |   |
| 6. FOREIGN REG DATE         |   |   |   |   |   |   |   |   |   |   |
| 7. FOREIGN EXPIRATION DATE  |   |   |   |   |   |   |   |   |   |   |
| 8. RENEWAL # DATE           |   |   |   |   |   |   |   |   |   |   |
| 9. RENEWAL REG DATE #       |   |   |   |   |   |   |   |   |   |   |
| 10. RENEWAL EXPIRATION DATE |   |   |   |   |   |   |   |   |   |   |

#### NOTES TO DATA ENTRY PERSONNEL

|  |
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**EXHIBIT 3**

Thank you for your request. Here are the latest results from the TARR web server.

This page was generated by the TARR system on 2012-07-02 15:02:22 ET

Serial Number: 74341429 Assignment Information      Trademark Document Retrieval

Registration Number: 1783801

Mark (words only): SKINTELLIGENCE

Standard Character claim: No

Current Status: The registration has been renewed.

Date of Status: 2003-07-30

Filing Date: 1992-12-21

Transformed into a National Application: No

Registration Date: 1993-07-27

Register: Principal

Law Office Assigned: LAW OFFICE 12

EXHIBIT 3  
 FOR IDENTIFICATION  
 PAGE 1 OF 2 PAGES  
 JOANNE HOKYO, CSR  
 DATE 1-2 12  
 WITNESS: [Signature]

If you are the applicant or applicant's attorney and have questions about this file, please contact the Trademark Assistance Center at TrademarkAssistanceCenter@uspto.gov

Current Location: 40S -Scanning On Demand

Date In Location: 2007-09-25

---

**LAST APPLICANT(S)/OWNER(S) OF RECORD**

---

1. LIFETECH RESOURCES, LLC

**Address:**

LIFETECH RESOURCES, LLC  
9540 COZYCROFT AVENUE  
CHATSWORTH, CA 91311  
United States

**Legal Entity Type:** Limited Liability Company  
**State or Country Where Organized:** California

---

**GOODS AND/OR SERVICES**

---

**International Class:** 003

**Class Status:** Active

cosmetics; namely, skin cleanser preparations, skin freshener preparations, skin moisturizer, toning lotion, emollient cream, toning mask, shaving cleanser preparations, eye toning gel, face makeup body shampoo, hair shampoo, hair conditioner

**Basis:** 1(a)

**First Use Date:** 1990-05-19

**First Use in Commerce Date:** 1990-05-19

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#### ADDITIONAL INFORMATION

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(NOT AVAILABLE)

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#### MADRID PROTOCOL INFORMATION

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**USPTO Reference Number:** A0023669

**International Registration Number:** 1072359

**International Registration Date:** 2011-03-11

**Original Filing Date with USPTO:** 2011-03-11

**International Registration Status:** Application For IR Registered By IB

**Date of International Registration Status:** 2011-04-21

**International Registration Renewal Date:** 2021-03-11

**Irregularity Reply by Date:** (DATE NOT AVAILABLE)

#### Madrid History:

04-21-2011 - 20:47:00 - Application For IR Registered By IB

03-14-2011 - 21:07:28 - IR Certified And Sent To IB

03-14-2011 - 12:30:41 - Manually Certified

03-11-2011 - 20:16:19 - New Application For IR Received

---

#### PROSECUTION HISTORY

---

**NOTE: To view any document referenced below, click on the link to "Trademark Document Retrieval" shown near the top of this page.**

2010-03-17 - Automatic Update Of Assignment Of Ownership

2007-09-25 - Case File In TICRS

2006-10-09 - Review Of Correspondence Complete

2005-03-07 - PAPER RECEIVED

2003-07-30 - First renewal 10 year

2003-07-30 - Section 8 (10-year) accepted/ Section 9 granted

2003-05-15 - Combined Section 8 (10-year)/Section 9 filed

2003-05-15 - PAPER RECEIVED

3-2

1999-08-13 - Section 8 (6-year) accepted & Section 15 acknowledged

1999-03-08 - Section 8 (6-year) and Section 15 Filed

1993-07-27 - Registered - Principal Register

1993-05-04 - Published for opposition

1993-04-02 - Notice of publication

1993-03-11 - Approved for Pub - Principal Register (Initial exam)

1993-03-10 - Examiner's amendment mailed

1993-03-05 - Assigned To Examiner

---

**ATTORNEY/CORRESPONDENT INFORMATION**

---

**Attorney of Record**

RICHARD J. WARD, JR.

**Correspondent**

RICHARD J. WARD, JR.  
CHRISTIE PARKER & HALE LLP  
PO BOX 7068  
PASADENA CA 91109-7068

---

3-3

**EXHIBIT 4**

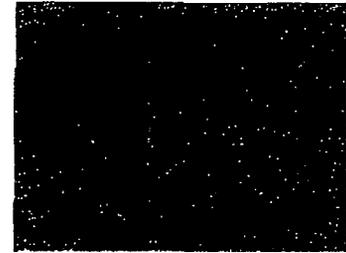
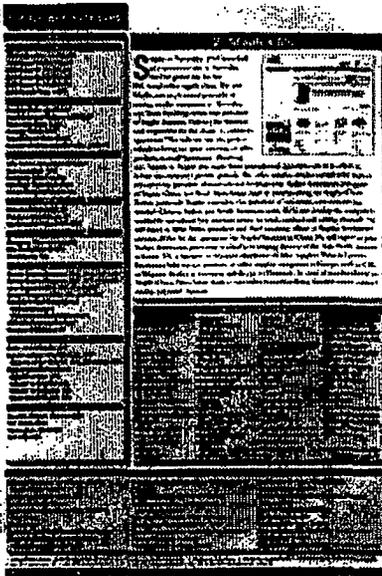
### Search the Top 500 List

#### How are companies selected?

The Top 500 ranks business-to-consumer retailers in the U.S. and Canada, based on online sales, including retail chains, catalogers, web-only merchants, brand manufacturers and digital content sellers. The Top 500 research team gathers information about retailers from a variety of sources, especially the merchants themselves. If you would like to be considered for inclusion, please contact the Top 500 research team.

#### What's included in the profile?

Rankings are based on full-year online sales. Other data includes: past years' sales, growth rate, monthly visits, monthly unique visitors, conversion rates, average ticket, total SKUs, top executives, vendor providers of technology and services in 25 categories, web site performance, search marketing and e-mail marketing data, and more.



#### How are companies selected?

You may download an individual company profile for \$15.00 each and receive them immediately as a PDF. Order as many as you wish.

- 1 - 100
- 101 - 200
- 201 - 300
- 301 - 400
- 401 - 500

Rank

EXHIBIT 4  
 FOR IDENTIFICATION  
 PAGE 1 OF 21 PAGES  
 JOANNE HOKYO, CSR  
 DATE 7-5-12  
 WITNESS: [Signature]

Company Name

Category

PDF Profile

Expand

1

Amazon.com Inc.

Mass Merchant

\$15.00 Buy

Expand

2

Staples Inc.

Office Supplies

\$15.00 Buy

Expand

3

Apple Inc.

Computers / Electronics

\$15.00 Buy

Expand

4

Walmart.com

Mass Merchant

\$15.00 Buy

Expand

5

Dell Inc.

Computers / Electronics

\$15.00 Buy

Expand

6

Office Depot Inc.

Office Supplies

\$15.00 Buy

Expand

7

Liberty Interactive Corp.

Mass Merchant

\$15.00 Buy

Expand

8

Sears Holdings Corp.

Mass Merchant

\$15.00 Buy

Expand

9

Netflix Inc.

Books / Music / Videos

\$15.00 Buy

Expand

10

CDW Corp.

Computers / Electronics

\$15.00 Buy

Expand

11

Best Buy Co.

Computers / Electronics

\$15.00 Buy

Expand

12

OfficeMax Inc.

Office Supplies

\$15.00 Buy

Expand

13

Newegg Inc.

Computers / Electronics

\$15.00 Buy

Expand

14

Macy's Inc.

Mass Merchant

\$15.00 Buy

Expand

15

W.W. Grainger Inc.

Hardware / Home Improvement

\$15.00 Buy

Expand

16

Sony Electronics Inc.

Computers / Electronics

\$15.00 Buy

Expand

17

Costco Wholesale Corp.

Mass Merchant

\$15.00 Buy

Expand

18

L.L. Bean Inc.

Apparel / Accessories

\$15.00 Buy

Expand

19

Victoria's Secret Direct & Bath and Body Works

Apparel / Accessories

\$15.00 Buy

Expand

20

J.C. Penney Co. Inc.

Mass Merchant

\$15.00 Buy

Expand

21

HP Home & Home Office Store

Computers / Electronics

\$15.00 Buy

Expand

22

Gap Inc. Direct

Apparel / Accessories

\$15.00 Buy

Expand

23

Target Corp.

Mass Merchant

\$15.00 Buy

Expand

24

Williams-Sonoma Inc.

Housewares / Home Furnishings

\$15.00 Buy

Expand

25

Systemax Inc.

Computers / Electronics

\$15.00 Buy

Expand

26

HSN Inc.

Mass Merchant

\$15.00 Buy

Expand

27

Overstock.com Inc.

Mass Merchant

\$15.00 Buy

Expand

28

Kohl's Corp.

Mass Merchant

\$15.00 Buy

Expand

29

Toys 'R' Us Inc.

Toys / Hobbies

\$15.00 Buy

Expand

30

Amway

Health / Beauty

\$15.00 Buy

Expand

31

Nordstrom Inc.

Apparel / Accessories

\$15.00 Buy

Expand

32

BarnesandNoble.com Inc.

Books / Music / Videos

\$15.00 Buy

Expand

33

Walgreen Co.

Food / Drug

\$15.00 Buy

Expand

34

Redcats USA

Apparel / Accessories

\$15.00 Buy

Expand

35

Vistaprint NV

Office Supplies

\$15.00 Buy

Expand

36

Buy.com Inc.

Mass Merchant

\$15.00 Buy

Expand

37

Avon Products Inc.

Health / Beauty

\$15.00 Buy

Expand

38

Saks Direct

Apparel / Accessories

\$15.00 Buy

Expand

39

PC Connection Inc.

Computers / Electronics

\$15.00 Buy

Expand

40

Symantec Corp.

Computers / Electronics

\$15.00 Buy

Expand

41

Neiman Marcus Group Inc., The

Apparel / Accessories

\$15.00 Buy

Expand

42

Home Depot Inc., The

Hardware / Home Improvement

\$15.00 Buy

Expand

43

Cabela's Inc.

Sporting Goods

\$15.00 Buy

Expand

44

Musician's Friend Inc.

Specialty / Non-apparel

\$15.00 Buy

Expand

45

Abercrombie & Fitch Co.

Apparel / Accessories

\$15.00 Buy

Expand

46

Fanatics Inc.

Apparel / Accessories

\$15.00 Buy

Expand

47

Lowe's Cos. Inc.

Hardware / Home Improvement

\$15.00 Buy

Expand

48

Urban Outfitters Inc.

Apparel / Accessories

\$15.00 Buy

Expand

49

Gilt Groupe

Apparel / Accessories

\$15.00 Buy

Expand

50

Wayfair LLC

Housewares / Home Furnishings

\$15.00 Buy

Expand

51

1-800-Flowers.com Inc.

Flowers / Gifts

\$15.00 Buy

Expand

52

Peapod LLC

Food / Drug

\$15.00 Buy

Expand

53

Shutterfly Inc.

Specialty / Non-apparel

\$15.00 Buy

Expand

54

Foot Locker Inc.

Apparel / Accessories

\$15.00 Buy

Expand

55

GameStop Corp.

Toys / Hobbies

\$15.00 Buy

Expand

56

J. Crew Group Inc.

Apparel / Accessories

\$15.00 Buy

Expand

57

PC Mall Inc.

Computers / Electronics

\$15.00 Buy

Expand

58

Estee Lauder Cos. Inc., The

Health / Beauty

\$15.00 Buy

Expand

59

Crate and Barrel

Housewares / Home Furnishings

\$15.00 Buy

Expand

60

Ancestry.com Inc.

Specialty / Non-apparel

\$15.00 Buy

Expand

61

Weight Watchers International Inc.

Food / Drug

\$15.00 Buy

Expand

62

YOOX Group

Apparel / Accessories

\$15.00 Buy

Expand

63

Scholastic Inc.

Books / Music / Videos

\$15.00 Buy

Expand

64

Recreational Equipment Inc.

Sporting Goods

\$15.00 Buy

Expand

65

American Eagle Outfitters Inc.

Apparel / Accessories

\$15.00 Buy

Expand

66

Zones

Office Supplies

\$15.00 Buy

Expand

67

Follett Higher Education Group

Books / Music / Videos

\$15.00 Buy

Expand

68

Deluxe Corp.

Office Supplies

\$15.00 Buy

Expand

69

Ralph Lauren Media LLC

Apparel / Accessories

\$15.00 Buy

Expand

70

Market America

Mass Merchant

\$15.00 Buy

Expand

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Quick Stats: Online Sales: \$354,770,833  
2011 Growth: 6.80%

A better e-commerce platform begins with the bigger picture  
February 10, 2012, 10:10 AM

Recent Web merchants expect a bigger ROI on their tech spending in 2012  
Headlines: December 27, 2011, 11:53 AM

Market America completes the heavy lifting of integrating Shop.com  
September 19, 2011, 5:24 PM

Press Internet Marketing Leader Uses Automated Data Mastering To Drive Product  
Releases: Selection To Millions Of Online Items  
November 20, 2009, 12:00 AM

Internet Marketing Leader Selects Silver Creek Systems To Boost Online Search Performance

December 19, 2008, 12:00 AM

MARKET AMERICA PARTNERS WITH ALTURA INTERNATIONAL TO CREATE ENDLESS SHOPPING EXPERIENCE

November 18, 2003, 12:00 AM

71

Blue Nile Inc.

Jewelry

\$15.00 Buy

Expand

72

Nike Inc.

Apparel / Accessories

\$15.00 Buy

Expand

73

Chico's FAS Inc.

Apparel / Accessories

\$15.00 Buy

Expand

74

Microsoft Corp.

Computers / Electronics

\$15.00 Buy

Expand

75

1-800 Contacts Inc.

Health / Beauty

\$15.00 Buy

Expand

76

U.S. Auto Parts Network

Automotive Parts / Accessories

\$15.00 Buy

Expand

77

Oriental Trading Co. Inc.

Specialty / Non-apparel

\$15.00 Buy

Expand

78

ETD Group Inc.

Flowers / Gifts

\$15.00 Buy

Expand

79

Disney Shopping Inc.

Specialty / Non-apparel

\$15.00 Buy

Expand

80

FreshDirect LLC

Food / Drug

\$15.00 Buy

Expand

81

Build.com Inc.

Hardware / Home Improvement

\$15.00 Buy

Expand

82

Bluestem Brands Inc.

Apparel / Accessories

\$15.00 Buy

Expand

83

Green Mountain Coffee Roasters Inc.

Food / Drug

\$15.00 Buy

Expand

84

RueLaLa.com

Mass Merchant

\$15.00 Buy

Expand

85

Hayneedle Inc.

Mass Merchant

\$15.00 Buy

Expand

86

Vitacost.com Inc.

Health / Beauty

\$15.00 Buy

Expand

87

Net-a-Porter LLC

Apparel / Accessories

\$15.00 Buy

Expand

88

CVS Caremark Corp.

Food / Drug

\$15.00 Buy

Expand

89

Northern Tool + Equipment Co.

Hardware / Home Improvement

\$15.00 Buy

Expand

90

Shoebuy.com Inc.

Apparel / Accessories

\$15.00 Buy

Expand

91

ShopNBC.com

Mass Merchant

\$15.00 Buy

Expand

92

Ann Inc.

Apparel / Accessories

\$15.00 Buy

Expand

93

Nutrisystem Inc.

Food / Drug

\$15.00 Buy

Expand

94

Sierra Trading Post Inc.

Apparel / Accessories

\$15.00 Buy

Expand

95

Bass Pro Outdoor Online LLC

Sporting Goods

\$15.00 Buy

Expand

96

Army & Air Force Exchange Service

Mass Merchant

\$15.00 Buy

Expand

97

Edible Arrangements International LLC

Food / Drug

\$15.00 Buy

Expand

98

Eddie Bauer LLC

Apparel / Accessories

\$15.00 Buy

Expand

99

Orchard Brands Corp.

Apparel / Accessories

\$15.00 Buy

Expand

100

Hudson's Bay

Apparel / Accessories

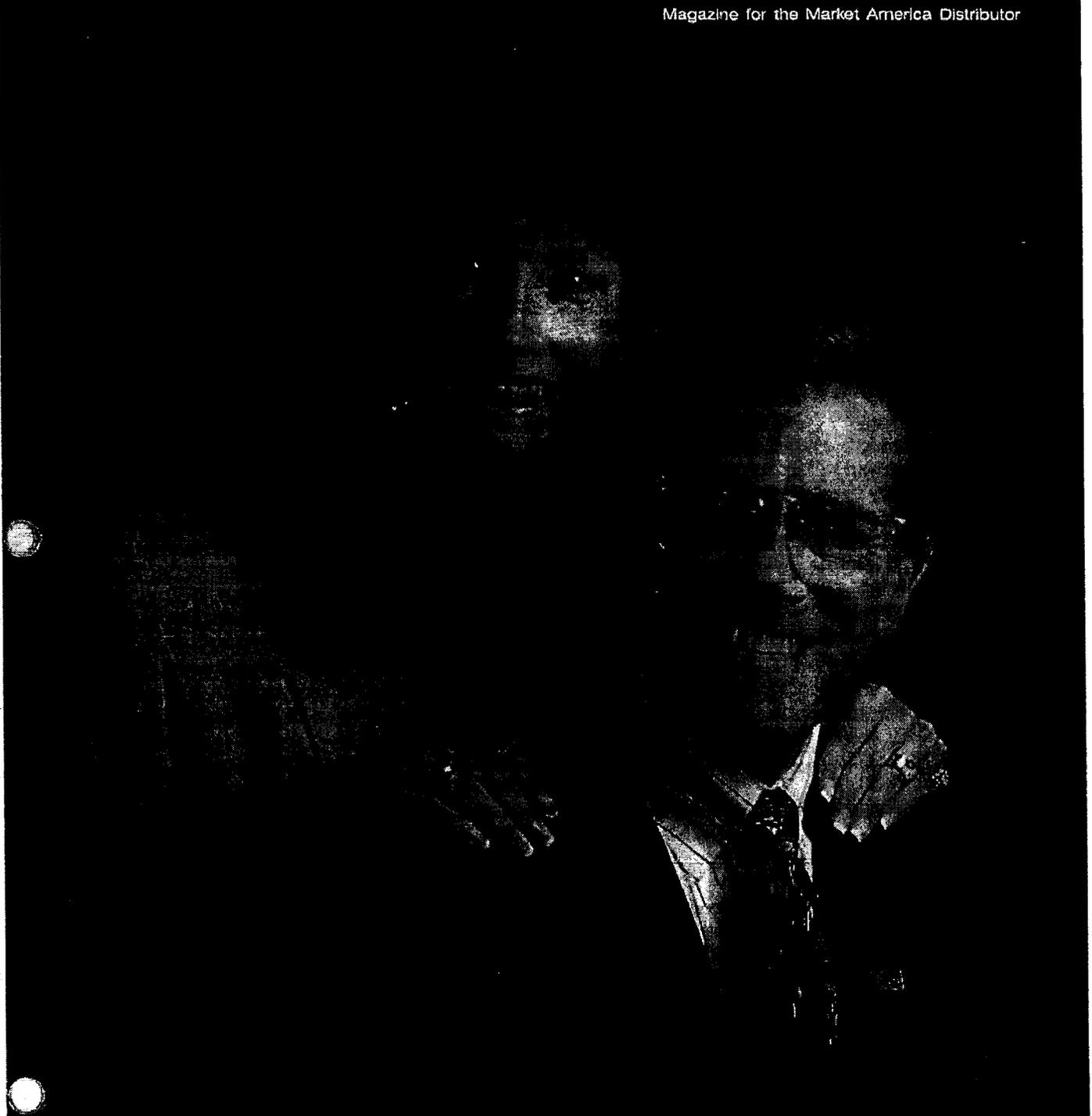
\$15.00 Buy

Expand

**EXHIBIT 5**

# POWERLINE

Magazine for the Market America Distributor



Executive Field Vice Presidents  
Tony & Pam Bowling

EXHIBIT 5 FOR I.D.  
PAGE 1 OF 14 PAGES DATE 1-3-12  
WITNESS: HAL CON  
JOANNE HOKYO, CSR

174-192

5,

LT000174

# Alpha 24 Triple Revitalizing Complex: The Ultimate Skin-Care Product

Alpha 24 Triple Revitalizing Complex combines cutting-edge skin-care technology with a balance of natural ingredients. Let's take a look at what makes Alpha 24 so special.

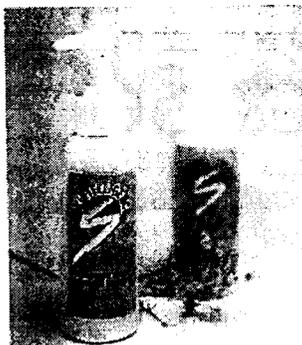
## Alpha Hydroxy Acids

Some of the most exciting players in the skin-care arena are Alpha Hydroxy Acids (AHAs), a class of compounds about which much has been written and spoken lately. There are many different sources of AHAs, like glycolic, lactic, citric, and malic acid. They are actually not new at all.

Cleopatra introduced the Roman practice of bathing in soured milk (lactic acid) to the women of Egypt. Marie Antoinette encourages the beauties in her court to rinse daily with the dregs at the bottom of red wine bottles (tartaric acid). Women in Spain and England cleansed their faces with lemon juice (citric acid), and Mayan women applied pastes of crushed corn (gluconic acid) to keep their complexions smooth.

Alpha 24 uses AHAs from citrus, sugar cane, apples, and green tea. All AHAs have a similar chemical structure and function mainly as exfoliating agents, ingredients that encourage shedding of the skin's upper layers. The outer layer of your skin is called the epidermis; skin cells form at the bottom and gradually rise to the top, where they flake off. As we age, however, this process slows down and the skin cells begin to form a dry, dull, dead outer crust. Fine lines get deeper, discolorations darken, and blockages build up, making our skin look older.

AHAs help speed up the natural sloughing process by freeing cells from the "glue" that holds them together, revealing layers of moist, fresh cells underneath. When dead



cells are shed there are fewer cracks and fissures that can lead to irritation, so skin is more taut, softer, smoother, more glowing, less discolored, and healthier. AHAs also encourage the skin cells in the outermost layers to become more dense and compact, which improves the skin's ability to retain moisture and act as a barrier against chafing and irritants.

The concentration of AHAs in Alpha 24 is high enough to produce maximum result without irritation. Using a combination of acids ensures thorough saturation of the exfoliating areas of the skin, but Alpha 24 goes a step farther to ensure results: the ingredient PPG 12/SMDI Copolymer forms a temporary bond with AHAs, taking them into the skin's surface, where they are then slowly released. This ingredient dramatically increases the efficacy of the product and reduces the possibility of irritation.

## Sun Protection

The sun emits many different types of radiation, but the ultraviolet wavelengths—UVA and UVB—cause the most skin damage, including premature aging and skin cancer. UVB rays affect mostly the epidermis and will tan and burn you. UVA doesn't burn or tan, but it penetrates into the dermis (the skin's lower layer) caus-

ing damage at a much deeper level.

Solar radiation does its dirty work two ways: it suppresses your body's immune system and generates free radicals. Free radicals are highly reactive, destructive chemicals that accelerate the breakdown of skin cells, causing wrinkles, lines, cancers, and discolorations. This skin damage can be prevented by using good sunscreens daily.

Alpha 24 contains two highly effective sun blocks: Benzophenone-3 blocks UVA radiation, and Octyl Methoxycinnamate blocks UVB. Alpha 24 contains no PABA and is rated at SPF-8. This means that an average person wearing an application of Alpha 24 will take eight times longer to burn than would be the case without it.

## Moisturization

The Alpha 24 formula combines several highly effective moisturizing ingredients to ensure proper skin hydration. Ethchronic acid, glycerine, the AHAs, Vitamin A, Vitamin E, NaPCA, and the Polyamino sugar condensate (the natural moisturizing factor found in the skin's upper layers) combine to enhance your skin's ability to attract and hold water.

## Vitamins

Alpha 24 contains vitamin A and vitamin E, two nutrients that are critically important to proper skin function and moisturization. Both are highly effective antioxidants that prevent free radical damage in the skin. Vitamin A is an essential part of skin maintenance and repair mechanisms. Many skin scientists believe that vitamin A palmitate and AHAs have many of the same positive effects as Retin A. The results take longer, but they are produced without drug-related side effects.

Vitamin E improves circulation and tissue repair, promotes healing, reduces scarring from blemishes, prevents age spots, and

enhances your skin's immune response.

### Natural Extracts

The plant extracts of comfrey root, cucumber, chamomile, ginseng, and St. John's wort provide a wide variety of soothing, calming, decongesting, oil-controlling, and cell-normalizing ingredients to this formulation. They also contain small amounts of moisturizing ingredients, trace minerals, amino acids, and other nutrients that skin cells need.

### Marketing Alpha 24

Don't miss becoming a product of this product. Everyone can use and benefit from Alpha 24. When you see the results on your own skin you can share your story enthusiastically.

Another excellent way to merchandise Alpha 24 is by "sampling." Everyone wants great-looking skin! Give people a small amount of Alpha 24, ask them to buy a bottle to try. Let your customer see and feel the benefits of Alpha 24—the person that uses this product for a month will become a customer for life!

Remember, people only buy two things: good feelings and solutions to problems. Alpha 24 can give them both if you encourage them to try it.

When you talk about any product, stress benefits, not features. Don't just tell customers what's in the product, tell them what's in it for them. Alpha 24 can smooth fine lines and surface wrinkles, revive youthful texture, improve skin softness, lighten and reduce pigment spots, clear blemishes and clogged pores, minimize enlarged pores, and reduce excess skin oil.

Alpha 24 combines state-of-the-art active ingredients, natural extracts, vitamins, protective sunscreens and intensive moisturizers—everything you'd expect to find in the ultimate skin-care product.

## Skintelligence & Your Skin, Part Two

The dermis, the second layer within the skin, gives skin its elasticity, strength and support. Like the foundation of a house, the dermis consists of a combination of specialized structures like hair follicles, sensitive nerve endings, sweat glands, sebaceous glands (oil glands), blood vessels, lymph vessels, and two major connective tissues.

Collagen and elastin, fibrous proteins, are the two major connective tissues found in the dermis. Collagen acts like intercellular cement and is what gives skin its bounce. Elastin provides the elasticity of skin.

Because of their molecular structure and size, collagen and elastin cannot penetrate the epidermis, the layer in the skin above the dermis (see last issue). Both collagen and elastin benefit the skin by being moisturizing agents.

The subcutaneous layer or subcutis, resides just below the dermis and is the bottommost layer of the skin. It serves primarily as a shock absorber or cushion but also operates as an energy storage site, insulator, and bone protector.

Essentially a layer of fat cells, the subcutis gives our faces shape resembling our inherited family traits. It also supports the dermis by stimulating necessary glandular, muscular, and nervous system responses. It is in the subcutaneous layer that the sebaceous glands produce sebum, a natural skin oil that travels toward the skin's surface via hair follicles, and coats the skin, locking in its natural moisture.

### The self-renewal process

The birth, life, and death of skin is a remarkable process. Skin cells are shed and regenerated approximately every 28 days. This is how long it takes for new cells to migrate from the basal cells to the horny cells on the epidermis of the skin. Then the dead cells on the stratum corneum

level shed and slough off. This is a monumental process—some ninety percent of the dust in our homes is sloughed-off dead skin cells!

### The aging of skin

Our skin experiences two types of aging: chronological or natural aging and photoaging. Chronological aging is inevitable and is genetically kinder to some people than to others. But while this process is unavoidable, damage from free radicals and environmental pollutants can have a cumulative effect on skin.

As we age, our skin cells turn over more slowly, until the process takes twice as long or longer than it once did. Dead cells remain on the surface longer and leave a buildup that can make us look older. Blood vessels become constricted and our healthy-looking glow degenerates into a sallow complexion. The epidermis and dermis become thinner. The dermis loses some of its capacity to retain water, collagen molecules degenerate and lose elasticity. The result: wrinkles and saggy skin.

Photoaging, also known as solar-induced aging, is a result of the sun causing premature collagen breakdown. This accelerates and exaggerates the effects of chronological aging.

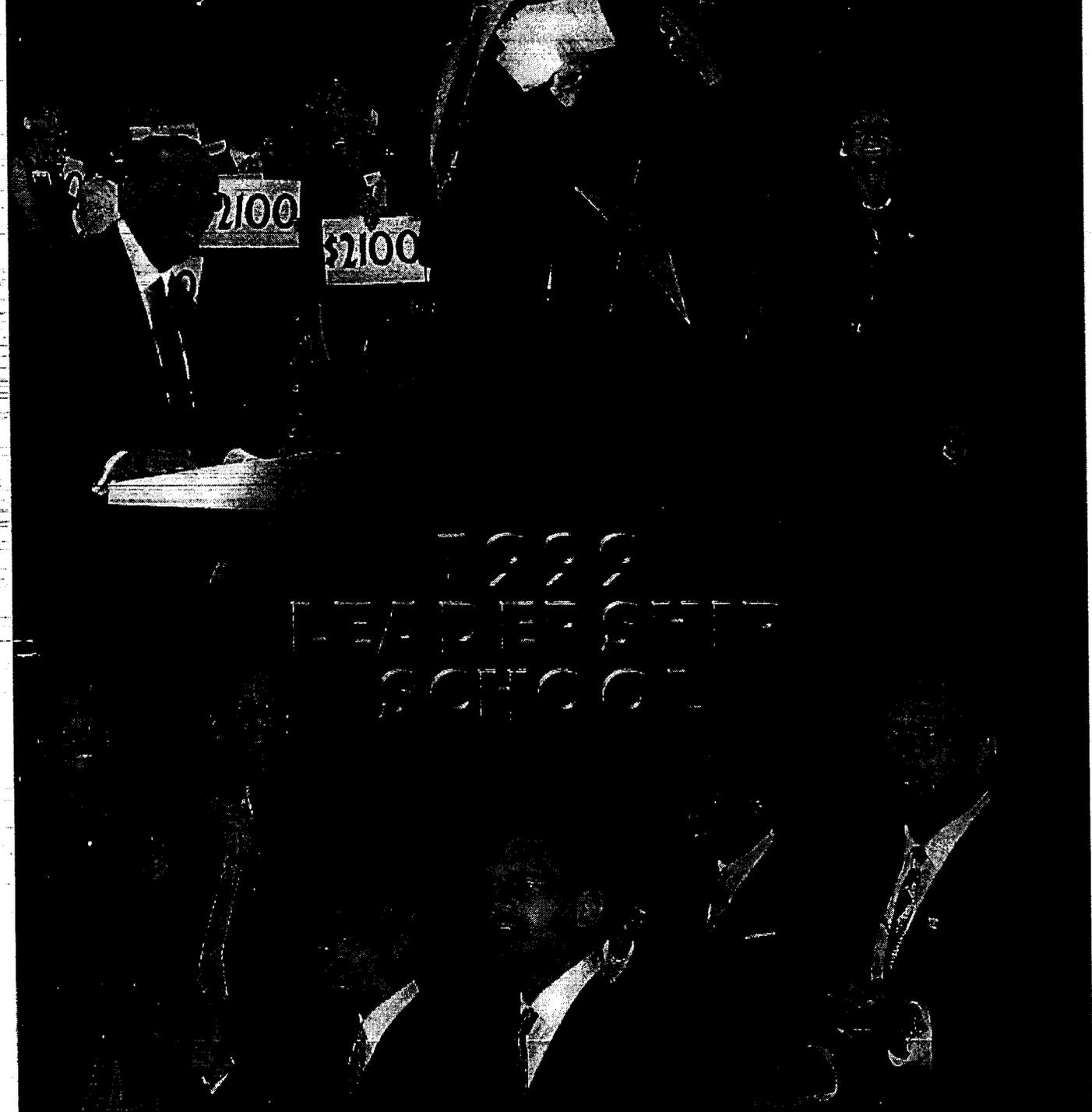
Read our next issue to learn how Skintelligence can counteract the effects of both types of aging.

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1999

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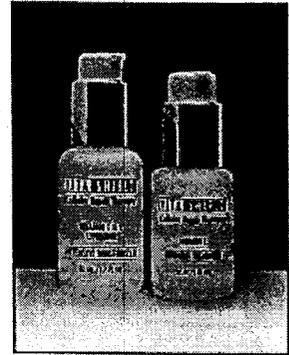
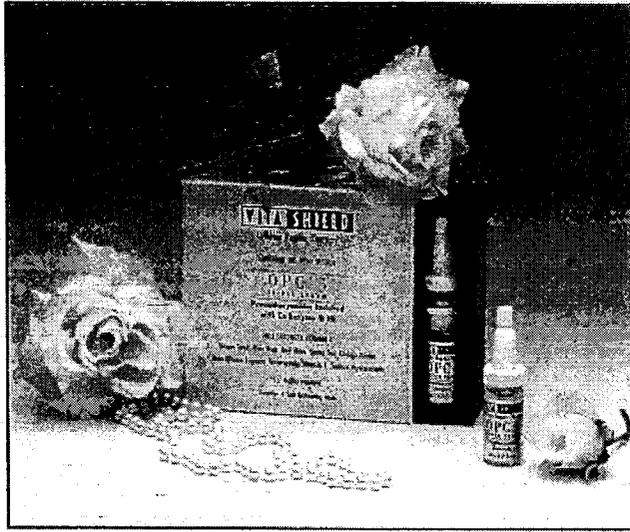
# PowerLine

A Monthly Publication for Most of America's UnFranchise<sup>®</sup> Owners



**PLUS:** HOT NEW MOTIVES<sup>®</sup> COLORS, CAREER MANUAL UPDATES, UFO PIN LEVEL SYSTEM

# Introducing OPC-3 Triple Serum™ For The Face



## Combine With Skintelligence® and VitaShield™ for Terrific Results!

Here's an important skin care update and clarification of our wonderful Skintelligence® and VitaShield™ product lines and how they work synergistically to make our skin vibrant and healthy for an entire lifetime.

Think of this as a program that addresses all aspects of your skin's needs from the maintenance of clean, healthy skin, to skin repair, with the ability to counteract the abuse of day to day living and the constant bombardment of free radicals. It helps your skin restore its youthful appearance and repairing damaged tissue.

The maintenance phase of our skin care program begins with Skintelligence® and its five-step skin care process. These products are designed to cleanse, normalize and balance all skin types with moisture, nourishment and natural extracts. This will help your skin hold its natural moisture by balancing skin moisture and increasing hydration.

The skin repair phase relates to our VitaShield™ Vitamin C Intensive Treatment and the VitaShield™ Vitamin C and E Liposome Intensive Moisturizer. These two products focus on skin repair with a maximum dosage of vita-

min C in addition to other nutrients carried deep into your skin via tiny microscopic particles called liposomes. As we age and continue to expose ourselves to the damage from ultraviolet rays and other free radical terrorists, our skin loses its resiliency because less collagen is produced. The collagen framework weakens and the skin loses its elasticity.

The VitaShield™ Intensive Treatment and Moisturizer combination interacts with the collagen framework to stimulate the synthesis of collagen and help repair skin resiliency.

Finally, the skin treatment phase is revealed through Market America's unique VitaShield OPC-3 Triple Serum™, delivering OPC and coenzyme Q<sub>10</sub> topically to the face, in addition to super ingredient Beta-Glucan, Tocotrienols and an army of powerful natural extracts to treat damaged tissues caused by the daily exposure to free radicals. You are well aware of the wonderful effect OPC-3 and coenzyme Q<sub>10</sub> have on your body when taken as a nutritional supplement. Well, imagine those same ingredients applied topically and carried deep into the epidermis and dermis through the Lipoplex™ system, tiny nutrient carriers known

as liposomes applied directly to the effected areas of the skin. The liposomes deliver the nutrients and additional antioxidants for a slow release for a maximum absorption and treatment benefits.

If you plan to use all the above skin care products, you would begin with your Skintelligence® Hydra Derm Deep Cleansing Emulsion, pH Skin Normalizer and Cellular Perfecting Complex, followed by the OPC-3 Triple Serum For The Face, then the VitaShield™ Intensive Moisturizer and finally the VitaShield™ Vitamin C Intensive Treatment. What a fantastic trio of skin

care products exclusively distributed by Market America. If you have not ordered

your VitaShield OPC-3 Triple Serum™, do so today along with its product support flyer. We hope this helps clarify how these wonderful products work synergistically.



### VITA SHIELD™ Cellular Repair Therapy

| VitaShield OPC-3 Triple Serum™ |                                      |            |              |    |
|--------------------------------|--------------------------------------|------------|--------------|----|
| Code                           | Product                              | Dist. Cost | Sugg. Retail | BV |
| 1252                           | 40-Day Treatment (Four 10-Day Vials) | \$70.00    | \$98.00      | 65 |
| 459                            | Support Flyer (Package of 20)        | \$5.00     |              |    |



skintelligence



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Skintelligence products have been formulated using the finest natural ingredients — combined with the latest technological advances from the scientific community to ensure your skin is adequately maintained and protected from the effects of free radicals and environmental pollutants.



Pamper your body with the luxurious Royal Spa Collection. Each product is specially formulated to meet a diverse range of hair and personal care needs.

## hair



Hair comes in all styles, colors, textures and thicknesses, and each type demands a gentle touch to promote luster and healthy-looking hair. Neglecting your hair or using the wrong products can wreak havoc on your scalp and locks, drying and damaging them, but proper care can result in full, vibrant and beautiful hair.

## protection



Every day, UV rays, chemicals and free radicals bombard your skin, causing damage both visible and invisible. To maintain healthy, clean skin for years to come, you have to protect yourself.



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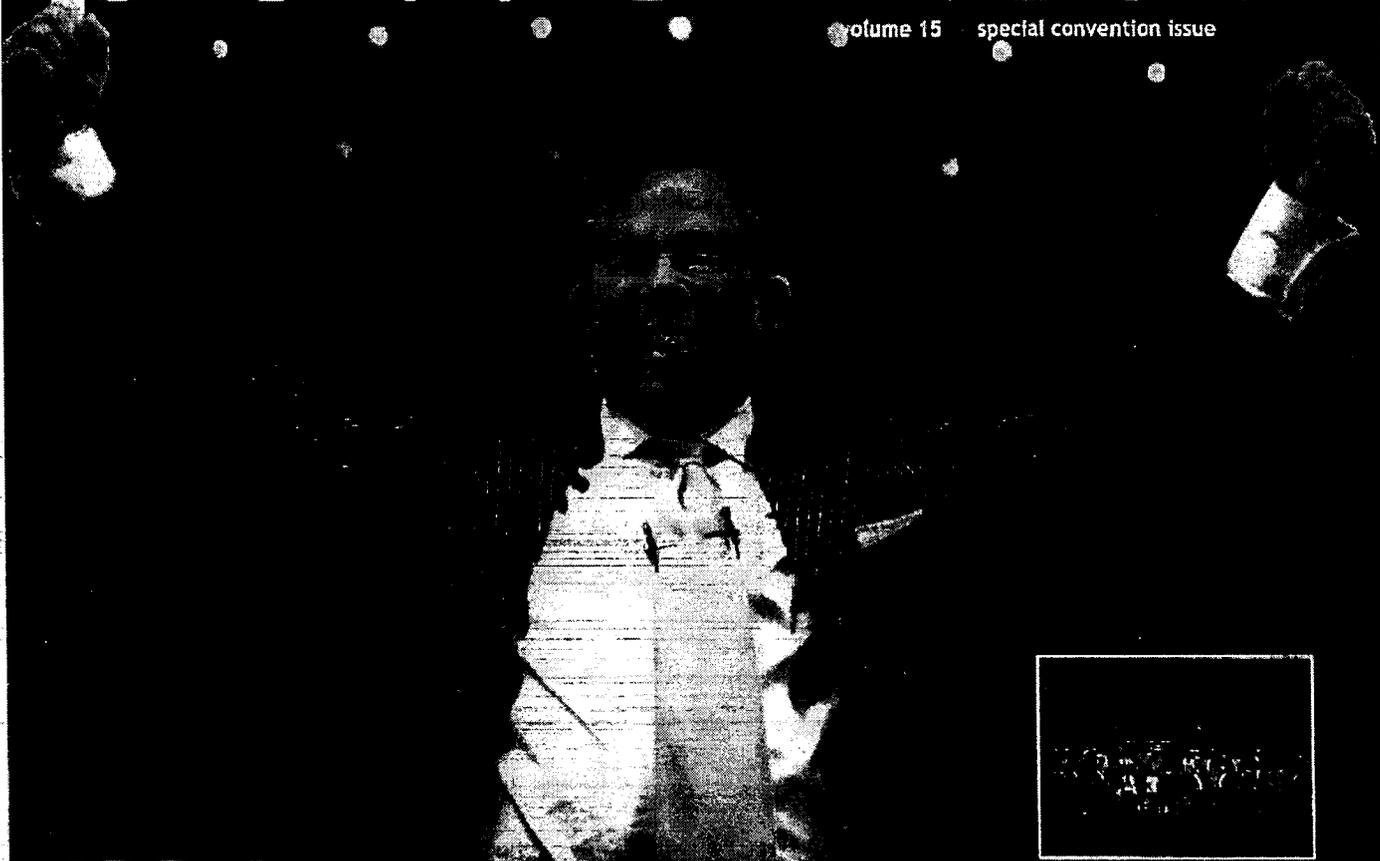
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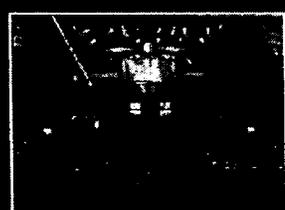


Volume 15 special convention issue



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The PlusOne Water Filtration line has a new name and a new look. Get crisp, clear water with PURE H2O.

# Built on product



**Skintelligence® Oxygen Plus**

Optimize skin health by protecting against free radical damage with Skintelligence Oxygen Plus Formula. With ingredients demonstrated to promote healthy liver function, Skintelligence Oxygen Plus Formula works with the body's natural systems to promote healthy skin.\*

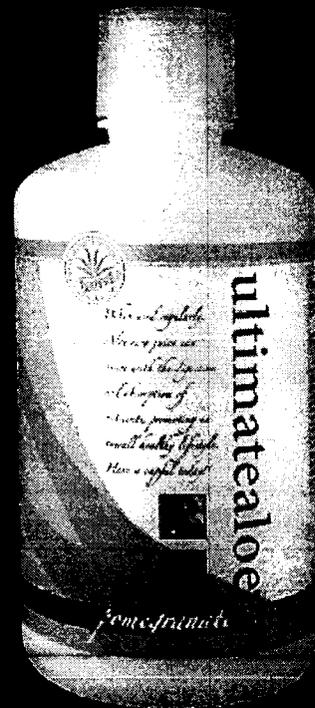
6161 \$25.00

**Ultimate Aloe® with Pomegranate**

The Ultimate Aloe line continues to grow with the addition of new Ultimate Aloe Pomegranate. Combining the same trusted ingredients with the added benefits of pomegranate, Ultimate Aloe promotes digestive health and supports a healthy immune system.\*

1267 \$24.95

Also available in NutraMetric  
1267NM \$24.95



\*These statements have not been evaluated by the Food and Drug Administration. This product is not intended to diagnose, treat, cure or prevent any disease.

# powerline

Volume 16 April 2008

**James &  
Marian Kuo**  
Field President

*James & Marian Kuo  
Share Their Views*

**Skin Sins  
& Solutions**



**Dr. On Call**  
**Quality & Health Risk**

# Skin Sins & Solutions



The secret is out: Nature did not grace the majority of us with a perfectly smooth and even-toned complexion. If you're like the average Sally or Joe, you've got at least one skin menace that troubles you – whether it be wrinkles, acne, discoloration or fine lines.

Fortunately, putting your best face forward can often be as simple as finding the right product to address your individual needs.

## Skin Sin:

### ***Caking on the makeup***

Who hasn't had an unsightly blemish at one point or another (and usually at inopportune times!) Facial blemishes are among the most common adult skin afflictions, and can be triggered by everything from poor diet, to bacteria in pores and hormone shifts.

Attempting to cover pimples and acne with heavy foundations and concealers provides a temporary fix, but can often exacerbate the problem even more by irritating skin and clogging pores.

## Skin Solution:

### ***Come Clean***

Find a multi-step skincare regimen that cleanses, exfoliates and soothes instead. Gentle cleansers, like those found in the Timeless Prescription® 3-Step Acne Kit, help rid skin of dirt and impurities without overdrying. Also, look for a product that provides long-lasting protection with time-released active ingredients like benzoyl peroxide. If you feel the need to conceal until you heal, use cosmetics that are noncomedogenic.

## Skin Sin:

### ***Freeze or Burn***

Enjoying the crisp winter winds as they flush your cheeks or lying out to bask in the first warm rays of summer sun may seem like a great way to enjoy seasonal weather. But the truth is that exposing your skin to the elements can speed cellular damage, causing dryness, flaking, burning and increased potential for fine lines and dark spots.

## Skin Solution:

### ***Find Your Balance***

Skin is a living system and requires a proper balance of moisture, nutrients and protectants in order to look its best. Nourishing your skin is a two-part deal. You've got to hydrate your skin from the inside and the surface. Find a lightweight moisturizer like Skintelligence® Daily Moisture Enhancer or Vitashield® Vitamin C&E Liposome Intensive Moisturizer— that matches your skin type (oily, dry or combination) and apply generously. Also consider adding a greaseless sunscreen for all-day SPF protection.

## Skin Sin:

### ***Risky Business***

Some people still remain deluded by the old adage "pain is beauty" in their continuous battle against visible signs of aging. However, there are still a few of us who (rightfully) cringe at the thought of being pricked, "petri-ed" and pulled in the name of aesthetics. Skip the high cost and discomfort of office procedures where possible.

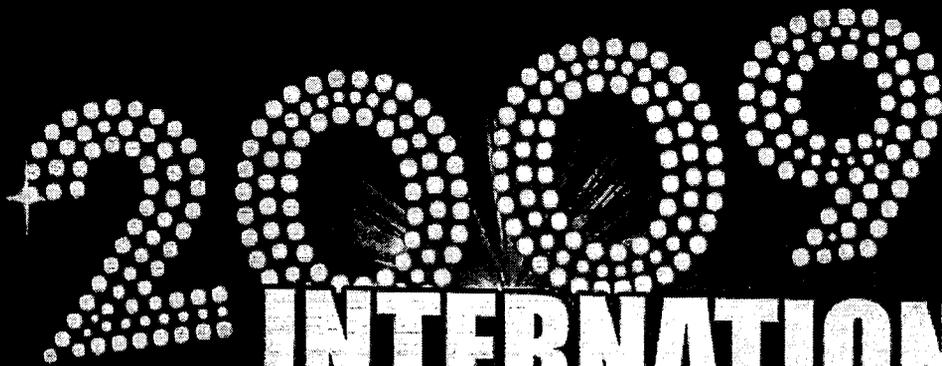
## Skin Solution:

### ***No Pain, Just Gain***

Thanks to the latest advances in cosmeceutical science, it is now possible to give skin a youthful, rejuvenated look from the comfort of your own bathroom. Products like Pentaxyl® and Cellular Laboratories Re-Birth Serum and De-Aging Crème combine potent clinical and botanical ingredients to help boost skin's elasticity and cellular regeneration — decreasing the appearance of wrinkles, age-spots and sagging. Over-the-counter cosmetic treatments can promote visible and dramatic results, without so much as a wince!

# powerline

Volume 17 • August-September 2009

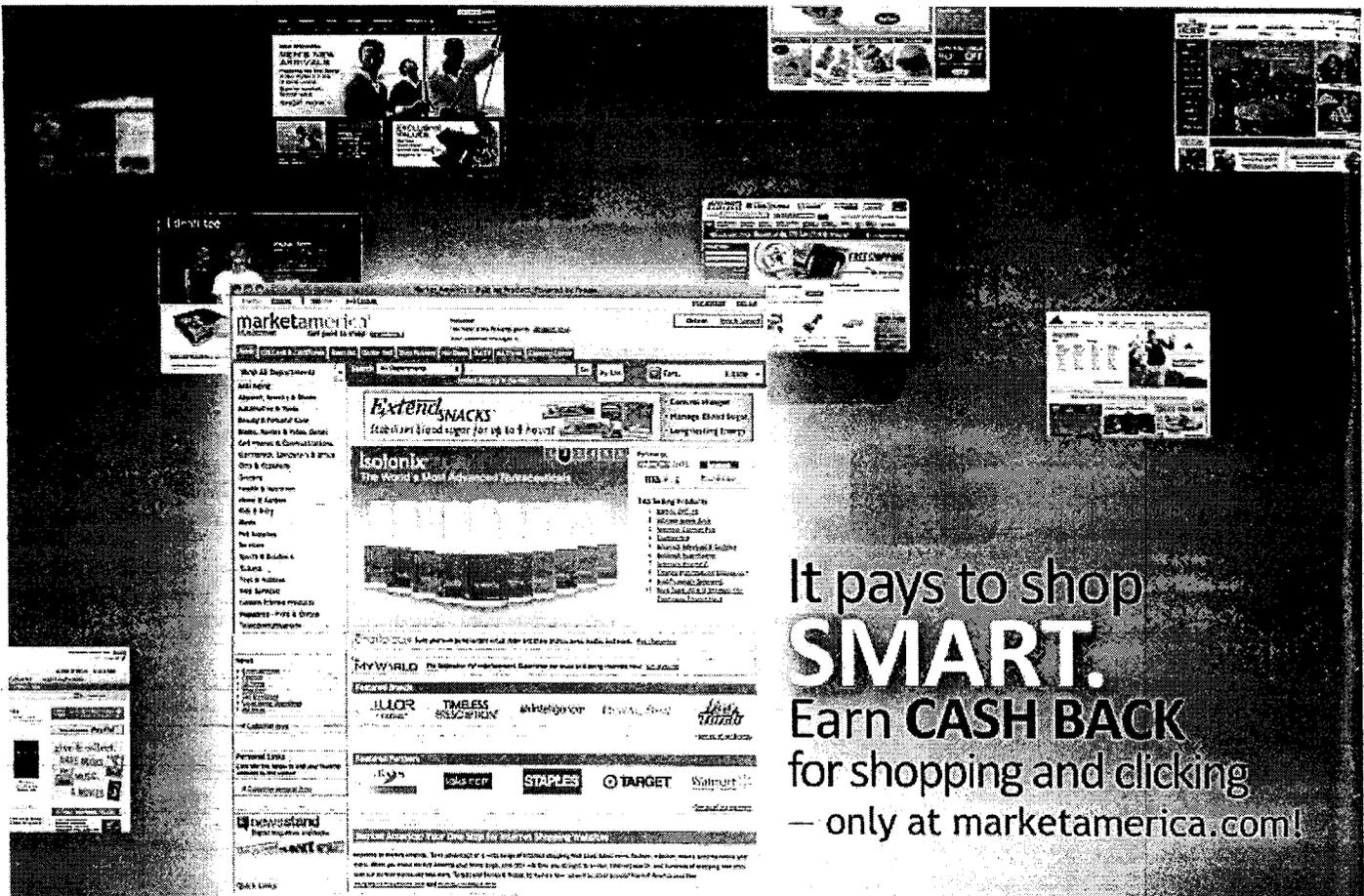


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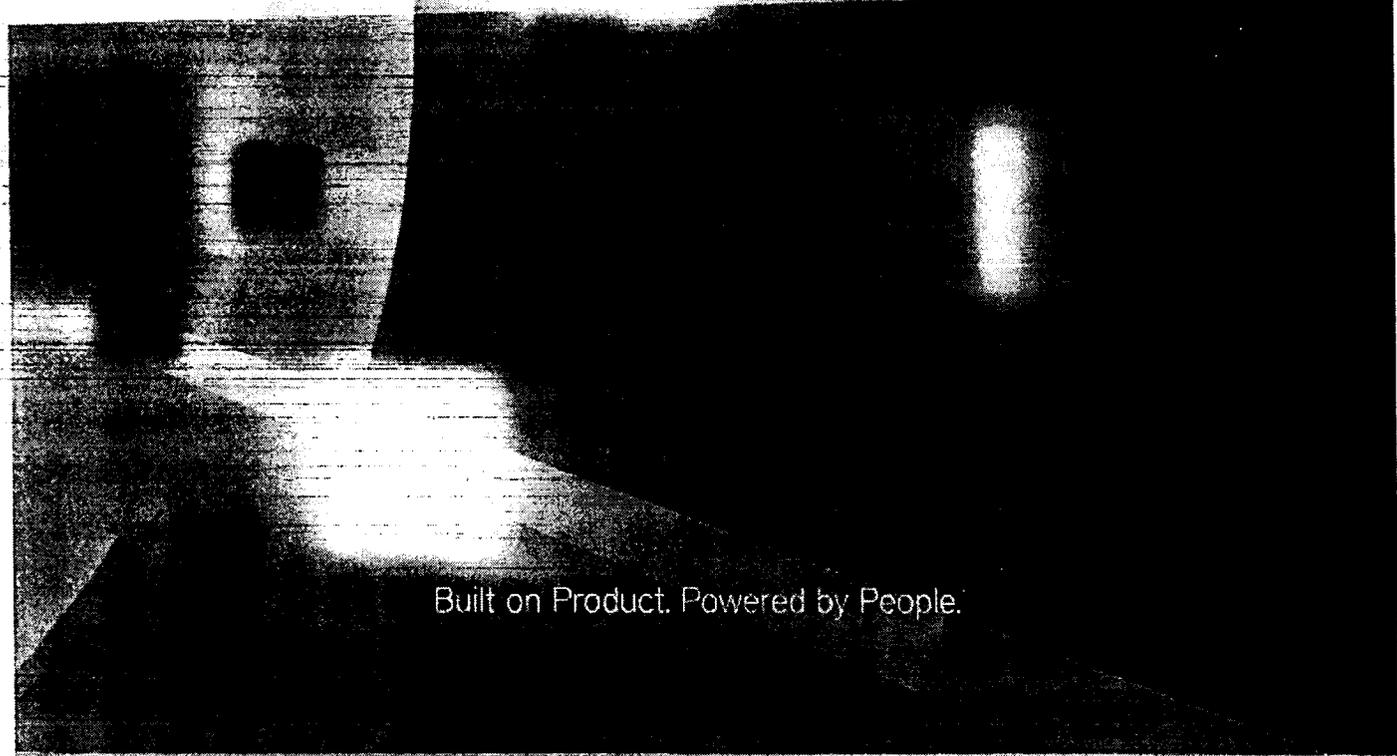
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# skintelligence®

▶▶ PERFECT FOR THOSE WHO ARE BEYOND NEEDING ACNE CARE BUT ARE NOT YET CONCERNED WITH AGING.

## WHY SKINTELLIGENCE®?

Skintelligence is an all-inclusive botanical skincare line with natural extracts that soothe skin, giving the appearance of a healthy, vibrant tone. Skintelligence provides alpha-hydroxy acids to promote healthy skin cell regeneration. Plant-derived extracts like lemongrass and lavender help soothe skin naturally. Other brands claim they contain natural ingredients, but are harsh on the skin. Because of its natural properties, Skintelligence is great for even the most sensitive skin, offering ingredients that are mild, yet effective. Creamy and light, Skintelligence is the most valuable botanical skin care around.

### Try this!

Use the Skintelligence® Travel Kit when on the road for the same quality product in a convenient travel size.

#### REVITALIZE AND PROTECT

##### 1 | Skintelligence® Alpha 24™ Triple Revitalizing Complex with Sunscreen (a.m.)

- Promotes skin clarity, tone and texture with gentle cellular turnover
- Improves ability to retain moisture, keeping skin soft and hydrated
- Reduces oil and maintains clearer complexion and even tone
- Normal to dry skin, follow with Daily Moisture Enhancer

4 fl. oz. 1275 | \$39.95 | ~~\$51.80~~ c

#### A NATURALLY CLEAN FACE

##### 2 | Skintelligence® Hydra Derm Deep Cleansing Emulsion\* (a.m./p.m.)

- Thoroughly dissolves makeup and impurities, while hydrating skin
- Soothing and calming on the skin

8 fl. oz. 1016 | \$14.50 | ~~\$17.29~~ c

#### FIRM THINGS UP

##### 3 | Skintelligence® Facial Firming Masque (Use twice a week)

- Removes deep impurities while firming and toning the skin
- Ingredients target dirt and impurities, soothing the skin
- Temporarily firms skin and smoothes fine lines

4 fl. oz. 1015 | \$20.95 | ~~\$24.42~~ c

38

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\* Paraben Free

# nourish naturally

facial firming  
masque

masque  
reformant

4 FL. OZ. (122 ml)

skintelligence

skintelligence  
cellular perfecting  
complex  
a.m./p.m.

skintelligence  
daily moisture  
enhancer  
a.m./p.m.

1 FL. OZ. (30 ml)

skintelligence  
pH skin  
normalizer  
a.m./p.m.

3 FL. OZ. (90 ml)

4

5

6

## SUPPORT YOUR YOUTHFUL COMPLEXION

### 4 | Skintelligence® Cellular Perfecting Complex (a.m./p.m.)

- Provides superior hydration while binding moisture to the skin
- Reduces the appearance of fine lines and wrinkles
- Supports skin tone, elasticity and strength, and helps to reverse environmental stress
- Follow with moisturizer

1 fl. oz. 1014 | \$32.95 | ~~\$36.66~~

## HEALTHY HYDRATION

### 5 | Skintelligence® Daily Moisture Enhancer (a.m./p.m.)

- Hydrates skin, holding five times its weight in water
- Protects skin from environmental stress
- Moisturizes, soothes and conditions the skin

4 fl. oz. 1013 | \$22.95 | ~~\$24.46~~

## GET BALANCED

### 6 | Skintelligence® pH Skin Normalizer (a.m./p.m.)

- Helps maintain proper pH level in the skin
- Promotes normal cellular turnover for clearer, healthy skin
- Conditions and hydrates
- Use after cleanser, before Cellular Perfecting Complex or moisturizer

8 fl. oz. 1012 | \$14.50 | ~~\$16.29~~

## HAVE IT ALL

### Skintelligence® 5-Piece Set (All pictured)

- Complete skincare regimen
- Includes: Hydra Derm Deep Cleansing Emulsion, pH Skin Normalizer, Facial Firming Masque, Cellular Perfecting Complex and Daily Moisture Enhancer

1200 | \$99.95 | ~~\$102.00~~

## NEVER LEAVE HOME WITHOUT IT

### Skintelligence® Travel Kit (Not pictured)

- Travel sizes last for one to two weeks
- Includes: Hydra Derm Deep Cleansing Emulsion, pH skin Normalizer, Alpha 24 Triple Revitalizing Complex, Cellular Perfecting Complex and Daily Moisture Enhancer

12601 | \$29.95 | ~~\$31.60~~

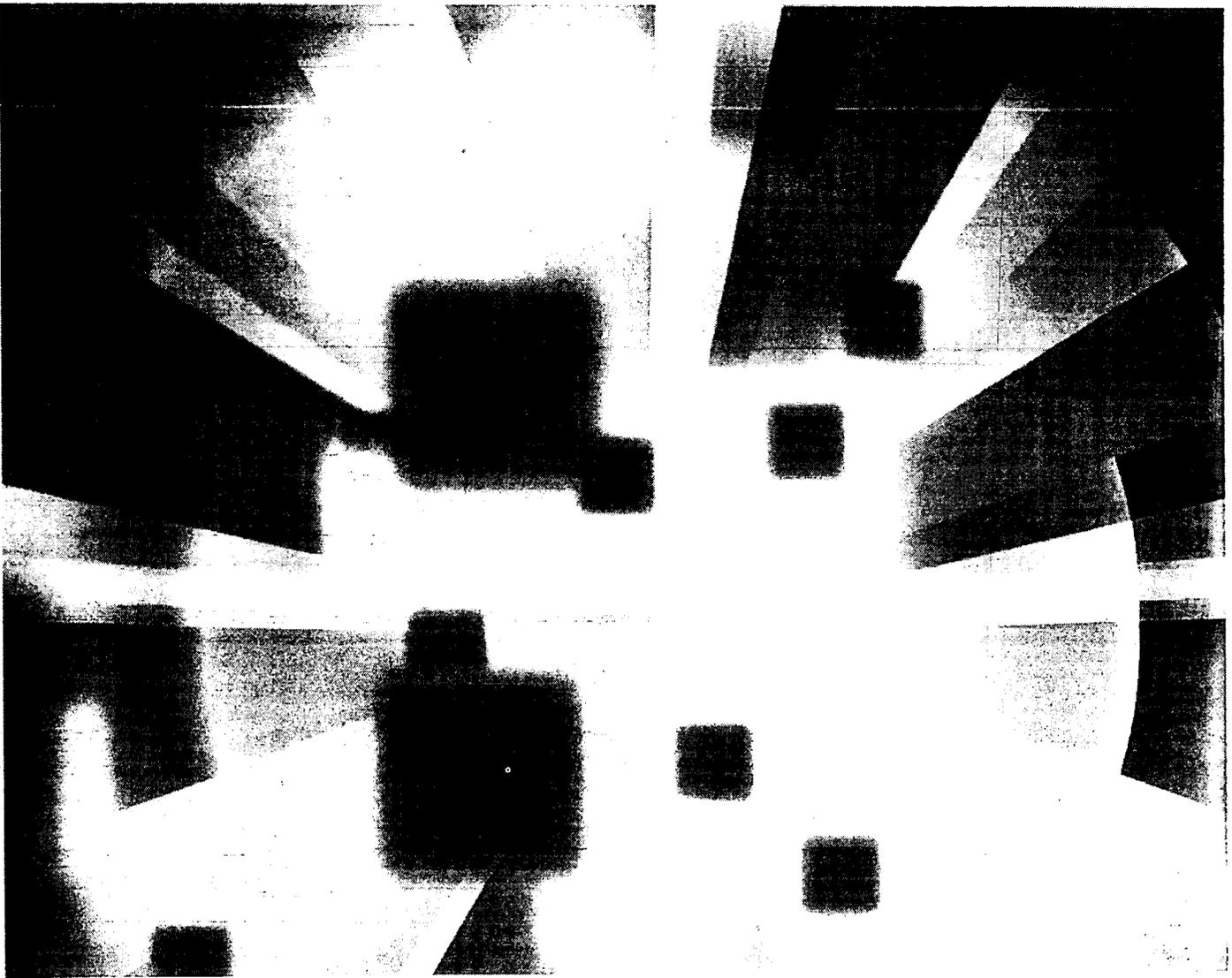
## SOOTHING SKIN RELIEF

### Ultimate Aloe® Gel (Not pictured)

- Contains enzymes, amino acids, vitamins and minerals
- Helps relieve sunburn, dry skin, insect bites, irritations and minor scrapes

4 oz. 1070 | \$17.50 | ~~\$19.35~~

skintelligence® 39



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**EXHIBIT 6**

**Market America**  
**Skintelligence**  
**List of Products**

- Skintelligence® Hydra Derm Deep Cleansing Emulsion
- Skintelligence® Facial Firming Masque
- Skintelligence® pH Skin Normalizer
- Skintelligence® Skin Perfecting Complex
- Skintelligence® Daily Moisture Enhancer
- Skintelligence® Alpha 24™ Triple Revitalizing Complex

**Skintelligence® Five-Piece Set**

- 8oz. Hydra Derm Deep-Cleansing Emulsion
- 8oz. pH Skin Normalizer
- 4oz. Daily Moisture Enhancer
- 1oz. Skin Perfecting Complex
- 4oz. Facial Firming Masque

**Skintelligence® Travel Kit**

- 2oz. Hydra Derm Deep Cleansing Emulsion
- 1oz. Daily Moisture Enhancer
- 2oz. pH Skin Normalizer
- 1oz. Alpha 24 Triple Revitalizing Complex
- .25oz Skin Perfecting Complex

EXHIBIT 6  
FOR IDENTIFICATION  
PAGE 1 OF 1 PAGES  
JOANNE HOKYO, CSR  
DATE 7-3-12  
WITNESSES: WALCON

**EXHIBIT 7**

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WITNESS: [Signature]

**EXHIBIT 8**



**Skintelligence® Facial Firming Masque**

Facial Firming Masque - Single Bottle (4 fl. oz.)

**\$20.95**

\$0.42 Cashback

**Primary Benefits of Skintelligence® Facial Firming Masque:**

- Deep cleanses the pores and removes sebaceous "pore-clogging" impurities
- Tightens and tones the skin
- Reduces the appearance of fine lines and wrinkles
- Smoothes skin and leaves it feeling as soft as a baby's skin
- Easy to use; takes only 12 minutes

EXHIBIT 8  
**FOR IDENTIFICATION**  
 PAGE 1 OF 10 PAGES  
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**Key ingredients Found in Skintelligence® Facial Firming Masque:**

**Aloe barbadensis (Aloe Vera) Leaf Extract**

Rich in enzymes, amino acids, vitamins, minerals and natural plant compounds, aloe vera helps to keep the skin moisturized, maintain normal, healthy blood circulation, and soothes and rejuvenates the skin, leaving it smooth and firm.

**Geranium Extract**

In addition to its cleansing action, geranium helps to maintain the balance between dry and oily skin. Geranium extract also helps to soothe irritated skin, leaving your skin feeling invigorated.

**Lavandula angustifolia (Lavender) Oil**

Lavender extracts are good sources of antioxidant phenolic acids and flavonoids that give lavender antioxidant and soothing benefits for the skin. These benefits help cleanse and protect the skin, while also helping to improve skin tone, balance the skin and promote healthy skin cell growth.

**Humulus lupulus (Hops) Extract**

Hops extracts contain a number of flavonoid antioxidant compounds, including xanthohumol, isoxanthohumol, quercetin and rutin. These natural plant compounds have been reported to support the skin's extracellular matrix and, thus, help maintain the skin's natural firmness and elasticity.

**Cymbopogon Schoenanthus (Lemongrass) Extract**

Acts as a soothing, skin-conditioning agent. Derived from the aromatic lemongrass plant, lemongrass extracts have natural properties that help to cleanse and protect your skin. Additionally, lemongrass helps to maintain the skin's normal oil balance.

**Hamamelis virginiana (Witch Hazel) Extract**

Witch hazel is a natural cleansing agent that helps to sanitize and invigorate your skin. Additionally, witch hazel can help support your skin's natural barrier function to control water loss and keep your skin hydrated.

**What Makes Skintelligence® Facial Firming Masque Unique?**

All it takes is 12 minutes for tighter, toned and smoother-looking skin! The Skintelligence Facial Firming Masque promotes circulation and improved skin texture and can help to temporarily reduce the visual effects of aging, stress and the environment. With this firming mask, you get a deep clean to remove extra oil and dirt from the pores while the natural ingredients, such as aloe leaf extract and lavender oil, help to soothe any irritated skin.

**Frequently asked questions about Skintelligence® Facial Firming Masque:**

**How do I use Skintelligence Facial Firming Masque?**

After cleansing with Skintelligence Hydra Derm Deep-Cleansing Emulsion, apply with fingertips evenly across your face in a circular motion. Allow to dry for 12 to 14 minutes or until masque is completely dry and tight. Do not move face or talk during that time. Rinse with warm water. Pat dry.

**How often do I use Skintelligence Facial Firming Masque?**

For optimal results, use the Skintelligence Facial Firming Masque one to two times per week. We recommend using this product at night after a warm bath or shower to open up pores for a deep clean and ultra hydration.

**Who is this product intended for?**

Skintelligence Facial Firming Masque works for dry, oily, normal, sensitive or combination skin.

**When should I notice results from Skintelligence Facial Firming Masque?**

Immediately after rinsing, skin feels softer and looks more radiant.

**Is this product tested on animals?**

No, Skintelligence products are not tested on animals.

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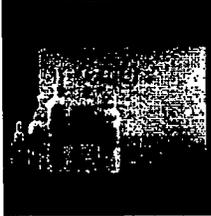
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Skintelligence™ Five-Piece Set. Available in salons and spas. NEW IN BOX!!



Sell one like this

Item condition: **New**  
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Starting bid: **US \$175.00** [0 bids]  
Approximately **£110.38**

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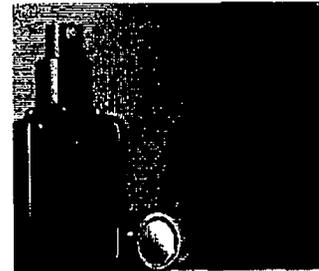


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Item number: 270937090463

| Item specifics |   |
|----------------|---|
| Condition:     | New: A brand-new, unused, unopened, undamaged item (including handmade items). See the seller's listing ... Read more |
| Form:          | Face cleanser, toner, cream, serum and mask   |
| Gender:        | Unisex  |
| Brand:         | Skintelligence™   |
| Target Area:   | Face  |
| Size:          | Full Size   |

## Skintelligence™ Five-Piece Set

Skintelligence® 5-Piece Set - Single Full size bottles: pH Skin Normalizer, Daily Moisturizer Enhancer, Hydra Derm Deep Cleansing Emulsion, Facial Firming Masque, Cellular Perfecting Complex. Brand new with box as seen on picture.

YOU WILL BE ASTONISHED BY THE RESULTS, IT REALLY DOES WORK! TAKE ADVANTAGE OF THIS GREAT OFFER. AVAILABLE AT FINE SALONS SPAS AT A MUCH HIGHER PRICE!!

### Primary Benefits of Skintelligence® 5-Piece Set:

- Reduces the appearance of visible signs of aging
- Hypo-allergenic
- Completely sanitary
- Fragrance free
- Contains special antioxidants to protect against free radical damage
- Contains an aroma therapy blend of essential oils and herbs
- No mineral oil, lanolin or wax
- No animal by-products; no animal testing

### What Makes Skintelligence® 5-Piece Set Unique?

Skintelligence 5-Piece Set is the perfect way an individual can care for beautiful skin to last a lifetime. Every day, one should implement a basic skin care regimen fast, effective and affordable. Each set includes an 8 ounce Hydra Derm Deep-Cleansing Emulsion, an 8 ounce pH Skin Normalizer, a 4 ounce Daily Moisture Enhancer, one ounce Cellular Perfecting Complex. The set also includes a 4 ounce Facial Firming Masque to gently tighten and tone your facial skin.

### Application of the Skintelligence® 5-Piece Set:

**Step One:** Cleanse your skin with the Hydra Derm Deep Cleansing Emulsion.

**Step Two:** Balance and refresh your skin using pH Skin Normalizer.

**Step Three:** Reduce the appearance of fine lines with Cellular Perfecting Complex.

**Step Four:** Moisturize and protect your skin with the Daily Moisture Enhancer. Note: You can follow this regimen both morning and evening. This basic system works under makeup.

**Step Five:** Twice per week, spend 12 minutes pampering yourself while removing impurities from deep within your skin. Use the Facial Firming Masque to temporarily counter the effects of time, stress, and the environment.

### Questions and answers about this item

No questions or answers have been posted about this item.

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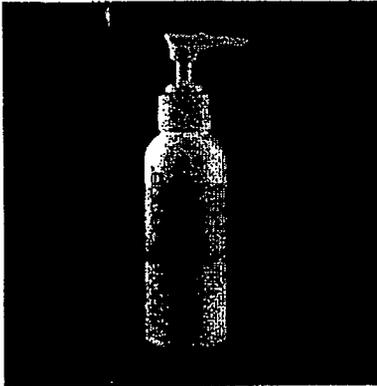
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[See suggestions](#)



ELEMIS SET: PRD COLLAGEN EYE...  
£56.76

[See suggestions](#)



### Skintelligence® Alpha 24™ Triple Revitalizing Complex

Alpha 24 - Single (4-oz./118-ml. Bottle)

\$39.95

\$0.80 Cashback

#### Primary Benefits of Skintelligence® Alpha 24 Triple Revitalizing Complex:

- Reduces the appearance of fine lines and wrinkles
- Enhances your skin's ability to retain moisture
- Improves the softness of your skin
- Reduces the appearance of skin discoloration

#### Key Ingredients Found in Skintelligence® Alpha 24 Triple Revitalizing Complex:

##### Mixed Fruit Acids

Fruits contain natural acids known as alpha-hydroxy acids. These alpha-hydroxy acids are natural exfoliants that help remove dead skin cells. Alpha-hydroxy acids also help moisturize and rejuvenate the skin.

##### Chamemilo Extract

Chamomile is well known for its antioxidant and soothing properties. The properties of chamomile help to cleanse and protect, calm and soothe your skin.

##### Comfrey Extract

Comfrey extract helps protect and comfort your skin. Comfrey extracts are also sources of numerous vitamins and minerals to help nourish your skin.

##### St. John's Wort Extract

St. John's Wort extracts are rich in flavonoids, tannins and other antioxidant polyphenols. The antioxidant properties of St. John's Wort help to protect and soothe your skin.

##### Ginseng Extract

Made from the root of the Panax Ginseng plant and possesses skin-soothing benefits. Ginseng root extracts are rich in natural antioxidant and soothing components like saponins and ginsenosides. Studies have reported that ginseng extracts can help protect the skin from photaging, soothe dry and irritated skin, and support healthy skin collagen. These benefits help keep the skin looking soft, smooth and more youthful.

##### Hyaluronic Acid

Hyaluronic acid is naturally present in our skin, but the amount decreases as we get older. Including hyaluronic acid in your regular cosmetic routine helps to keep your skin hydrated and supple, and helps reduce the appearance of fine lines and wrinkles.

##### Vitamin A

Vitamin A is a fat-soluble vitamin that is part of a family of compounds, including retinol, retinal, retinyl palmitate and beta-carotene. Vitamin A helps to support healthy skin and improve the contour of dry, rough skin. It is absorbed throughout the skin, helping it to remain soft, supple and improve its water barrier properties.

##### Vitamin E

Vitamin E is a family of related compounds called tocopherols and tocotrienols. The vitamin E family is well known for its antioxidant capabilities, protecting the skin by neutralizing oxidative free radicals. Additionally, vitamin E moisturizes and soothes the skin, and enhances skin smoothness. These actions help give your skin a healthy and more youthful appearance.

#### What Makes Skintelligence® Alpha 24 Triple Revitalizing Complex Unique?

Skintelligence Alpha 24 Triple Revitalizing Complex is a scientifically-formulated product with an alpha hydroxy, triple-revitalizing complex that helps protect against the visible signs of aging. It promotes the normal emergence of younger, healthier-looking skin cells to the surface. Alpha 24 offers age-combative free radical neutralizers. This product works well with all skin types, and has a time released formulation and delivers results.

Alpha 24 is a scientifically-formulated skincare product that has a powerful combination of invigorating Alpha-hydroxy Acids (AHAs). AHAs work by penetrating the upper, dead layers of the epidermis and gently exfoliating your skin.

#### Frequently Asked Questions about Skintelligence® Alpha 24 Triple Revitalizing Complex:

##### How should I use Skintelligence Alpha 24 Triple Revitalizing Complex?

Use this resurfacing lotion as a moisturizer or skin treatment to promote and maintain clear, healthy skin.

##### When should I use Skintelligence Alpha 24 Triple Revitalizing Complex?

Use this product once a day in the mornings. We recommend not using this product more than twice a day, as it could irritate the skin due to the AHAs that help to exfoliate the skin.

##### Who should use Skintelligence Alpha 24 Triple Revitalizing Complex?

This product works well with all skin types.

##### When should I see results?

Skintelligence Alpha 24 Triple Revitalizing Complex has a time-released formulation that delivers results within four to six weeks.

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**How do alpha hydroxy acids affect the skin?**

Alpha Hydroxy Acids (AHAs) are naturally-occurring substances found in grapes, citrus fruits, sugar cane and sour milk. AHAs work by penetrating the upper, dead layers of the epidermis. The AHAs then loosen the chemical bonds of keratin (a structural protein produced by the skin) to support skin strength. Alpha 24 uses an advanced blend of three AHAs from sugar cane (glycolic acid), citrus fruits and apples. There is a total of 9.6% AHAs in a bottle of Alpha 24.

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### Skintelligence® Daily Moisture Enhancer

Daily Moisture Enhancer - Single (4-oz./118-ml. Bottle)

**\$22.95**

\$0.46 Cashback

#### Primary Benefits of Skintelligence® Daily Moisture Enhancer:

- Carries five times its weight in water to hydrate skin cells
- Plumps up skin cells to eliminate the appearance of fine lines
- Contains antioxidants to combat the effects of free radicals
- Protects the skin from premature aging
- Works great under makeup
- Leaves skin smooth and conditioned

#### Key Ingredients Found In Skintelligence® Daily Moisture Enhancer:

##### Dandelion Extract

Dandelion extracts contain a number of antioxidant and polyphenolic compounds, including luteolin. The compounds have been reported to protect against oxidative stresses, support normal antioxidant enzyme status and have soothing properties.

##### Bee Pollen Extract

Bee pollen contains a variety of vitamins, minerals and amino acids. Additionally, bee pollen extracts contain a number of antioxidant compounds. Together, these components make bee pollen extract an effective protector and nourishment for your skin.

##### Bladderwrack Extract

Made from seaweed, it contains trace minerals, amino acids and other vital nutrients. Bladderwrack extract has skin softening properties, promotes healthy blood circulations, and helps to balance and remineralize the skin.

##### Ginseng Extract

Made from the root of the Panax Ginseng plant and possesses skin-soothing benefits. Ginseng extracts can help protect the skin from photaging, soothe dry and irritated skin, and support healthy skin collagen.

##### Horsetail Extract

Horsetail extract is rich in saponins, flavonoids and plant-based silica. These natural plant compounds help to support healthy skin circulation and connective tissues, making your skin feel smoother, firmer and invigorated.

##### Aloe Extract

Aloe vera comes from the leaf of the aloe plant. Aloe vera helps to keep the skin moisturized and rejuvenates the skin, leaving it looking smooth and firm.

##### Avocado Oil

Avocado oil is a natural oil that is easily absorbed by the skin and transported deep into the tissue. Its wonderful hydrating properties make it ideal for dry, sun damaged, or mature skin.

##### Hydrolyzed Mucopolysaccharides

A complex of proteins and amino acids derived from plant extracts that moisturizes and lubricates the skin by binding moisture to the cells. These lubricating moisturizers can help maintain the skin's collagen, elasticity, flexibility, and texture.

##### Ergocaliferol (Vitamin D)

An important fat-soluble, antioxidant vitamin that promotes healthy skin.

##### Allantoin

Allantoin has anti-microbial and anti-irritant properties, which help to clean, protect and soothe your skin.

##### Geranium Extract

In addition to its cleansing action, geranium helps to maintain the balance between dry and oily skin, supports healthy circulation in the skin, and calms irritated skin, leaving your skin feeling invigorated.

##### Lavender Oil

Lavender extracts are good sources of phenolic acids and flavonoids that give lavender antioxidant and soothing benefits. These benefits help cleanse and protect the skin, while also helping to support normal skin tone and balance, and promote healthy skin cell growth.

#### What Makes Skintelligence® Daily Moisture Enhancer Unique?

Skintelligence Daily Moisture Enhancer is a unique emulsion formula that protects and re-moisturizes the inner tissues to give your skin a smooth, firm and youthful-looking appearance. The formula is non-oily, naturally fragrant, pH balanced and may be applied under makeup. Skintelligence Daily Moisture Enhancer nourishes the skin with natural ingredients, including ginseng extract which helps soothe dry and irritated skin, and aloe extract helps keep your skin moisturized.

#### Frequently Asked Questions about Skintelligence® Daily Moisture Enhancer:

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**How do I use Skintelligence Daily Moisture Enhancer?**

Apply a generous amount all over the face and neck in an upward motion.

**How often should I use Skintelligence Daily Moisture Enhancer?**

For best results, use twice daily — once in the morning and once at night.

**Where does Skintelligence Daily Moisture Enhancer fall into my skincare regimen?**

Start by cleansing with Skintelligence Hydra Derm Deep-Cleansing Emulsion and then apply Skintelligence pH Skin Normalizer. Follow with Skintelligence Daily Moisture Enhancer for a perfectly smooth and moisturized face.

**Who can use Skintelligence Daily Moisture Enhancer?**

Skintelligence Daily Moisture Enhancer is ideal for normal, oily and sensitive skin types.

**Was this product animal tested?**

No, Skintelligence Daily Moisture Enhancer was not tested on animals.

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### Skintelligence® Hydra Derm Deep Cleansing Emulsion

Cleansing Emulsion - Single Bottle (8 oz.)

\$14.50

\$0.29 Cashback

#### Primary Benefits of Skintelligence® Hydra Derm Deep Cleansing Emulsion:

- Loosens and cleans away dirt, makeup and oils
- Gentle formula that effectively cleanses without stripping the skin of natural protective agents
- Water soluble; will not clog pores
- Perfumed with aloe vera, chamomile and lavender to soothe skin while it cleans

#### Key Ingredients Found in Skintelligence® Hydra Derm Deep Cleansing Emulsion:

##### Aloe Vera

Aloe vera comes from the leaf of the aloe plant. Aloe vera helps to keep the skin moisturized and rejuvenates the skin, leaving it looking smooth and firm.

##### Allantoin

Allantoin has anti-irritant properties, which help to clean, protect and soothe your skin.

##### Chamomile Extract

Chamomile is well known for its antioxidant and soothing properties. Chamomile helps to cleanse and protect, calm and soothe your skin.

##### Lavender Extract

Lavender has calming benefits for the skin. These benefits help cleanse and protect the skin, while also helping to support normal skin tone and balance, and promote healthy skin cell growth.

##### Geranium Extract

In addition to its cleansing action, geranium helps to maintain the balance between dry and oily skin, supports healthy circulation in the skin, and calms skin, leaving your skin feeling invigorated.

#### What Makes Skintelligence® Hydra Derm Deep Cleansing Emulsion Unique?

Skintelligence Hydra Derm Deep Cleansing Emulsion is a water-activated, deep cleansing emulsion that penetrates beneath the skin's surface to loosen and dissolve dirt, makeup and oil. Formulated with gentle, natural ingredients like aloe vera, chamomile extract and lavender extract, Skintelligence Hydra Derm Deep Cleansing Emulsion soothes the skin as it cleanses without clogging pores.

#### Frequently Asked Questions about Skintelligence® Hydra Derm Deep Cleansing Emulsion:

##### Who should use Skintelligence Hydra Derm Deep Cleansing Emulsion?

This cleansing system is ideal for those with skin that is prone to breakouts, acne and excess oil. However, it is a good cleanser for those with "normal" skin types, too.

##### If I have sensitive skin, can I use this product?

Yes, this product is non-irritating, gentle and effective.

##### Some cleansers leave my skin feeling dirty and/or oily. Does that happen with Skintelligence Hydra Derm Deep Cleansing?

No, this product will leave skin feeling clean without drying it out, as it is meant to hydrate and moisturize your skin.

##### Why is using a cleanser important?

Cleansing is one of the most important things you can do for your skin on a daily basis. It helps to remove impurities, unclog pores, prevents breakouts and dirt and oil buildup, and promotes brighter, healthier-looking skin.

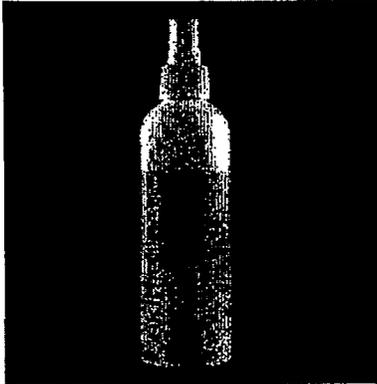
##### Is Skintelligence Hydra Derm Deep Cleansing Emulsion tested on animals?

No, this product is not tested on animals.

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### Skintelligence® pH Skin Normalizer

pH Skin Normalizer - Single (8-oz./237-ml. Bottle)

**\$14.50**

\$0.29 Cashback

#### Primary Benefits of Skintelligence® pH Skin Normalizer:

- Exfoliates dead skin cells, and removes traces of dirt and makeup
- Conditions skin after cleansing
- Assists your skin in maintaining a normal pH
- Will not clog pores
- Alcohol free

#### Key Ingredients Found in Skintelligence® pH Skin Normalizer:

##### Horsetail Extract

Horsetail extract is rich in saponins, flavonoids and plant-based silica. These natural plant compounds help to support healthy skin circulation and connective tissues, making your skin feel smoother, firmer and invigorated.

##### Calendula Extract

Calendula extracts are derived from pot marigolds, and have antioxidant and soothing properties. The properties of calendula help to calm and soothe irritated skin, as well as help the skin maintain a softer, smoother appearance.

##### Lemongrass Extract

Derived from the aromatic lemongrass plant, lemongrass extracts help to cleanse and protect your skin. Additionally, lemongrass has great properties that help maintain the skin's normal oil balance.

##### Cherry Bark Extract

Cherry bark extract comes from the bark of the wild cherry tree and is reported to have moisturizing and conditioning benefits for the skin, helping to make your skin feel smoother and more toned.

##### Clove Extract

Extracts from the flower bud of the clove plant have antioxidant and antiseptic properties that help to cleanse the skin and maintain a healthy, balanced skin condition.

##### Bee Pollen Extract

Bee pollen contains a variety of vitamins, minerals and amino acids. Additionally, bee pollen extracts contain a number of antioxidant compounds. Together, these components make bee pollen extracts a wonderful way to rejuvenate and nourish your skin.

#### What Makes Skintelligence® pH Skin Normalizer Unique?

Proper pH balance is essential for your skin to perform its primary function as a barrier. Under normal conditions, the surface of human skin is acidic with a pH ~5. This low pH value is maintained in several different ways, including through the production of free fatty acids during cell maturation, and secretion of fatty acids and lactic acid in sweat. This acidic pH helps to protect the skin against micro-organisms and to maintain the skin's natural barrier function. Skintelligence pH Skin Normalizer assists your skin in maintaining a normal pH level and promotes your skin's natural ability to resist the effects of pollution and other environmental conditions.

Formulated and pH-balanced with some natural extracts, Skintelligence pH Skin Normalizer promotes clean, smooth, balanced and moisturized skin. This alcohol-free formula exfoliates dead skin cells and removes traces of dirt, makeup and other impurities which clog pores. Additionally, Skintelligence pH Skin Normalizer supports elasticity and an even skin tone.

#### Frequently Asked Questions about Skintelligence® pH Skin Normalizer:

##### How do I use Skintelligence pH Skin Normalizer?

Spray over cleansed face and neck and allow to dry.

##### How often should I use Skintelligence pH Skin Normalizer?

For best results, use twice daily – once in the morning and once at night.

##### Is Skintelligence pH Skin Normalizer for all skin types?

Yes, Skintelligence pH Normalizer can be used for all skin types; however, it is ideal for normal to oily skin types.

##### During what part of my skincare regimen should I use Skintelligence pH Skin Normalizer?

Use Skintelligence pH Skin Normalizer after cleansing with Skintelligence Hydra Derm Deep Cleansing Emulsion. Follow with Skintelligence Skin Perfecting Complex for skin hydration or Skintelligence Alpha 24 Triple Revitalizing Complex for exfoliation.

##### Is Skintelligence pH Skin Normalizer tested on animals?

No, Skintelligence products are not tested on animals.

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### Skintelligence® Skin Perfecting Complex

Skin Perfecting Complex - Single Bottle (1 fl. oz.)

**\$32.95**

\$0.66 Cashback

#### Primary Benefits of Skintelligence® Skin Perfecting Complex:

- Provides super hydration to skin cells — mucopolysaccharides act as tiny blotters that attach to cells and bind moisture
- Significantly reduces the appearance of fine lines, wrinkles and other visible signs of aging
- Promotes the normal repair of skin cells
- Contains sodium hyaluronate to promote normal healing

#### Key ingredients Found in Skintelligence® Skin Perfecting Complex:

##### Nayed

Helps reduce the appearance of wrinkles, promotes normal skin thickness and color, and reduces roughness and dryness.

##### Sodium Hyaluronate

A vital moisturizer and lubricant present in the interstitial spaces between the epidermal cells. Helps to promote the normal repair of skin cells. Promotes elasticity, flexibility and tone to the skin.

##### Hydrolyzed Mucopolysaccharides

A complex of proteins and amino acids derived from the hydrolysis of plant extracts — the essential constituents of every living cell. Moisturizes and lubricates the skin by acting as tiny "blotters" which bind moisture to the cells. The presence of these lubricating moisturizers works to maintain the skin's collagen, resulting in the maintenance of elasticity, flexibility and texture.

##### Inferine (Antioxidants)

A group of vitamins, minerals, and enzymes that help protect our bodies from the formation of free radicals. The way in which free radicals are normally kept in check is by the action of free radical scavengers (antioxidants) that are naturally manufactured by our bodies in the form of enzymes and low molecular weight sulphhydryl compounds, which perform vital functions. These antioxidants neutralize the free radicals. Inferine is imported from France and considered one of the most effective blends of antioxidants, formulated exclusively for use in skincare products.

##### NaPCA (lactic acid)

It is highly water-absorbing and at high humidity dissolves in its own water of hydration. Application of this compound to the skin as a humectant increases skin softness.

##### Allantoin

Nitrogen-containing organic compounds found in many plants, and has the ability to promote the growth of healthy tissue and support normal healing.

##### Dandelion Extract

Made from the leaf and the root. Used as a skin refresher and rich in vitamins A and C.

##### Carrot Extract

Has antioxidant properties and is rich in vitamin A and beta-carotene.

##### Lemon Grass Extract

Distilled from the leaves of lemon grasses. Used in the preparation of cosmetics and perfumes for its fragrance.

##### Violet Extract

Violet blossoms have been primarily used for natural coloring and fragrances.

#### What Makes Skintelligence® Skin Perfecting Complex Unique?

Just a drop of Skintelligence Skin Perfecting Complex is all you need to hydrate your skin cells and promote smoother-looking skin. Designed with proteins and amino acids that moisturize and lubricate the skin, Skintelligence Skin Perfecting Complex contributes to softer, healthier-looking skin. This special formula is rich in natural extracts, such as dandelion, carrot, lemon grass and violet, which work together to refresh and enrich the skin with essential vitamins. Skintelligence Skin Perfecting Complex also helps promote the normal repair of skin cells and enables them to retain moisture for longer periods, resulting in more youthful-looking skin.

#### Frequently Asked Questions about Skintelligence® Skin Perfecting Complex:

##### How do I use Skintelligence Skin Perfecting Complex?

Apply a few drops to fingertip and apply where needed around eyes, face and neck.

##### How often should I use Skintelligence Skin Perfecting Complex?

For best results, make this a part of your daily skincare regimen and use twice daily — once in the morning and once at night.

##### Who should use Skintelligence Skin Perfecting Complex?

Due to its super-hydrating formula, Skintelligence Skin Perfecting Complex is ideal for normal to dry skin types; however, it works well for all skin types.

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**EXHIBIT 9**



# Skin Type Training

EXHIBIT 9  
FOR IDENTIFICATION  
PAGE 1 OF 12 PAGES  
JOANNE HOKYO, CSR  
DATE 1-2-12  
WITNESS: McCart

108-119



## **SKIN CARE 101 AGENDA**

1. Your Skin
  - a. Epidermis
  - b. Dermis
  - c. Subcutaneous Layer
2. Aging of Skin
  - a. Main causes of skin damage
  - b. The aging process
3. The Skin Care Consumer
  - a. Who She is
  - b. Understanding the Basic 3 Skin Care Consumers
    - 1) Occasional
    - 2) Preventative
    - 3) Reversal
4. Skin Types (Handout on downloads Skin Typing)
  - a. Why we skin type
  - b. How to skin type
  - c. Conclusion
5. MA Skin Care Systems
  - a. Cellular Laboratories
  - b. Skintelligence
  - c. VitaShield
  - d. Timeless Prescription
  - e. Timeless Prescription – Acne Care
  - f. Specialty Products – Matriskin & Pentaxyl
6. Skin Care Regimen
  - a. Cleanse & Exfoliate
    - 1) Cellular Labs De-Aging Facial Cleanser
    - 2) Skintelligence Hydra Derm Deep Cleansing Emulsion
    - 3) Timeless Prescription Facial Exfoliating Cleanser
    - 4) Timeless Prescription Renewing Acne Cleanser
  - b. Deep Cleansing/Exfoliation & Special Needs
    - 1) Cellular Labs De-Aging Lifting Facial Masque
    - 2) Skintelligence Facial Firming Masque
    - 3) Timeless Prescription Advanced Hydroxy Facial Peel & Neutralizer
    - 4) Timeless Prescription F.A.C.E. Pads
  - c. Tone & Normalize
    - 1) Cellular Labs De-Aging Toner
    - 2) Skintelligence Ph Skin Normalizer

- 3) Timeless Prescription MDI Firming Activator
- 4) Timeless Prescription Refreshing Acne Toner
- d. Treat & Nourish
  - 1) MATRISKIN Collagen MP Serum
  - 2) Cellular Labs Re-Birth Serum
  - 3) Skintelligence Cellular Perfecting Complex
  - 4) Timeless Prescription Cell Renewal Collagen Builder with MDI Complex
  - 5) VitaShield OPC-3 Triple Serum
  - 6) Pentaxyl
  - 7) Timeless Prescription Simplexion
- e. Moisturize & Protect
  - 1) Cellular Labs De-Aging Eye Crème
  - 2) VitaShield Intensive Eye Firming Treatment
  - 3) Cellular Labs De-Aging Day Crème with SPF 20
  - 4) Cellular Labs De-Aging Crème
  - 5) Skintelligence Alpha 24 Triple Revitalizing Complex
  - 6) Skintelligence Daily Moisture Enhancer
  - 7) Timeless Prescription Face Firming Moisturizer with MDI Complex
  - 8) Timeless Prescription Repairing Acne Lotion
  - 9) VitaShield C & E Kit
  - 10) Motives Weightless Moisturizer
- 7. Cellular Laboratories Sunscreen & UV Damage
- 8. Cellular Laboratories Body Care
- 9. Timeless Prescription Special Care
  - a. Prevaderm
  - b. Anti-Blemish Lotion
- 10. Skin Nutrition
  - a. Key products to feature in Skin Care Clinic
- 11. The Business of Skin Care
  - a. Action Plan
  - b. Skin Care Clinics
  - c. Booking & Recruiting from Clinics
- 12. Q & A
- 13. Fill out Evaluation Forms



## **What is skin typing?**

Since everyone's skin is unique, by asking a few key questions, Skin Typing is an easy way to uncover and address the present needs, concerns and lifestyle of the customer. As the current needs, concerns and lifestyle of the client are fully understood, it allows you to customize a skin care regimen with products for anyone and everyone.

Skin Typing helps you to build a continuing relationship with your customer since it is important to remember the needs of the customer will change with the seasons and your recommendations may need adjustments throughout the year for their best results.

## **Key Elements of Skin Typing:**

### **SKIN TYPE CARD**

- Use your skin type card to guide you with your customer in what you need to know:
  - Skin Type - Oily, Normal, Dry, Combination
  - Skin Concerns - Wrinkles, Aging, Acne, Breakouts
  - Lifestyle - Work in an office, Active, Outdoors, Sun Exposure, Stay Indoors, Busy with family
  - Activities - Exercise, Swimming, Reading, etc.
  - Regimen - Is your customer familiar with using a skin care system? What are they currently using? Are they new to proper skin care regimens? Are they open to more education on their skin?



## SKIN CARE SYSTEMS & REGIMENS

- Each system is designed to be personalized and customized for each client.

Q-1: At the present time is your skin?

### **Skin Type-**

- Dry to Very Dry- uncomfortable, feels tight needs moisture and prevent loss of further moisture, special care products are important to this skin type.
- Sensitive – can be experienced with both dry and oily skins, skin is reactionary to some ingredients and products.
- Oily- needs oil control and sometimes experiences breakouts, this customer may feel that skin feels unclean, even after cleansing; wants to clear, clean and balance skin (normalize it), may be using too many harsh products 'to control oil'.
- Oily in Areas- has issues with excess oil in areas of the face (often forehead, nose and chin).
- Acne or prone to breakouts – consistent with clogged pores, blackheads, whiteheads, pimples, clusters.
- Normal- balanced with moisture and oil in most areas, no excessive issues, is usually content with skin and just wants to maintain the balance.

- Combination- some areas that are normal and some that are oily (ie. T-zone) or normal in some areas and dry (ie. cheeks) in other areas, conditions may change with the seasons and environment.

Q-2: What are your skin concerns?

**Skin Concerns-**

- Dehydration- dryness, loss of water due to environment or condition due to lack of moisture replacement, cause skin to feel dry, taught and uncomfortable often noticed as multiple fine, dry lines around eyes and mouth.
- Visible pores and breakouts- pores seem to be more pronounced or enlarged and prone to clogging. Break-outs are different from acne usually noted monthly or occasional blemish or may have a few blemishes in oil prone areas.
- Exposure to UV rays and environmental factors- sun (UVA and UVB), wind, cold and heat, smoking, tanning beds, chemicals, excess minerals and pollutants (unfiltered water), etc. causing breakdown of healthy skin resulting in dryness, premature wrinkles, loss of elasticity, sensitivity.
- Loss of elasticity - loss of firmness, sagging
- Skin discoloration- loss of clarity, spotty, patchy
- Skin thinning - loss of density, skin looks like parchment-see through, more prone to environmental damage.

- Fine lines and wrinkles – aging skin, dryness, loss of moisture barrier, environmental damage and breakdown causing fine lines and wrinkles on eyes, face, around mouth, neck.
- Maintaining skin – keeping skin condition at present level, comfortable, moist, fresh.
- Other concerns – hormonal changes, medical conditions, rosacea, eczema, etc.

Q-3: What is your lifestyle?

**Lifestyle –**

- Office environment (UVA rays/free radicals)
- Outdoors environment-active exposure to sun(UVB & UVC rays and environmental damage)
- Combination of Indoor and Outdoor environment- has both indoor or office environment with exposure to UVA rays and free radicals and outdoor exposure either due to work, sport or activity has UVB and UVC exposure
- Busy- Have not spent much time on skin
- Busy- Willing to spend a little more time for skin

Q-4: What activities do you participate in on a regular basis?

**Activities –**

- Exercise-Indoor skin is absorbing free radicals due to sweat and toxins from others (gym).



- Exercise- Outside skin is more likely to suffer environmental damage.
- Swimming- Skin is likely to become dehydrated from chlorine and other chemicals.
- No exercise- Skin can become dehydrated from no activity: sweat glands stimulate oil production and therefore help skin stay balanced. Sweat also releases toxins from the skin and helps the body rid itself of unwanted impurities.

Q-5: Currently I use:

**Regimen-**

- Current Skin Care-
- Soap- Skin looks patchy and dehydrated in areas
- Would like more information/education on how to care for skin.

**Selling Skin Care by a Regimen:**

- A 3 – 7 step skin care system that gives the best results for the individual
- Skin products within one system that work synergistically together and deliver optimal results
- Prescribed and personal to each client's skin type
- Maintains loyalty



### **Skin is Unique:**

- Defined by genes, DNA, hormones, climate, diet, and level of physical activity
- Skin Types range from oily to dry, normal to combination
- Everyone is to be 'skin typed' and prescribed a regimen personal to their needs
- Normal skin is balanced with natural sebum (oil), lipids, and moisture that maintains a healthy, smooth, and radiant appearance
- When skin is out of balance, it is more likely to be dry and dehydrated, it may be more prone to breakouts, have changes in texture and signs of aging appear

### **How to Skin Type:**

- Using the skin type card analyze and discuss skin condition at the present time
- Recommend products that address their needs and concerns and personalize it for them
- Demonstrate proper use of each product and follow up on their skin purchases, customer service is key
- Send them announcements when new products are launched which they would love also
- Ask for referrals



## **Market America Skin Care Products by Systems**

### **Skintelligence:**

Advanced botanical skin care for all skin types and all ages. This line of products is for anyone who has the desire for a more botanically based product and not necessarily concerned with anti-aging regimens. Excellent to balance, hydrate and moisturize. Easy to use and simple skin care.

### **Timeless Prescription:**

Basic Anti-aging skin care products and basic acne 3 step program. Advanced special care products to exfoliate, clarify and improve texture of the skin. The customer for Timeless Prescription is noticing some signs of aging and/or may be concerned with blemishes and acne.

### **VitaShield:**

Special Care products, containing active ingredients designed to target specific concerns and areas of the skin. Added into the basic skin care regimen will enhance the skin dramatically.

### **Cellular Laboratories:**

Advanced cosmeceuticals for normal and balanced skin - very dry and dehydrated skin types along with anyone who is concerned with the signs of aging. Cosmeceutical grade ingredients assist in preventing and reversing the appearance of aging skin. Will correct, repair and maintain healthy balance and younger looking skin.



**Advanced technology and exclusive care products for all skin types and all ages**

**Matriskin: US exclusive to Market America**

This incredible serum can be used by everyone. It visibly reduces the appearance of fine lines and wrinkles. Advanced patented peptide technology proven to increase skin's firmness. Used daily it promotes your own collagen production, which leads to the revitalization of the skin. Dramatically decreases acne redness and irritation in as little as 3 days and will dramatically improve the texture of the skin. Consistent use with our skin care regimens will improve the balance and overall appearance for all.

**PENTAXYL: Intense therapy for skin**

This advanced treatment is your last step before moisturizing and sealing the skin. It helps stimulate collagen synthesis and supports the cellular matrix for improved strength in the skin. Reduces the appearance of wrinkles, scars, stretch marks, and softens deep lines formed over time. Helps improve skin's thickness and maintains healthy color and glow.

## Skin Care 101 Training

DATE (mandatory): \_\_\_\_\_ LOCATION (mandatory): \_\_\_\_\_

TRAINER'S NAME (mandatory): \_\_\_\_\_

**Ratings: Please rate your Skin Care 101 training experience on a scale of 1 - 10**  
**10 = excellent / 7 - 9 = good/great / 4 - 6 = average / 1 - 3 = below average/poor**

|  |  |
|--|--|
| 1. The Trainer was prepared, organized and had a complete display of our skin care for the class.  |  |
| 2. The Trainer was able to explain the theory and structure of the skin and how aging and environmental damage affects the skin.   |  |
| 3. The Trainer covered the topics of the Skin Care Consumer and Skin Typing in the class.  |  |
| 4. The Trainer had complete knowledge of our MA Skin Care Systems.   |  |
| 5. Skin Care Regimens: The trainer covered all of the proper steps of caring for the skin: a) Cleanse & Exfoliate b) Deep Cleansing & Special needs c) Tone & Normalize d) Treat & Nourish e) Moisturize & Protect |  |
| 6. The Trainer understood and explained Cellular Labs Sunscreen, UV Damage, Body Care and Timeless Special Care  |  |
| 7. The Trainer taught the Business of Skin Care: Action Plan & Basic overview of Clinics   |  |
| 8. The Trainer was able to communicate well; easily interacted with the class and took the time to answer all questions  |  |
| 9. Rate the Trainer's presentation   |  |

How many students were in attendance? \_\_\_\_\_

How many assistants did the Trainer/Trainers have? \_\_\_\_\_

What did you like most about the class?

\_\_\_\_\_

\_\_\_\_\_

What would you change about the class?

\_\_\_\_\_

\_\_\_\_\_

Suggestions to improve the trainer's presentation skills:

\_\_\_\_\_

\_\_\_\_\_

|                                |                           |
|--------------------------------|---------------------------|
| Optional: _____<br><b>NAME</b> | _____<br><b>ID NUMBER</b> |
|--------------------------------|---------------------------|

**Please Return To: Market America  
 Motives Department  
 1302 Pleasant Ridge Rd  
 Greensboro, NC 27409**

**EXHIBIT 10**

## FEATURED PRODUCTS

### Motives® by Loren Ridinger®

Market America Senior Vice President Loren Ridinger set out to create a luxurious cosmetics line that would appeal to the masses. What she created has become a phenomenon.

Motives® by Loren Ridinger is the award-winning cosmetics line defined by its creator – a trendsetter that has changed the face of the beauty industry. Simple to use and sexy to wear, Motives cosmetics provide you with an amazing color payoff, a flawless look, and a luxurious feel and finish. With the trendiest colors and industry-leading ingredients to give your eyes, cheeks, lips, face and nails a beautiful look and feel, Motives Cosmetics – like Loren Ridinger – is changing the face of cosmetics.

### Fixx™ by Loren Ridinger®

Successful. Sexy. Sophisticated. Fixx personal care products are solution-oriented products created for men, coveted by women. Enhance your appearance and style with superior products with specialized ingredients that help refine and style your look, including Argan Oil, one of the rarest and most sought-after ingredients in the cosmetics industry; Glycerin, which helps maintain moisture and can help act as an anti-aging element in Fixx products; and Stinging Nettle, to stimulate hair growth. Fixx is instant therapy for your hair and skin. Quality ingredients. Remarkable results. Approach each day head-on with a crisp new look and a sleek new you. What would you like to Fixx?

### Skintelligence®

Skintelligence is an all-inclusive botanical skin care line with natural extracts that soothe skin, giving the appearance of healthy, vibrant skin. Skintelligence provides alpha-hydroxy acids to aid in skin cell regeneration. Plant-derived extracts like lemongrass and lavender help soothe the skin naturally. Other brands claim they contain natural ingredients, but are harsh on the skin. Because of its natural properties, Skintelligence is great for even the most sensitive skin, offering ingredients that are mild, yet effective. Skintelligence is the most valuable botanical skin care around!

### Cellular Laboratories®

Cellular Laboratories is a revolutionary anti-aging skin care line designed to support your skin on the cellular level, not just mask the signs of aging. Cellular Laboratories is designed using cutting edge, clinically tested, and proven ingredients like Renovage® and Lumiskin® to help you look as young as you feel. Cellular Laboratories has a product for every need, from cleansing and purifying the skin to toning to renewing, protecting and hydrating the skin. While other anti-aging skin care lines only focus on hydrating the skin, Cellular Laboratories goes beyond hydration, giving you instant results you can see and feel. Restore, renew, rebirth – Cellular Laboratories.

### Matriskin™

Exclusively distributed in the United States by Market America, Matriskin MP Collagen Serum helps improve skin's luminosity and firmness in as little as 30 days. See dramatic improvement in deep furrows, wrinkles and fine lines while enhancing skin color, tone and elasticity. Formulated with advanced peptide technology, Matriskin MP Collagen Serum is proven to increase skin firmness and promote collagen production, leading to skin revitalization. Matriskin can also help those suffering from acne and rosacea reduce

EXHIBIT 10  
 FOR IDENTIFICATION  
 PAGE 1 OF 1 PAGES  
 JOANNE HOKYO, CSR  
 DATE 7-3-12  
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 141-151

redness and inflammation. With ingredients formulated specifically to plump, hydrate and illuminate skin, Matriskin MP Serum is the key to vibrant, radiant skin at any age!

**Timeless Prescription®**

Timeless Prescription goes beyond basic skin care to offer advanced anti-aging and acne prevention to meet all your skin care needs.

This line of products works as a total system to help minimize the signs of aging. Timeless Prescription utilizes a systematic process to skin care by cleansing, toning and protecting the skin, then nourishing, revitalizing and renewing its appearance. Repair minor skin damage from old blemishes and prevent new ones from occurring with this revolutionary line of products. Be ageless with Timeless Prescription.

**Pentaxyl®**

Beautiful skin should last a lifetime – with Pentaxyl, it can. Pentaxyl is a facelift in a bottle, working to provide smoother skin by stimulating collagen production and moisture retention. Formulated with cutting-edge ingredients, including Matrixyl® Complex, Argireline®, Palmitoyl Oligopeptide and Hydrolyzed Wheat Protein, Pentaxyl diminishes the appearance of stretch marks and wrinkles, improves visible discolorations, hydrates and improves texture and tone of the skin. Unlike some anti-aging creams that are thick and heavily perfumed, Pentaxyl is a lightweight and fresh scented lotion. Pentaxyl can be used anywhere on the body, not just the face, like most anti-aging creams and serums. Pentaxyl – an all-in-one beauty wonder treatment for radiant, youthful-looking skin.

2 THOUGHTS ON 'FEATURED PRODUCTS'



Bonnie Beecy  
on February 6, 2012 at 5:46 am said:

Do any of your Mineral Make-ups or the Make-Up Setting Spray contain any type of tree nut oils such as Almond, Walnut, Macademia Nut as a moisturizer or for fragrance? If so is there is another product that I could use that does not contain any amount of these oils? I am highly allergic and need to know before trying any of your products.



James M  
on February 7, 2012 at 3:17 pm said:

Bonnie: Thanks for your question. While our mineral blushes do contain some oils and extracts, they do not include tree nut oils. As for the Motives 10 Years Younger Makeup Setting Spray, we are continuing to look into that for you. Hope this helps with your decisions!

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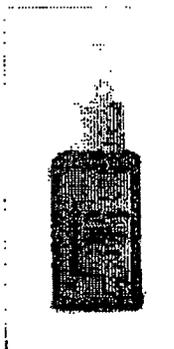
## Great Skin with Skintelligence



Beauty is in the eye of the beholder. The right skin-care makes you one of the beholders. So if you weren't born with great skin, don't despair. We know genetics plays a large part here, but having imperfect skin doesn't mean you can't dramatically improve your skin's appearance by caring for it well. One of

my favorite skin-care products I recommend is the Skintelligence Line. This superior botanical skin-care line addresses the two main reasons for aging - stress and the environment. It's an easy five-step treatment for the individual who doesn't have time for an intense regiment.

My sister always struggled with her acne prone skin. She started using the Skintelligence Line and in six weeks or less the results were fabulous. After months had past, I noticed she had a certain glow about her skin; I questioned her about the glow. She smiled and said, you're not using the Cellular Perfecting Complex in the Skintelligence-Line, and she was right, I wasn't. I started using the Cellular Perfecting Complex. Two weeks later, a Motives Consultant asked me about my skin's glow, because she used the Skintelligence Line, of course, I smiled and said, you're probably not using the Cellular Perfecting Complex, and she wasn't.



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The moral of this story, once you have purchased the Skintelligence Line make sure you use everything.

Written by Barbara Johnson



POSTED BY JENNIFER B AT 3:50 PM

7 COMMENTS:

Tony Bowling said...

Mrs. "B", You rock and your beautiful!! Thanks for sharing. Blessings, Tony Bowling

MAY 13, 2008 12:18 PM

Anonymous said...

Hey Barbara, Thanks for sharing this great beauty tip.

MAY 13, 2008 1:23 PM

Anonymous said...

Thanks Barbara, thanks for sharing. Johnny Yuan

MAY 13, 2008 1:29 PM

Dustin C Mitchell said...

I agree with Tony 110%! You are beautiful and I appreciate your post.

Dustin Craig Mitchell  
Team Saint Louis

MAY 15, 2008 1:01 AM

Mary Hayes said...

Thank you Barbara for the tip. I am meeting with a young woman today and she mentioned to me the issues with her acne. I can not only now talk to her about Skintelligence but I can show her your

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- Cellular Laboratories
- CTIA
- Dennis Franks
- energy

blog as a testimonial that it works and you need it all to make it work! Thanks for the "on time" information.

Mary Hayes  
Leesburg, VA

MAY 15, 2008 8:33 AM

Stella Gomez said...

B. Johnson,

Thank you for all the great information on better skin care. I am currently using several products & my skin is fabulous. All my family & friends keep telling me how great my skin looks. Thanks for all your tips and most of all sharing is caring and you do it so well.

Stella Gomez  
Ohana Group  
Region 2  
Upper Marlboro, MD

MAY 15, 2008 1D:27 AM

FashionDiva said...

Hi Ms. B,  
Thanks for the reminder that we should be using all the products in the Skintelligence line if we want optimal performance. I want to look like you when I am your age!

Michele Toler  
Ohana Group  
Philadelphia

MAY 21, 2008 10:26 AM

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## Who We Are

Market America, Inc. is a dynamic and innovative product brokerage and Internet marketing company that specializes in One-to-One Marketing.

With more than 3 million customers and 180,000 Independent Distributors worldwide, Market America has generated over \$3.4 billion in accumulated retail sales. Headquartered in Greensboro, North Carolina, the company employs more than 550 people globally – including operations in the United States, Canada, Australia, Taiwan, Hong Kong and the Philippines.

The company markets a wide variety of high quality, market-driven products and services through a system of Independent Distributors and UnFranchise® Owners. With a perfected, standardized and uniform structure, the UnFranchise Business Development System combines the strengths of franchising with the power of One-to-One Marketing. The result – a stable and profitable business, allowing any individual to achieve financial independence and time freedom.

Each UnFranchise Owner manages an organization of Shop Consultants who provide products and services to the end consumer. Each Shop Consultant maintains a one-on-one relationship with a small portfolio of customers. Through this relationship, the company surveys the customer to find out what product and services they want and need. The company then uses this data to identify manufacturers who create the desired products. Not only does the company know what products people want, but also knows exactly which customer wants them.

By simply supplying people with the products they want and need, Market America is pioneering the new distribution model of the future – and it is all facilitated through the ease of the Internet combined with the power of people. Market America is the One-to-One Marketing pioneer and leader. Market America is to One-to-One marketing what Microsoft is to computerization and McDonald's is to franchising.

---

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Skin Care



A beautiful look starts with great skin. Motives by Loren Ridinger offers superior skin care options for everyone!

Calm, botanicals make Skintelligence the perfect choice for those who want simple yet effective skin care basics. It is also a great line to introduce to younger clientele who have not explored the world of skin care, yet have the desire for healthy skin. The calming scent of lavender makes this line a joy to use.

If anti-aging is your concern, Motives offers the most cutting edge cosmeceuticals. Cellular Laboratories' advanced skin therapy goes beyond masking the signs of aging. Cellular Laboratories' anti-aging formulas create the perfect daily skincare regimen to renew a clear, beautiful complexion through scientifically advanced products.

Marnska-Collagen NP Serum, for the first time sold in the United States and exclusively distributed by Market America. An advanced serum that visibly reduces the look of fine lines and wrinkles, helps diminish acne and revitalize the skin, this is a must have product for anyone looking to improve the look of their skin.

For beautiful skin from within, use Isotonix OPC-3 Beauty Blend. This amazing supplement supports a healthy complexion while keeping skin looking young and firm; all the while reducing the appearance of fine lines and wrinkles with its antioxidant defense system. Be beautiful from the inside out with Isotonix OPC-3 Beauty Blend.

Get skin that glows from within with Skin Care from Motives.

\*Skin Care products are not tested on animals.



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Motives® Cosmetics

motives

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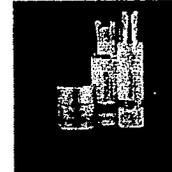


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**EXHIBIT 11**

*S k i n t e l l i g e n c e*

*V i t a S h i e l d*

# The Intelligent Guide to Healthy Skin

**MAINTENANCE TREATMENT REPAIR**

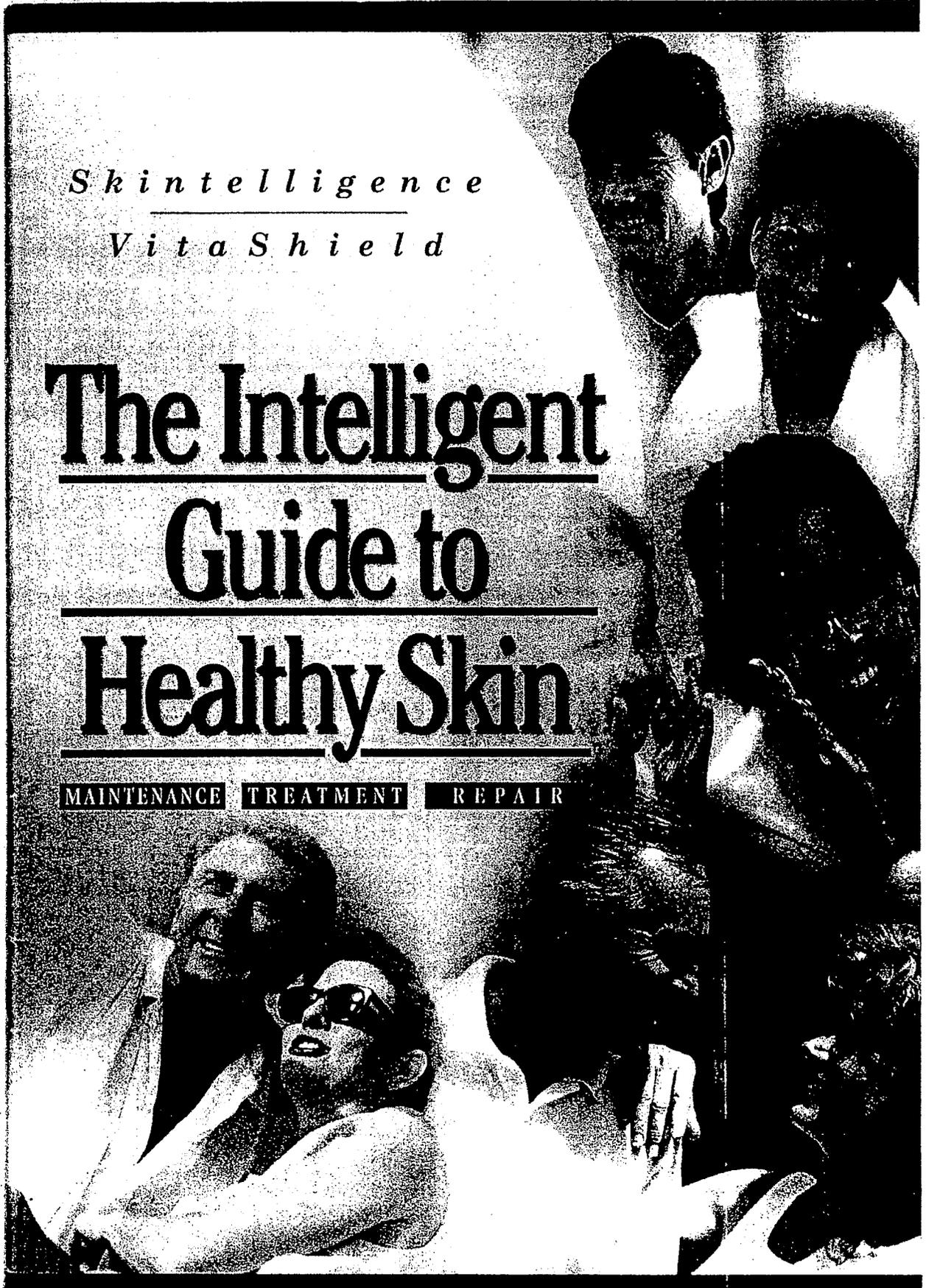


EXHIBIT 11 FOR I.D.  
PAGE 1 OF 10 PAGES DATE 7-3-12  
WITNESS: Joanne Hokyō  
JOANNE HOKYO, CSR

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## SKIN FACTS

- **PROTECTION:** Your skin covers 15 to 20 feet of surface area, weighs between 6-10 pounds and protects your entire being from the outside environment.
- **THERMOREGULATION:** Skin helps maintain a consistent internal temperature.
- **SENSATION:** Skin transmits to your brain pain, pleasure, temperature, position and touch.
- **REPRODUCTION:** Skin synthesizes and secretes chemicals (pheromones) that may attract members of the opposite sex.
- **IMMUNITY:** Skin is your body's first defense against outside invaders.
- **EXCRETION:** Skin is one of the organs responsible for your body's waste elimination.

### WARNING!

63 million people will suffer from skin damage due to harmful UV rays of the sun and melanoma has become the #1 cancer in women between the ages of 25-29.

### A word about Pores...

There is a lot of talk about pores in skin care yet few people really know what pores are. To set the record straight, a pore is an opening in the skin's surface that contains a tiny hair. Beneath the pore is an oil gland which lubricates the skin. The tiny hair brings oil to the skin's surface, helping to maintain moisture. Pore size is determined by heredity and can only be temporarily shrunk with certain preparations.

# Beautiful skin within reach...

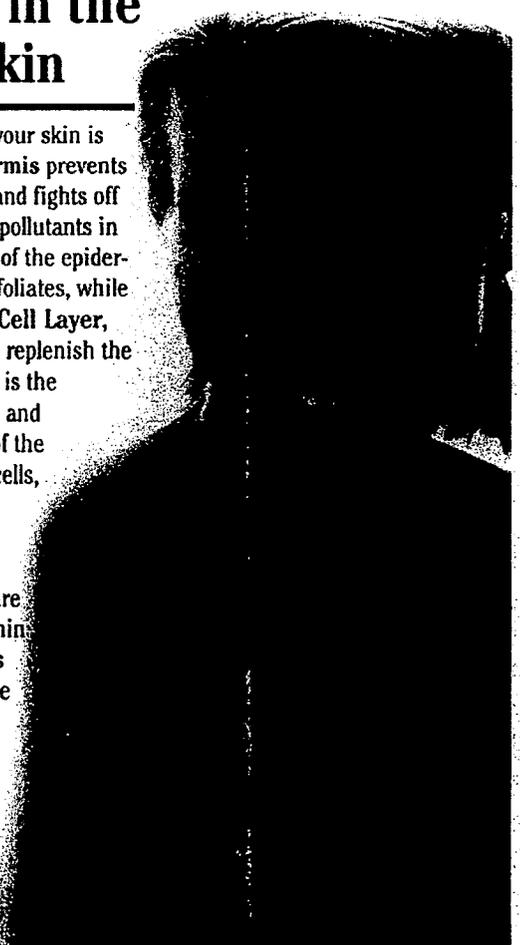
*Beautiful skin can be achieved at any age. The first step on the road to healthy, vibrant skin is education.*

Most people take their skin for granted until that first fine line reveals itself. Skintelligence and VitaShield Skin Care Products combine scientifically-proven, all-natural ingredients with leading technology to assist your skin's innate ability to renew and repair. Now healthy, glowing, vibrant skin — with maintained clarity, elasticity, and softness — can last a lifetime.

## A typical day in the life of your skin

At any moment of any day your skin is hard at work. Your epidermis prevents water loss from the body and fights off the attack of free radicals from pollutants in the environment. The top layer of the epidermis, **Acid Mantle**, naturally exfoliates, while in the layer below, **Squamous Cell Layer**, new cells age, dry and flatten to replenish the acid mantle. Further below that is the **Basal Layer** where cells divide and form. Throughout the 3 layers of the epidermis are the Langerhans cells, which work within the immune system to fight off disease. Melanocyte cells are also found throughout the epidermis and are responsible for producing melanin which prevents harmful UV rays from penetrating deeper into the skin's more vulnerable layers.

While the epidermis is battling it out with the environment, the second major layer of skin, the **Dermis**, forms the principle mass of the skin and is ▶



## THE THREE LAYERS OF SKIN

### EPIDERMIS:

Protective layer withstands most of the abuse from environmental factors such as pollution and sunlight. The epidermis contains melanin which dictates skin's pigment. Langerhans cells are found throughout all 3 epidermal layers. These cells are the first line of defense against invading organisms and help destroy transformed skin cells. Beta-1, 3 D-Glucan stimulates Langerhans cells in fighting off disease and skin damage. Langerhans cells also increase the metabolism of the skin and help produce greater amounts of the molecules that give skin its tone, elasticity and strength.

### THE EPIDERMIS HAS 3 SUBLEVELS:

#### 1. STRATUM CORNEUM (ACID MANTLE)

Top level is about 20 cell layers thick (approximately the thickness of a sheet of paper). Made up of keratin cells that form a protective waterproof layer.

#### 2. SQUAMOUS CELL LAYER

Where keratin cells dry, flatten and prepare to move to top layer.

#### 3. BASAL LAYER

Where new skin cells are produced.

### DERMIS:

- Collagen rich in youth, it provides elasticity, foundation and support.
- 10x — 40x thicker than the epidermis.
- Contains hair follicles, sweat and oil glands, blood vessels, lymph vessels and nerve endings.

### SUBCUTANEOUS:

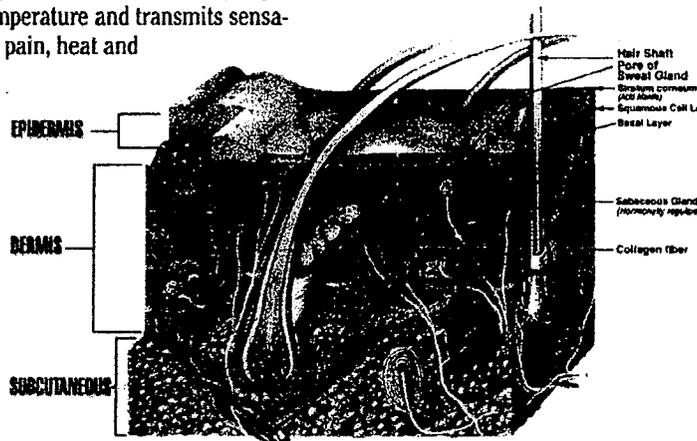
- Gives your face its shape.
- Serves as a cushion and energy site.
- Provides insulation and bone protection.

the framework for the epidermis. Within the dermis layer is collagen (the structural steel of the skin), elastin and reticulin — these elements lend support to the skin. The dermis also contains water, nerve elements and fibers, blood vessels, hair follicles, sweat glands, oil glands and lymph vessels producing natural skin oils that travel to the surface of your skin locking in its natural moisture.

But wait, the work day isn't over yet. The under-most layer of your skin is the **Subcutaneous (Subcutis) Layer**. This is the fatty layer beneath your skin giving your face something very crucial...its shape. If people tell you, "You look like your mother..." you can respond, "yes, that's due to my subcutis..." (along with a few other things). The subcutis also serves as a cushion and an energy storage site. The messages are sent from the subcutis to the dermis, stimulating the glandular, muscular and nervous responses crucial to maintaining healthy skin. Meanwhile, it provides insulation to your body and a protective layer for your bones.

## The next time you look in the mirror...

Remember this when giving yourself the once over...skin is the largest organ of the body and plays quite a miraculous and integral role in keeping us alive. Providing a barrier to the environment, it hinders bacteria and other pollutants from entering our bodies. As a sensory organ, our skin regulates body temperature and transmits sensations such as pain, heat and pleasure 24 hours a day. As an insulator, it keeps us warm, protects our structure ... and gives us our visage in the world.



**SKIN TYPE  
AND WHERE  
YOU FIT IN**

Your skin is unique! Defined by hormones, climate, diet, and your level of physical activity, your skin can vary in type.

Skintelligence and VitaShield are designed to *normalize all skin types* by moisturizing, nourishing and revitalizing your skin. Skintelligence and VitaShield help skin hold its own natural moisture by creating a balance for your skin and increasing hydration.

**FOUR BASIC  
SKIN TYPES**

**OILY**— This skin type actually lacks moisture in keeping cells plump and hydrated. Oil glands overcompensate for deficit of moisture. Therefore, using alcohol products that dry out the skin does not correct the problem and sometimes, further aggravates it.

**COMBINATION**— Like the majority of people, your skin may consist of a combination of both oily (forehead) and dry (cheeks) zones.

**NORMAL**— A perfect balance of oil and moisture.

**DRY**— Lacks sufficient oil and moisture. Dry skin can sometimes become flaky and rough and may contribute to fine lines and wrinkles.

**The Most Beautiful  
Face in the World...  
*is yours!***

*Take a moment to really look at your face. You and your face have been through a lot together, and it's time you started treating this very deserving friend well.*

**Get with the Program!**



**T**he Skintelligence skin care system is a gentle, effective, comprehensive skin therapy program designed to enhance and maintain the vitality of healthy skin while helping to repair damaged or aging skin.

Skintelligence skin care provides a defensive shield of antioxidant protection against free radicals. Through the use of cutting-edge technology combined with the finest ingredients, herbal extracts, sunscreens, aromatherapy, antioxidants and other essential nutrients, Skintelligence is able to counteract the effects of aging and environmental pollutants. The result: beautiful, fresh skin that is vibrant, smooth and youthful.

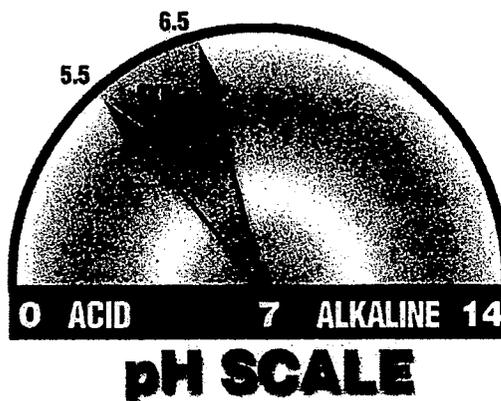
## The Basics

Your skin is a complex, vital organ affected by various factors, i.e. your hormones, seasonal changes, climate, illness, diet, fatigue and stress. All of these factors affect levels of oils (sebum) and moisture under the skin's surface.

When the skin type is considered normal, oil and moisture are in balance. The skin is being replenished and has a moist, healthy, soft feel. When out of balance it will either appear dry and blotchy and most likely, more sensitive to irritation and prone to wrinkles. On the other end of the spectrum, oily skin is prone to breakouts and acne which can result in scarring. Skintelligence products are designed to normalize and balance all skin types and keep your skin clean, hydrated and healthy.

## The pH Factor

The top layer of skin on your face (acid mantle) is typically mildly acidic (averaging between 5.5 and 6.5). Using bar soaps can disrupt your skin's natural ecology and acid mantle. Although soaps vary, most are highly alkaline (11-13 pH range) and strip the skin of its natural oils upsetting the pH balance leaving skin feeling dry or tight.



Skintelligence and VitaShield are developed to maintain, treat and repair your skin and the results are profound. Beautiful, glowing skin. A system that fits your unique lifestyle as well as your individual needs. Get ready to start on your journey to unfolding your best complexion with eleven remarkable products bringing your skin to its most radiant, youthful state.

## A Skin-Deep Overview

A comprehensive skin care program is best understood when categorized as follows:

**MAINTENANCE:** *The foundation of a daily skin care program. Skintelligence products cleanse, exfoliate and replenish essential elements.*

**TREATMENT:** *Protect your skin from stress, pollution and fatigue. VitaShield skin care products improve cell hydration while reducing fine lines and wrinkles.*

**REPAIR:** *Repair damaged cells and promote new cell growth with VitaShield OPC-3 Triple Serum.*

## AND THEN SOME...

As you'll discover, Skintelligence and VitaShield are among the finest, scientifically developed skin care products available. Here are just a few extras that really help us shine.

### ANIMAL FREE TESTING—

With respect for all living things and the earth they inhabit, Skintelligence and VitaShield take great pride in the fact that none of our products contain any animal by-products, and all are dermatologically tested on humans, not animals.

### FRAGRANCE FREE—

Fragrance is the most common allergen in skin care products. Specific ingredients are not required to be listed on the label. Most labels simply read "fragrance." Commonly, there are about 200 fragrance ingredients, and no real way of identifying how many and which ones are included in any particular product. Reactions can range from slight to severe, including rashes, headaches, dizziness, coughing and vomiting. All the amazing scents you'll find in Skintelligence products are derived from the all natural, soothing, aromatic herbs, lavender and geranium. All Skintelligence products are "fragrance" free.

## **AROMA- THERAPY**

*...Would a rose by any other name not smell as sweet?*

For nearly two thousand years, aromatherapy has been the basis in European and Far Eastern beauty. Aromatherapy is the process of extracting essential oils from plants, flowers and herbs. It can help to relax facial muscle tension caused by stress and anxiety, as well as calm your mind, lift your spirit and energize your body.

We include two key aromatic oils in our Skintelligence products for a crisp, relaxing skin care experience.

### **LAVENDER EXTRACT:**

Known for its tranquilizing, tension relieving properties as well as its lovely scent.



### **GERANIUM EXTRACT:**

Possesses anti-fungal and anti-bacterial properties and is used as a natural scent.

# The Ultimate Skin Care System

*You have in your grasp a powerful skin care program. Well maintained, healthy, glowing skin is a reflection of good internal health and leads to a flourishing self-image. You are now on your way.*

## **Step 1: Skintelligence Hydra Derm Deep Cleansing Emulsion**

This water soluble, gentle, all-natural cleanser removes bacteria, make-up, debris and environmental pollutants leaving your skin feeling fresh and silky. By removing the outer layer of dead cells, it gently starts the moisturizing process penetrating beneath the skin's surface cleansing the pores and allowing your skin to breathe naturally. Containing no waxes or fillers and being completely water soluble, it will not clog pores.

- Thoroughly cleanses the skin allowing it to breathe naturally.
- Will not strip skin — gentle and effective.
- Water soluble - will not clog pores.
- Contains moisturizers to soften and hydrate the skin.
- Fortified with special relaxing and soothing herbs: Aloe Vera, Chamomile and Lavender.
- Excellent for shaving for men and women: non-drying, non-irritating, and provides the closest shave possible.
- Large 8 oz. size - long lasting, economical.



## **Step 2: Skintelligence pH Skin Normalizer**

Removes residue and final traces of dirt, make-up and other impurities which clog pores. Skintelligence pH Skin Normalizer helps exfoliate dead and dull-looking skin cells, restores and conditions skin after cleansing while it normalizes and protects the pH balance of your skin.

- Exfoliates dead and dull-looking skin cells.
- Restores and conditions skin after cleansing — normalizes pH of skin to protect from bacteria — causing infection.
- Contains three effective moisturizers to hydrate and soften skin: Sodium Lactate, Hydrolyzed Mucopolysaccharides, and Butylene Glycol.
- Makes a great hair conditioner after shampooing.
- Completely water-soluble - will not clog pores.
- Alcohol Free.



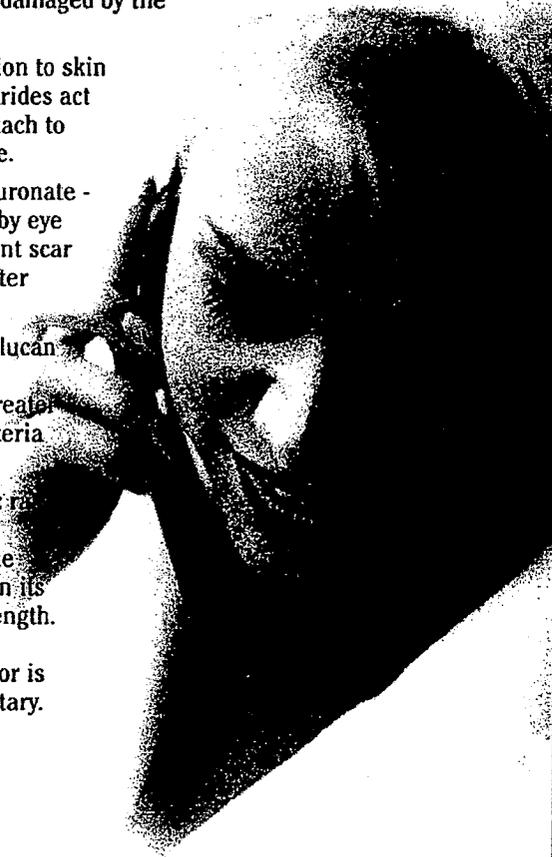
**MAINTENANCE: *the foundation of a daily skin care program***

### Step 3: Skintelligence Cellular Perfecting Complex



This power-packed complex helps repair damaged skin cells and helps prevent future cell damage from free radical exposure from occurring. Cellular Perfecting Complex is formulated with Sodium Hyaluronate, which helps repair skin cells damaged by exposure to UV rays. Hydrolyzed Mucopolysaccharides cling to the cells to retain moisture for greater resiliency and elasticity. Nayad®, patented Beta-1, 3 D-Glucan complex, activates the skin's natural immune system to help repair collagen loss and significantly reduce wrinkles—up to 57%! For maximum results use daily, morning and evening. Apply a few drops of Cellular Perfecting Complex to a fingertip and massage into skin paying particular attention to the eye area.

- Significantly reduces the appearance of fine lines, wrinkles and other visible signs of aging.
- Helps repair skin cells damaged by the UVA rays of the sun.
- Provides super hydration to skin cells - mucopolysaccharides act as tiny blotters that attach to cells and bind moisture.
- Contains sodium hyaluronate - same ingredient used by eye surgeons to help prevent scar tissue from forming after delicate eye surgery.
- Contains Beta-1, 3 D-Glucan which stimulates Langerhans cells for greater protection against bacteria and infection.
- Quickens the metabolic rate of skin resulting in an increased amount of the molecules that give skin its tone, elasticity and strength.
- Handy dropper applicator is both practical and sanitary.



### BOTANICALS

#### *The secrets of the ancients.*

Botanical compounds have received a substantial amount of research attention. Here are some of the botanical ingredients used in Skintelligence® and VitaShield products.

**ALOE VERA** — One of the oldest known therapeutic herbs. It naturally balances the pH levels of skin and acts as a softening and healing agent. Improves skin by improving hydration.

**ALLANTOIN** — A nitrogen containing organic compound found in many plants. It has the ability to stimulate the growth of healthy tissue and helps heal wounds.

**BEE POLLEN** — A completely balanced blood nutritive that has an antimicrobial effect on the skin. Used as a healer of wounds and an excellent source of nourishment for skin cells.

**BLADDERWRACK EXTRACT** — Made from seaweed and possessing skin softening properties. Stimulates blood circulation.

**CALENDULA EXTRACT** — Soothes inflammation. It supports the skin and connective tissues. Contains saponins, which are gentle cleansers. Promotes the mending and healing of wounds.

*continued*



## MAINTENANCE: *the foundation of a daily skin care program*

### BOTANICALS

(continued)

**CARROT EXTRACT** — Antioxidant properties rich in Vitamin A and Beta Carotene.

**CHAMOMILE EXTRACT** — Contains anti-inflammatory, antispasmodic, antibacterial and calming properties. Contains azulene which promotes the regeneration of skin cells. Soothes the skin.

**CLOVE EXTRACT** — Considered to be one of the most powerful germicidal agents in the herb kingdom.

**CONEFLOWER (ECHINACEA) EXTRACT** — Inhibits hyaluronidase in the body. Hyaluronidase slows down the regeneration of hyaluronic acid. It is also a powerful immune system enhancer.

**CUCUMBER EXTRACT** — Helps to smooth, tighten and refresh tired, sagging skin. It contains a group of tetracyclic triterpenes, commonly referred to as bitter principles curcubits, which have antioxidant activity. It has a cooling, demulcent and tonic effect on the skin and is credited with moisture binding, moisture regulating, soothing, and anti-inflammatory capabilities. Traditionally known to aid in diminishing dark circles.

### Step 4: Skintelligence Alpha<sup>24</sup> Triple Revitalizing Complex

Alpha<sup>24</sup> is a scientifically formulated skin care product that has a powerful combination of corrective Alpha-hydroxy Acids (AHAs). These are naturally-occurring substances found in grapes, citrus fruits, sugar cane and sour milk. AHAs work by penetrating the upper, dead layers of the epidermis. The AHAs then loosen the chemical bonds of keratin (a structural protein produced by the skin) to strengthen skin. Alpha<sup>24</sup> uses an advanced blend of three AHAs from sugar cane (glycolic acid), citrus fruits, and apples. Alpha<sup>24</sup> contains 7% AHAs.

#### Ten reasons why you should use Alpha<sup>24</sup> Triple Revitalizing Complex:

- Reduces the appearance of fine lines and wrinkles.
- Increases skin clarity. Skin looks brighter, fresher, and more luminous.
- Enhances skin elasticity.
- Enhances your skin's ability to retain its own moisture for extended periods of time.
- Improves the softness of your skin.
- Improves the smoothness of your skin.
- Reduces skin discoloration.
- Improves skin tone.
- Reduces excessively oily skin condition.
- Helps prevent blemishes and pimples.



### Step 5: Skintelligence Daily Moisture Enhancer

This fragrance-free unique moisturizer acts as a barrier between your skin and the elements while it lubricates and softens fine lines and protects skin from harmful environmental pollutants.

- Carries five times its weight in water to "super-hydrate" the cells.
- Plumps up skin cells - eliminates the appearance of fine lines.
- Contains the most effective moisturizers available anywhere.
- Contains special European (Iniferine) antioxidants to combat the effects of free radicals.
- Protects the skin from the environment and stress, which are two main causes of premature aging of the skin.
- Works great under make-up.
- With 7 natural plant extracts and antioxidants, it helps eliminate the signs of premature skin aging.



*The proper use of these products can*

SKINTELLIGENCE & VITASHIELD

## MAINTENANCE: *the foundation of a daily skin care program*



### Step 6: Skintelligence Facial Firming Masque

The final step to healthy, radiant skin is the Facial Firming Masque — a breakthrough in masque technology. The Skintelligence® Facial Firming Masque tightens and tones your facial skin while helping to remove impurities from deep within your skin in just twelve minutes! This facial masque will improve circulation and skin texture and can help erase the effects of time, stress, and the environment. Use this wonderful product two - three times a week.

- Deep cleanses the pores and removes sebaceous "pore-clogging" impurities.
- Tightens and tones the skin.
- Temporarily "erases" fine lines from the face.
- Soothes skin and leaves it feeling as soft as a baby's skin.
- Easy to use — use two-three times a week — takes only 12 minutes.

### Step 7: Skintelligence SuperTan Self Tanning Lotion

Modern Science now allows us to have the opportunity to achieve a golden glow without harmful exposure to the sun. SuperTan Self Tanning Lotion works with the natural proteins in the outermost layer of the skin to develop a natural-looking tan within 1-2 hours.

- Uses a sugar-derived, FDA-approved ingredient called dihydroxyacetone (DHA) to achieve a safe, natural golden tan without sun exposure.
- Works with the natural proteins in the outermost layer of the skin to develop a natural-looking tan.
- Color begins to develop within 1 to 2 hours.
- Formulated with natural tri-alpha hydroxy fruit acids for a smooth even tan and more natural-looking tan.
- Contains broad-spectrum SPF 8 sunscreens to protect against harmful UVA/UVB radiation: PABA-free formula.
- Contains antioxidants for protection and against free radical damage.
- Moisturizing base hydrates and softens the skin while the tanning agents provide a safe, natural-looking tan.
- Tan fades gradually, just like a sun-induced tan.
- Maintains a tan year-round without harmful sun exposure.
- Produces a fast, safe "as needed" tan within a few hours.
- Eliminates the pale look at the beginning of bathing suit season.
- Evens out tan lines from bathing suit straps.
- Fast drying so you can dress sooner.
- Will not wash off, sweat off or rub off.
- Pleasant, natural fragrance.



*dramatically change your skin and your life.*

## BOTANICALS

(continued)

**DANDELION EXTRACT** — A high nutrient food that assists in the healing of skin eruptions, including acne and blisters. Used as a skin refresher. Rich in Vitamin A and Vitamin C.

**GERANIUM EXTRACT** — Possesses anti-fungal, anti-bacterial properties and is used as a natural scent.

**GINSENG EXTRACT** — Made from the root of the Ginseng plant and possesses skin soothing properties. Scavenges free-radicals and helps skin combat environmental stressors.

**GOLDENSEAL EXTRACT** — Made from the root of the Goldenseal plant, Goldenseal contains antiseptic and antibiotic properties. Works synergistically and enhances the potency of others. Effective treatment for cracks in the skin.

**GOUTU KOLA (Hydrocotyl) EXTRACT** — Strengthens skin, promotes connective tissue vascularization and increases collagen synthesis.

**HORSETAIL EXTRACT** — Possesses antibiotic properties. Studies have shown it increases the metabolic rate of the body by feeding the system through the skin, thus improving circulation.

**WITCH HAZEL** — Contains strong astringent action and is an anti-inflammatory agent. Used in the cleansing and toning of the skin and helps prevent oil build-up on the skin tissues. Great skin refresher.

Continued ▶

## SKINTELLIGENCE AND VITASHIELD SKIN CARE SYSTEM USAGE GUIDE

### When Using Skintelligence Products Only:

#### M O R N I N G

- STEP 1 Skintelligence Hydra Derm Deep Cleansing Emulsion
- STEP 2 Skintelligence pH Skin Normalizer
- STEP 3 Skintelligence Cellular Perfecting Complex
- STEP 4 Skintelligence Alpha<sup>24</sup> Triple Revitalizing Complex
- STEP 5 Skintelligence Daily Moisture Enhancer

#### E V E N I N G

- STEP 1 Skintelligence Hydra Derm Deep Cleansing Emulsion
- STEP 2 Skintelligence pH Skin Normalizer
- STEP 3 Skintelligence Cellular Perfecting Complex
- STEP 4 Skintelligence Daily Moisture Enhancer

#### Skintelligence Facial Firming Masque

It is recommended to use the Masque 2 or 3 times per week. The application for this step is after the Skintelligence Hydra Derm Deep Cleansing Emulsion.

### When Combining Skintelligence and VitaShield:

#### M O R N I N G

- STEP 1 Skintelligence Hydra Derm Deep Cleansing Emulsion
- STEP 2 Skintelligence pH Skin Normalizer
- STEP 3 Skintelligence Cellular Perfecting Complex
- STEP 4 Skintelligence Alpha<sup>24</sup> Triple Revitalizing Complex
- STEP 5 VitaShield OPC-3 Triple Serum
- STEP 6 VitaShield Vitamin C & E Intensive Moisturizer

#### E V E N I N G

- STEP 1 Skintelligence Hydra Derm Deep Cleansing Emulsion
- STEP 2 Skintelligence pH Skin Normalizer
- STEP 3 Skintelligence Cellular Perfecting Complex
- STEP 4 VitaShield Vitamin C & E Intensive Moisturizer **OR** Skintelligence Daily Moisture Enhancer
- STEP 5 VitaShield Vitamin C Intensive Treatment

#### Skintelligence SuperTan Self Tanning Lotion

For best results, use on freshly cleansed skin (after step 1 and 2). May be used alone or as a part of your daily skin care regimen.

## A New Beginning!

Your skin's health and fitness is as vitally important as any other organ of your body yet by many, skin can be the most neglected part of your overall health. When you take care of your skin, you take care of your body, when you take care of your body you benefit both mind and soul.

Put the Skintelligence and VitaShield — Maintenance, Treatment and Repair Programs in use today. You will reap the benefits of healthy, glowing skin along with the confidence of having a face you are proud of.

It's time to make a change for the better with scientifically-proven Skintelligence and VitaShield breakthrough products.



**EXHIBIT 12**



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# SkinCare ANALYSIS



## WELCOME TO THE SKIN CARE ANALYSIS

The Skin Care Analysis analyzes your response to a series of questions about age, skin type and skin concerns, helping you discover an ideal skin regimen that will enhance the beauty of your skin everyday.

- [Take the Skin Care Analysis now!](#)
- [Skin Care Analysis FAQs](#)

Disclaimer: The products recommended by the Skin Care Analysis may not be available for sale in Canada. The results generated from your answers to this survey are for educational and informational purposes only, and are not meant to replace the advice of a Health Care Professional.

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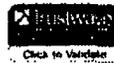


EXHIBIT 12  
 FOR IDENTIFICATION  
 PAGE 1 OF 12 PAGES  
 JOANNE HOKYO, CSR  
 DATE 1-3 10' 12  
 WITNESS: [Signature]  
96-107

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# SkinCare

## ANALYSIS



### SKIN CARE ANALYSIS FAQs

#### 1. Why should I take the Skin Care Analysis?

The skin care products you use shouldn't be based on a wish and a hope; they should be chosen based on factors that affect your skin. Evaluating responses about your skin health and concerns, the Skin Care Analysis will customize a skin care regimen that matches your specific needs for healthy skin care.

#### 2. How often should I take the Skin Care Analysis?

We recommend you take the Skin Care Analysis as the seasons change. Skin is a living organ that constantly changes in texture, tone and health. In order to sustain a healthy appearance and skin function, your skin care regimen should be updated to match your current skin care needs.

#### 3. Do I need to purchase all of the products recommended on my Skin Care Analysis?

It is recommended that you start with the basics of cleanser, toner, and moisturizer suggested by the Skin Care Analysis. The basic products are a great start and can be built upon based on which skin concerns you would like to address.

Disclaimer: The products recommended by the Skin Care Analysis may not be available for sale in Canada. The results generated from your answers to this survey are for educational and informational purposes only, and are not meant to replace the advice of a Health Care Professional.

Loren Ridinger  
Motives® Cosmetics

Read her blog at [www.myfashioncents.com](http://www.myfashioncents.com)

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# SkinCare **W** **A** **I** **T**

## SKIN CARE ANALYSIS



### Directions for Completing the Skin Care Analysis

The Skin Care Analysis should take 15 minutes to complete and be answered as accurately as possible. Do not skip questions, as this may lead to invalid results. If you would like to revise previous answers, you may use the "back" button on your browser.

The Skin Care Analysis may be completed as many times as you like. It is recommended that you complete the Skin Care Analysis as the seasons change to ensure your skin care regimen matches your current individual needs.

[Begin](#)

Disclaimer: The products recommended by the Skin Care Analysis may not be available for sale in Canada. The results generated from your answers to this survey are for educational and informational purposes only, and are not meant to replace the advice of a Health Care Professional.

Loren Ridinger  
Motives® Cosmetics

Read her blog at [www.myfashionscents.com](http://www.myfashionscents.com)

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# SkinCare

## GENERAL INFORMATION

1. Sex (Gender):

- Female
- Male

2. Age:

- 18-30
- 31-50
- 51 and older

3. Ethnicity?

- African American
- Asian, Pacific Islander or Native American
- Hispanic
- Caucasian
- Other

4. What attribute is most important to you when considering a skincare line?

- Deliver Moisture
- Clear up Acne
- Revitalize
- Reduce Appearance of Lines/Wrinkles

5. How would you describe your skin?

- Normal
- Dry
- Oily/Combination
- Acne
- Reactive/Sensitive

Next

Disclaimer: The products recommended by the Skin Care Analysis may not be available for sale in Canada. The results generated from your answers to this survey are for educational and informational purposes only, and are not meant to replace the advice of a Health Care Professional.

Loren Ridinger  
Motives® Cosmetics

Read her blog at [www.myfashioncents.com](http://www.myfashioncents.com)

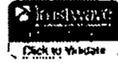
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# SkinCare

## TEXTURE

1. Is your face soft and smooth to the touch?

- Yes
- No

2. How would you describe the skin on your body?

- Dry
- Flakey/Rough Texture
- Less of Firmness
- Normal

Previous Next

Disclaimer: The products recommended by the Skin Care Analysis may not be available for sale in Canada. The results generated from your answers to this survey are for educational and informational purposes only, and are not meant to replace the advice of a Health Care Professional.

Loren Ridinger  
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# SkinCare

## SKIN CONDITION

1. How much water do you drink daily?

- None
- 1 - 8 oz glass
- 16-32 oz

2. How soon after you wash your face do you notice oil where you want to blot your skin?

- Never
- Within a few hours
- Afternoon

3. Does your face feel tight?

- Yes
- No

4. Do you have stretch marks?

- Yes
- No

5. Do you have clogged pores?

- Yes
- No

6. Do you have blemishes?

- Yes
- No

7. Do you smoke?

- Yes
- No

8. Do you consume caffeine or alcohol?

- Yes
- No

9. Do you take medication?

- Yes
- No

10. Do you use tanning beds?

- Yes
- No

11. Do you spend a lot of time outdoors?

- Yes
- No

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Loren Ridinger  
Motives@Cosmetics

Read her blog at [www.mylashionscents.com](http://www.mylashionscents.com)

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# SkinCare

## ANTI-AGING

1. Are you concerned with Anti-Aging?

Yes, I want to prevent the signs of aging

Yes, I am concerned with anti-aging lines I currently have.

No

2. Which of these common eye concerns are you most concerned with?

Dryness

Dark Circles

Puffiness

Lines/Wrinkles

Thin/Delicate

3. Do you wear sunscreen regularly?

Yes

No

Disclaimer: The products recommended by the Skin Care Analysis may not be available for sale in Canada. The results generated from your answers to this survey are for educational and informational purposes only, and are not meant to replace the advice of a Health Care Professional.

Loren Ridinger  
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# SkinCare



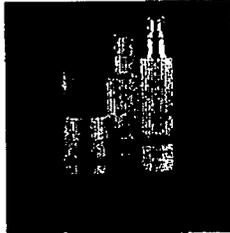
## RECOMMENDED PRODUCTS

Results from the Skin Care Analysis are based on an overall best fit derived from your answers to this questionnaire. Please note that in addition to the recommended products below, you may choose to take additional products or continue with your current regimen if desired.



■ Strongly recommended. ■ Recommended. ■ Optional.

Add to Cart  
Order this value kit which includes your cleanser, toner, moisturizer.



You have now completed your Skin Care Analysis. We would like to offer you a Skin Care Value Kit to get you started with the basics of your skin care regimen.

Cellular Laboratories® Skin Care Value Kit

■ \$119.95 ■ \$22.40 Cashback

Quick Info

Also select items you want individually -



Cellular Laboratories® De-Aging Facial Cleanser (20oz. bottle)

■ \$36.76 ■ \$0.74 Cashback

Quick Info



Cellular Laboratories® De-Aging Toner

■ \$82.60 ■ \$1.08 Cashback

Quick Info



Cellular Laboratories® De-Aging Moisturizing Day Crème with Sunscreen SPF 20

■ \$55.00 ■ \$1.30 Cashback

Quick Info



Skintelligence® Skin Perfecting Complex

■ \$32.95 ■ \$0.66 Cashback

Quick Info



Cellular Laboratories® De-Aging Lifting Facial Masque: Pack of 6

■ \$73.60 ■ \$1.47 Cashback

Quick Info

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|  |  |
|--|--|
|  | <b>Cellular Laboratories® De-Aging Sunscreen Broad Spectrum SPF 50+</b><br>■ \$42.00 <b>\$30.84</b> Cashback<br>Quick Info |
|  | <b>MatKolin™ Collagen MP Serum</b><br>■ \$157.50 <b>\$3.16</b> Cashback<br>Quick Info                                      |
|  | <b>Motives® 10 Years Younger Makeup Setting Spray</b><br>■ \$29.95 <b>\$20.60</b> Cashback<br>Quick Info                   |

Disclaimer: The products recommended by the Skin Care Analysis may not be available for sale in Canada. The results generated from your answers to this survey are for educational and informational purposes only, and are not meant to replace the advice of a Health Care Professional.

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**Marisa Leroy**

---

**From:** marketamerica@marketamerica.com  
**Sent:** Friday, June 01, 2012 2:23 PM  
**To:** Marisa Leroy  
**Subject:** Complete your Market America Registration

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Hey there [mleeroy@lifetechresources.com](mailto:mleeroy@lifetechresources.com)!

We hope you had fun taking the Skin Care Analysis.

Now that you have viewed your results, click below to register, purchase, and earn Cashback!

If you have any questions, or need some assistance, your Shop Consultant John W Hines is standing by to help! You can give them a call at 949-285-7155.

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**EXHIBIT 14**

## Trademark/Service Mark Application, Principal Register

Serial Number: 77960706

Filing Date: 03/17/2010

The table below presents the data as entered.

| Input Field   | Entered  |
|---|--|
| <b>SERIAL NUMBER</b>                                    | 77960706   |
| <b>MARK INFORMATION</b>                                 |  |
| *MARK   | <u>SKINTELLIGENCE</u>  |
| STANDARD CHARACTERS                                     | YES  |
| USPTO-GENERATED IMAGE                                   | YES  |
| LITERAL ELEMENT   | SKINTELLIGENCE   |
| MARK STATEMENT  | The mark consists of standard characters, without claim to any particular font, style, size, or color. |
| REGISTER  | Principal  |
| <b>APPLICANT INFORMATION</b>                            |  |
| *OWNER OF MARK  | MYSKIN, INC.   |
| INTERNAL ADDRESS  | SUITE 308  |
| *STREET   | 55 RIVER DRIVE SOUTH   |
| *CITY   | JERSEY CITY  |
| *STATE<br>(Required for U.S. applicants)                | New Jersey   |
| *COUNTRY  | United States  |
| *ZIP/POSTAL CODE<br>(Required for U.S. applicants only) | 07310  |
| PHONE   | +1 201 467 4891  |
| FAX   | 866-514-7001   |
| EMAIL ADDRESS   | legal@myskininc.com  |
| AUTHORIZED TO COMMUNICATE VIA EMAIL                     | Yes  |
| <b>LEGAL ENTITY INFORMATION</b>                         |  |

EXHIBIT 14  
 FOR IDENTIFICATION  
 PAGE 1 OF 9 PAGES  
 JOANNE HOKYO, CBR  
 DATE 7-2-12  
 WITNESS: [Signature]  
594-602

|  |  |
|--|--|
| TYPE   | corporation  |
| STATE/COUNTRY OF INCORPORATION                     | New Jersey   |
| <b>GOODS AND/OR SERVICES AND BASIS INFORMATION</b> |  |
| INTERNATIONAL CLASS                                | 009  |
|  | <p>Communications software for connecting to standalone and networked computers consisting of grouping and recommendation algorithms for grouping people based on skin characteristics and providing recommendations for skin care products; Computer hardware and peripheral devices and computer software for data communication and translating and transmitting data sold therewith; Computer hardware and software, for use with medical patient monitoring equipment, for receiving, processing, transmitting and displaying data; Computer software and hardware for grouping people having similar characteristics and recommending products and regimens; Computer programs for categorizing persons into various skin profiles and recommending products and regimens for skin care; Computer software for controlling and managing patient medical information; Computer software for use in managing medical records and patient information and for medical practice management; Computer software for the medical field, namely, for scheduling, registration, workflow, processing, reporting, and billing; Computer software for organizing and viewing digital images and photographs; Computer software for transmitting, distributing, disseminating, receiving, and displaying of medical images and medical documents over local area networks, wide area networks, and global computer networks; Computer software for grouping people based on skin characteristics and recommending skin care products and regimens; Portable and handheld digital electronic devices for recording, organizing, transmitting, manipulating, and reviewing text, data, image, and audio files; Remote control telemetering machines and apparatus;</p> |

**\*IDENTIFICATION**

Electronic communications systems comprised of computer hardware and software for the transmission of data between two points; Optical communications systems comprised of optical and electronic hardware and computer software for the transmission of data between two points; Communication software for providing access to the Internet; Computer search engine software; Computer software for application and database integration; Computer software for creating searchable databases of information and data; Computer software for wireless content delivery; Computer software platforms for grouping people based on skin characteristics and recommending products and regimens for skin care; Computer software that provides web-based access to applications and services through a web operating system or portal interface; Interactive computer kiosks comprising computers, computer hardware, computer peripherals, and computer operating software, for use in grouping people based on skin characteristics and recommendation of products and regimens for skin care; Medical software for grouping people based on skin characteristics and recommendation of products and regimens for skin care; Computer software for the collection, editing, organizing, modifying, book marking, transmission, storage and sharing of data and information; Computer hardware and computer software programs for the integration of text, audio, graphics, still images and moving pictures into an interactive delivery for multimedia applications; Computer software for the databasing, visualization, manipulation, virtual reality immersion and integration of geographic information with on-line member communities; Database management software for grouping and retrieving information about groups of people who have similar skin characteristics for recommendation of products and regimens for skin care; Graphical user interface software.

**FILING BASIS**

**SECTION 1(b)**

**CORRESPONDENCE INFORMATION**

|                                     |                      |
|-------------------------------------|----------------------|
| NAME                                | MYSKIN INC           |
| FIRM NAME                           | MYSKIN, INC.         |
| INTERNAL ADDRESS                    | SUITE 308            |
| STREET                              | 55 RIVER DRIVE SOUTH |
| CITY                                | JERSEY CITY          |
| STATE                               | New Jersey           |
| COUNTRY                             | United States        |
| ZIP/POSTAL CODE                     | 07310                |
| PHONE                               | +1 201 467 4891      |
| FAX                                 | 866-514-7001         |
| EMAIL ADDRESS                       | legal@myskininc.com  |
| AUTHORIZED TO COMMUNICATE VIA EMAIL | Yes                  |
| <b>FEE INFORMATION</b>              |                      |
| NUMBER OF CLASSES                   | 1                    |
| FEE PER CLASS                       | 325                  |
| *TOTAL FEE DUE                      | 325                  |
| *TOTAL FEE PAID                     | 325                  |
| <b>SIGNATURE INFORMATION</b>        |                      |
| SIGNATURE                           | /RAJIV RANJAN/       |
| SIGNATORY'S NAME                    | RAJIV RANJAN         |
| SIGNATORY'S POSITION                | DIRECTOR - IP        |
| DATE SIGNED                         | 03/17/2010           |

## Trademark/Service Mark Application, Principal Register

**Serial Number: 77960706**

**Filing Date: 03/17/2010**

### To the Commissioner for Trademarks:

**MARK:** SKINTELLIGENCE (Standard Characters, see mark)

The literal element of the mark consists of SKINTELLIGENCE.

The mark consists of standard characters, without claim to any particular font, style, size, or color.

The applicant, MYSKIN, INC., a corporation of New Jersey, having an address of  
SUITE 308,  
55 RIVER DRIVE SOUTH  
JERSEY CITY, New Jersey 07310  
United States

requests registration of the trademark/service mark identified above in the United States Patent and Trademark Office on the Principal Register established by the Act of July 5, 1946 (15 U.S.C. Section 1051 et seq.), as amended, for the following:

International Class 009: Communications software for connecting to standalone and networked computers consisting of grouping and recommendation algorithms for grouping people based on skin characteristics and providing recommendations for skin care products; Computer hardware and peripheral devices and computer software for data communication and translating and transmitting data sold therewith; Computer hardware and software, for use with medical patient monitoring equipment, for receiving, processing, transmitting and displaying data; Computer software and hardware for grouping people having similar characteristics and recommending products and regimens; Computer programs for categorizing persons into various skin profiles and recommending products and regimens for skin care; Computer software for controlling and managing patient medical information; Computer software for use in managing medical records and patient information and for medical practice management; Computer software for the medical field, namely, for scheduling, registration, workflow, processing, reporting, and billing; Computer software for organizing and viewing digital images and photographs; Computer software for transmitting, distributing, disseminating, receiving, and displaying of medical images and medical documents over local area networks, wide area networks, and global computer networks; Computer software for grouping people based on skin characteristics and recommending skin care products and regimens; Portable and handheld digital electronic devices for recording, organizing, transmitting, manipulating, and reviewing text, data, image, and audio files; Remote control telemetering machines and apparatus; Electronic communications systems comprised of computer hardware and software for the transmission of data between two points; Optical communications systems comprised of optical and electronic hardware and computer software for the transmission of data between two points; Communication software for providing access to the Internet; Computer search engine software; Computer software for application and database integration; Computer software for creating searchable databases of information and data; Computer software for wireless content delivery; Computer software platforms for grouping people based on skin characteristics and recommending products and regimens for skin care; Computer software that provides web-based access to applications and services through a web

operating system or portal interface; Interactive computer kiosks comprising computers computer hardware, computer peripherals, and computer operating software, for use in grouping people based on skin characteristics and recommendation of products and regimens for skin care; Medical software for grouping people based on skin characteristics and recommendation of products and regimens for skin care; Computer software for the collection, editing, organizing, modifying, book marking, transmission, storage and sharing of data and information; Computer hardware and computer software programs for the integration of text, audio, graphics, still images and moving pictures into an interactive delivery for multimedia applications; Computer software for the databasing, visualization, manipulation, virtual reality immersion and integration of geographic information with on-line member communities; Database management software for grouping and retrieving information about groups of people who have similar skin characteristics for recommendation of products and regimens for skin care; Graphical user interface software.

Intent to Use: The applicant has a bona fide intention to use or use through the applicant's related company or licensee the mark in commerce on or in connection with the identified goods and/or services. (15 U.S.C. Section 1051(b)).

The applicant's current Correspondence Information:

MYSKIN, INC.  
MYSKIN, INC.  
SUITE 308  
55 RIVER DRIVE SOUTH  
JERSEY CITY, New Jersey 07310  
+1 201 467 4891(phone)  
866-514-7001(fax)  
legal@myskininc.com (authorized)

A fee payment in the amount of \$325 has been submitted with the application, representing payment for 1 class(es).

#### Declaration

The undersigned, being hereby warned that willful false statements and the like so made are punishable by fine or imprisonment, or both, under 18 U.S.C. Section 1001, and that such willful false statements, and the like, may jeopardize the validity of the application or any resulting registration, declares that he/she is properly authorized to execute this application on behalf of the applicant; he/she believes the applicant to be the owner of the trademark/service mark sought to be registered, or, if the application is being filed under 15 U.S.C. Section 1051(b), he/she believes applicant to be entitled to use such mark in commerce; to the best of his/her knowledge and belief no other person, firm, corporation, or association has the right to use the mark in commerce, either in the identical form thereof or in such near resemblance thereto as to be likely, when used on or in connection with the goods/services of such other person, to cause confusion, or to cause mistake, or to deceive; and that all statements made of his/her own knowledge are true; and that all statements made on information and belief are believed to be true.

Signature: /RAJIV RANJAN/ Date Signed: 03/17/2010  
Signatory's Name: RAJIV RANJAN  
Signatory's Position: DIRECTOR - IP

RAM Sale Number: 7545  
RAM Accounting Date: 03/17/2010

Serial Number: 77960706  
Internet Transmission Date: Wed Mar 17 01:52:14 EDT 2010  
TEAS Stamp: USPTO/BAS-59.161.82.148-2010031701521449  
5527-77960706-46078e8d5d38ae15feacf7bce1  
817de83-CC-7545-20100317013104913284

# SKINTELLIGENCE

# SKINTELLIGENCE

**EXHIBIT 15**

**To:** MYSKIN, INC. (legal@myskininc.com)  
**Subject:** U.S. TRADEMARK APPLICATION NO. 77960706 - SKINTELLIGENCE  
- N/A  
**Sent:** 5/20/2010 8:08:59 AM  
**Sent As:** ECOM107@USPTO.GOV  
**Attachments:** Attachment - 1  
Attachment - 2

**UNITED STATES PATENT AND TRADEMARK OFFICE**

**SERIAL NO:** 77960706

**MARK:** SKINTELLIGENCE

**\*77960706\***

**CORRESPONDENT ADDRESS:**

MYSKIN, INC.  
MYSKIN, INC.  
55 RIVER DR S APT 308  
JERSEY CITY, NJ 07310-2731

**RESPOND TO THIS ACTION:**

<http://www.uspto.gov/teas/eTEASpageD.htm>

**GENERAL TRADEMARK INFORMATION:**

<http://www.uspto.gov/main/trademarks.htm>

**APPLICANT:** MYSKIN, INC.

**CORRESPONDENT'S REFERENCE/DOCKET**

**NO:**

N/A

**CORRESPONDENT E-MAIL ADDRESS:**

legal@myskininc.com

**OFFICE ACTION**

TO AVOID ABANDONMENT, THE OFFICE MUST RECEIVE A PROPER RESPONSE TO THIS OFFICE ACTION WITHIN 6 MONTHS OF THE ISSUE/MAILING DATE.

**ISSUE/MAILING DATE: 5/20/2010**

The referenced application has been reviewed by the assigned trademark examining attorney. Applicant must respond timely and completely to the issue(s) below. 15 U.S.C. §1062(b); 37 C.F.R. §§2.62(a), 2.65(a); TMEP §§711, 718.03.

**SECTION 2(d) REFUSAL – LIKELIHOOD OF CONFUSION**

EXHIBIT 15  
FOR IDENTIFICATION  
PAGE 1 OF 10 PAGES  
JOANNE HOKYO, CSR  
DATE 1-3-12  
WITNESS: [Signature]

84-89

LT000584

Registration of the applied-for mark is refused because of a likelihood of confusion with the mark in U.S. Registration No. 1783801. Trademark Act Section 2(d), 15 U.S.C. §1052(d); see TMEP §§1207.01 *et seq.* See the enclosed registration.

Trademark Act Section 2(d) bars registration of an applied-for mark that so resembles a registered mark that it is likely that a potential consumer would be confused or mistaken or deceived as to the source of the goods of the applicant and registrant. See 15 U.S.C. §1052(d). The court in *In re E. I. du Pont de Nemours & Co.*, 476 F.2d 1357, 177 USPQ 563 (C.C.P.A. 1973) listed the principal factors to be considered when determining whether there is a likelihood of confusion under Section 2(d). See TMEP §1207.01. However, not all of the factors are necessarily relevant or of equal weight, and any one factor may be dominant in a given case, depending upon the evidence of record. *In re Majestic Distilling Co.*, 315 F.3d 1311, 1315, 65 USPQ2d 1201, 1204 (Fed. Cir. 2003); see *In re E. I. du Pont*, 476 F.2d at 1361-62, 177 USPQ at 567.

In this case, the following factors are the most relevant: similarity of the marks, similarity of the goods, and similarity of trade channels of the goods. See *In re Opus One, Inc.*, 60 USPQ2d 1812 (TTAB 2001); *In re Dakin's Miniatures Inc.*, 59 USPQ2d 1593 (TTAB 1999); *In re Azteca Rest. Enters., Inc.*, 50 USPQ2d 1209 (TTAB 1999); TMEP §§1207.01 *et seq.*

#### COMPARISON OF THE MARKS

In a likelihood of confusion determination, the marks are compared for similarities in their appearance, sound, meaning or connotation and commercial impression. *In re E. I. du Pont de Nemours & Co.*, 476 F.2d 1357, 1361, 177 USPQ 563, 567 (C.C.P.A. 1973); TMEP §1207.01(b). Similarity in any one of these elements may be sufficient to find a likelihood of confusion. *In re White Swan Ltd.*, 8 USPQ2d 1534, 1535 (TTAB 1988); *In re Lamson Oil Co.*, 6 USPQ2d 1041, 1043 (TTAB 1987); see TMEP §1207.01(b).

Applicant's mark is SKINTELLIGENCE. Registrant's mark is SKINTELLIGENCE. The marks are identical in sound, appearance, and meaning.

Accordingly, the marks create the same overall commercial impression.

#### COMPARISON OF THE GOODS

The goods of the parties need not be identical or directly competitive to find a likelihood of confusion. See *Safety-Kleen Corp. v. Dresser Indus., Inc.*, 518 F.2d 1399, 1404, 186 USPQ 476, 480 (C.C.P.A. 1975); TMEP §1207.01(a)(i). Rather, it is sufficient that the goods are related in some manner and/or the conditions surrounding their marketing are such that they would be encountered by the same purchasers under circumstances that would give rise to the mistaken belief that the goods come from a common source. *In re Total Quality Group, Inc.*, 51 USPQ2d 1474, 1476 (TTAB 1999); TMEP §1207.01(a)(i); see, e.g., *On-line Careline Inc. v. Am. Online Inc.*, 229 F.3d 1080, 1086-87, 56 USPQ2d 1471, 1475-76 (Fed. Cir. 2000); *In re Martin's Famous Pastry Shoppe, Inc.*, 748 F.2d 1565, 1566-68, 223 USPQ 1289, 1290 (Fed. Cir. 1984).

Applicant's goods are "Communications software for connecting to standalone and networked computers consisting of grouping and recommendation algorithms for grouping people based on skin characteristics and **providing recommendations for skin care products**; Computer hardware and peripheral devices and computer software for data communication and translating and transmitting data sold therewith;

Computer hardware and software, for use with medical patient monitoring equipment, for receiving, processing, transmitting and displaying data; Computer software and hardware for grouping people having similar characteristics and recommending products and regimens; Computer programs **for categorizing persons into various skin profiles and recommending products and regimens for skin care**; Computer software for controlling and managing patient medical information; Computer software for use in managing medical records and patient information and for medical practice management; Computer software for the medical field, namely, for scheduling, registration, workflow, processing, reporting, and billing; Computer software for organizing and viewing digital images and photographs; Computer software for transmitting, distributing, disseminating, receiving, and displaying of medical images and medical documents over local area networks, wide area networks, and global computer networks; Computer software for grouping people based on skin characteristics **and recommending skin care products and regimens**; Portable and handheld digital electronic devices for recording, organizing, transmitting, manipulating, and reviewing text, data, image, and audio files; Remote control telemetering machines and apparatus; Electronic communications systems comprised of computer hardware and software for the transmission of data between two points; Optical communications systems comprised of optical and electronic hardware and computer software for the transmission of data between two points; Communication software for providing access to the Internet; Computer search engine software; Computer software for application and database integration; Computer software for creating searchable databases of information and data; Computer software for wireless content delivery; Computer software platforms for grouping people based on skin characteristics **and recommending products and regimens for skin care**; Computer software that provides web-based access to applications and services through a web operating system or portal interface; Interactive computer kiosks comprising computers, computer hardware, computer peripherals, and computer operating software, for use in grouping people based on skin characteristics **and recommendation of products and regimens for skin care**; Medical software for grouping people based on skin characteristics **and recommendation of products and regimens for skin care**; Computer software for the collection, editing, organizing, modifying, book marking, transmission, storage and sharing of data and information; Computer hardware and computer software programs for the integration of text, audio, graphics, still images and moving pictures into an interactive delivery for multimedia applications; Computer software for the databasing, visualization, manipulation, virtual reality immersion and integration of geographic information with on-line member communities; Database management software for grouping and retrieving information about groups of people who have similar skin characteristics **for recommendation of products and regimens for skin care**; Graphical user interface software." Registrant's goods are "cosmetics; namely, skin cleanser preparations, skin freshener preparations, skin moisturizer, toning lotion, emollient cream, toning mask, shaving cleanser preparations, eye toning gel, face makeup body shampoo, hair shampoo, hair conditioner."

Consumers are likely to believe that applicant's goods are used in conjunction with registrant's skin care products.

The overriding concern is not only to prevent buyer confusion as to the source of the goods, but to protect the registrant from adverse commercial impact due to use of a similar mark by a newcomer. *See In re Shell Oil Co.*, 992 F.2d 1204, 1208, 26 USPQ2d 1687, 1690 (Fed. Cir. 1993). Therefore, any doubt regarding a likelihood of confusion determination is resolved in favor of the registrant. TMEP §1207.01(d)(i); *see Hewlett-Packard Co. v. Packard Press, Inc.*, 281 F.3d 1261, 1265, 62 USPQ2d 1001, 1003 (Fed. Cir. 2002); *In re Hyper Shoppes (Ohio), Inc.*, 837 F.2d 463, 464-65, 6 USPQ2d 1025, 1025 (Fed. Cir. 1988).

Accordingly, the examining attorney refuses registration.

Although applicant's mark has been refused registration applicant may respond to the refusal(s) by submitting evidence and arguments in support of registration.

Applicant may wish to hire an attorney to assist in prosecuting this application because of the legal technicalities involved. The Office, however, cannot aid in the selection of an attorney. 37 C.F.R. §2.11. Applicant may wish to consult a local telephone directory for a listing of attorneys specializing in trademark or intellectual property law, or seek guidance from a local bar association attorney-referral service.

/Steven W. Jackson/  
/Steven W. Jackson/  
Trademark Attorney  
Law Office 107  
Phone: 571-272-9409  
Fax: 571-273-9107

**RESPOND TO THIS ACTION:** Applicant should file a response to this Office action online using the form at <http://www.uspto.gov/teas/eTEASpageD.htm>, waiting 48-72 hours if applicant received notification of the Office action via e-mail. For *technical* assistance with the form, please e-mail [TEAS@uspto.gov](mailto:TEAS@uspto.gov). For questions about the Office action itself, please contact the assigned examining attorney. **Do not respond to this Office action by e-mail; the USPTO does not accept e-mailed responses.**

If responding by paper mail, please include the following information: the application serial number, the mark, the filing date and the name, title/position, telephone number and e-mail address of the person signing the response. Please use the following address: Commissioner for Trademarks, P.O. Box 1451, Alexandria, VA 22313-1451.

**STATUS CHECK:** Check the status of the application at least once every six months from the initial filing date using the USPTO Trademark Applications and Registrations Retrieval (TARR) online system at <http://tarr.uspto.gov>. When conducting an online status check, print and maintain a copy of the complete TARR screen. If the status of your application has not changed for more than six months, please contact the assigned examining attorney.

Print: May 17, 2010

74341429

**DESIGN MARK**

**Serial Number**  
74341429

**Status**  
REGISTERED AND RENEWED

**Word Mark**  
SKINTELLIGENCE

**Standard Character Mark**  
No

**Registration Number**  
1783801

**Date Registered**  
1993/07/27

**Type of Mark**  
TRADEMARK

**Register**  
PRINCIPAL

**Mark Drawing Code**  
(1) TYPED DRAWING

**Owner**  
LIFETECH RESOURCES, LLC LIMITED LIABILITY COMPANY CALIFORNIA 9540  
COZYCROFT AVENUE CHATSWORTH CALIFORNIA 91311

**Goods/Services**  
Class Status -- ACTIVE. IC 003. US 051 052. G & S: cosmetics;  
namely, skin cleanser preparations, skin freshener preparations, skin  
moisturizer, toning lotion, emollient cream, toning mask, shaving  
cleanser preparations, eye toning gel, face makeup body shampoo, hair  
shampoo, hair conditioner. First Use: 1990/05/19. First Use In  
Commerce: 1990/05/19.

**Filing Date**  
1992/12/21

**Examining Attorney**  
SMITH, JEFFREY

**Attorney of Record**  
RICHARD J. WARD, JR.

# SKINTELLIGENCE

**EXHIBIT 16**

# United States of America

United States Patent and Trademark Office

## MYSKIN

Reg. No. 3,934,844

Registered Mar. 22, 2011

Int. Cls.: 9 and 10

TRADEMARK

PRINCIPAL REGISTER

MYSKIN, INC (DELAWARE CORPORATION)  
SUITE 308  
55 RIVER DRIVE SOUTH  
JERSEY CITY, NJ 07310

FOR: COMPUTER PROGRAMS FOR CATEGORIZING PERSONS INTO VARIOUS SKIN PROFILES; COMPUTER SOFTWARE FOR CONTROLLING AND MANAGING PATIENT MEDICAL INFORMATION; COMPUTER SOFTWARE FOR USE IN MANAGING MEDICAL RECORDS AND PATIENT INFORMATION AND FOR MEDICAL PRACTICE MANAGEMENT; COMPUTER SOFTWARE FOR THE MEDICAL FIELD, NAMELY, FOR SCHEDULING, REGISTRATION, WORKFLOW, PROCESSING, REPORTING, AND BILLING; COMPUTER SOFTWARE FOR ORGANIZING AND VIEWING DIGITAL IMAGES AND PHOTOGRAPHS; COMPUTER SOFTWARE FOR TRANSMITTING, DISTRIBUTING, DISSEMINATING, RECEIVING, AND DISPLAYING OF MEDICAL IMAGES AND MEDICAL DOCUMENTS OVER LOCAL AREA NETWORKS, WIDE AREA NETWORKS, AND GLOBAL COMPUTER NETWORKS; COMPUTER SOFTWARE FOR RECOMMENDING CUSTOMIZED SKIN CARE PRODUCTS AND REGIMENS BASED ON DIAGNOSIS OF SKIN CONDITION; ELECTRONIC APPARATUS, NAMELY, STAND ALONE DISPLAYS FOR MEDICAL IMAGES; LABORATORY EQUIPMENT, NAMELY, SPECTROSCOPES; MEDICAL SOFTWARE FOR TRACKING THE EFFECTIVENESS OF VARIOUS SKIN CARE PRODUCTS AND REGIMENS; PHOTOGRAPHIC CAMERAS; PORTABLE AND HANDHELD DIGITAL ELECTRONIC DEVICES FOR RECORDING, ORGANIZING, TRANSMITTING, MANIPULATING, AND REVIEWING TEXT, DATA, IMAGE, AND AUDIO FILES; PORTABLE DETECTION AND IDENTIFICATION INSTRUMENTS USING LIGHT SOURCES AND LIGHT DETECTORS FOR DETECTING AND IDENTIFYING CHEMICAL AND BIOLOGICAL SUBSTANCES NOT FOR MEDICAL PURPOSES; REMOTE CONTROL TELEMETERING MACHINES AND APPARATUS; SCANNER FOR CAPTURING IMAGES FOR ANALYSIS FOR USE IN THE LIFE SCIENCE RESEARCH FIELD; SCIENTIFIC AND TECHNICAL APPARATUS, NAMELY, OPTICAL MIRRORS; SCIENTIFIC APPARATUS, NAMELY, SPECTROMETERS AND PARTS AND FITTINGS THEREFOR; SOFTWARE FOR PROCESSING DIGITAL IMAGES OF THE ANATOMY FOR DIAGNOSIS AND TREATMENT; SPECTROGRAPH APPARATUS; APPARATUS FOR MEASURING BIOMATERIAL SURFACE CHARACTERISTICS; APPARATUS FOR MEASURING METALLIC AND NON METALLIC SURFACES, IN CLASS 9 (U.S. CLS. 21, 23, 26, 36 AND 38).

FIRST USE 6-28-2009; IN COMMERCE 6-28-2009.

FOR: APPARATUS FOR CLINICAL DIAGNOSIS; ELECTROMAGNETIC MEDICAL DIAGNOSTIC IMAGING APPARATUS; MEDICAL IMAGE PROCESSORS; MEDICAL APPARATUS FOR DIAGNOSIS OF SKIN CONDITIONS COMPRISED OF SKIN IMAGING, PICTURE ARCHIVING AND COMMUNICATION SYSTEM; APPARATUS FOR CLINICAL DIAGNOSIS OF SKIN CONDITIONS COMPRISING COMPUTER SYSTEMS DISPLAYING IMAGES OF THE SKIN; MEDICAL INSTRUMENTS FOR USE IN NON-INVASIVE VIEWING BENEATH



*David J. Kappas*

Director of the United States Patent and Trademark Office

EXHIBIT 16  
FOR IDENTIFICATION  
PAGE 1 OF 1 PAGES  
JOANNE HOKYO, CSR  
DATE 1-3-12  
WITNESS: *Joanne*

1-7

LT000001

**Reg. No. 3,934,844** THE SURFACE OF THE SKIN AND DIAGNOSIS OF HEALTHY AND DISEASED SKIN; SKIN CARE ANALYZERS AND LIGHT THERAPY EQUIPMENT, NAMELY, A BLACK-LIGHT BLUE LAMP UNIT FOR USE IN IDENTIFICATION OF A VARIETY OF SKIN CONDITIONS; SURGICAL INSTRUMENTS AND APPARATUS; TELEMETRY DEVICES FOR MEDICAL APPLICATIONS; UV LAMPS FOR MEDICAL APPLICATIONS, IN CLASS 10 (U.S. CLS. 26, 39 AND 44).

FIRST USE 6-28-2009; IN COMMERCE 6-28-2009.

THE MARK CONSISTS OF STANDARD CHARACTERS WITHOUT CLAIM TO ANY PARTICULAR FONT, STYLE, SIZE, OR COLOR.

OWNER OF U.S. REG. NO. 3,214,849.

SN 77-548,973, FILED 8-18-2008.

AMEEN IMAM, EXAMINING ATTORNEY

Int. Cl.: 3

Prior U.S. Cls.: 1, 4, 6, 50, 51 and 52

United States Patent and Trademark Office

Reg. No. 3,214,849

Registered Mar. 6, 2007

TRADEMARK  
PRINCIPAL REGISTER

MYSKIN

CANTER, PATRICIA (UNITED STATES INDIVIDUAL)  
4185 DIXIE CANYON AVENUE  
SHERMAN OAKS, CA 91423

FOR: SKINCARE AND COSMETICS PRODUCTS, NAMELY, SKIN CLEANSERS, SKIN TONERS, SKIN MOISTURIZERS, NON-MEDICATED SKIN SERUMS, SUNSCREEN CREAMS, EYE LINER, EYE SHADOW, FOUNDATION, BLUSH, MASCARA, LIP-

STICK, LIP GLOSS, AND COVER STICK MAKEUP, IN CLASS 3 (U.S. CLS. 1, 4, 6, 50, 51 AND 52).

FIRST USE 9-21-2000; IN COMMERCE 9-21-2000.

SER. NO. 78-659,690, FILED 6-28-2005.

DAYNA BROWNE, EXAMINING ATTORNEY

LT000003

# United States of America

United States Patent and Trademark Office

## MYSKIN

Reg. No. 3,729,757 MYSKIN, INC (DELAWARE CORPORATION)  
Registered Dec. 22, 2009 SUITE 308  
JERSEY CITY, NJ 07310

**Int. Cl.: 35** FOR: ADVERTISING BY TRANSMISSION OF ON-LINE PUBLICITY FOR THIRD PARTIES THROUGH ELECTRONIC COMMUNICATIONS NETWORKS; ADVERTISING CONSULTATION; ADVERTISING RELATING TO PHARMACEUTICAL PRODUCTS AND IN-VIVO IMAGING PRODUCTS; ADVERTISING SERVICES, NAMELY, PROMOTING AND MARKETING THE GOODS AND SERVICES OF OTHERS THROUGH ALL PUBLIC COMMUNICATION MEANS; ADVERTISING SERVICES, NAMELY, PROVIDING INFORMATION AS TO THE AVAILABILITY OF SKIN DIAGNOSTIC SYSTEMS, APPARATUSES AND DEVICES, AND SKIN CARE PRODUCTS AND SERVICES FOR RENT OR PURCHASE; ADVERTISING VIA ELECTRONIC MEDIA AND SPECIFICALLY THE INTERNET; ADVICE AND INFORMATION ABOUT CUSTOMER SERVICES AND PRODUCT MANAGEMENT AND PRICES ON INTERNET SITES IN CONNECTION WITH PURCHASES MADE OVER THE INTERNET; ARRANGING OF MANAGED CARE CONTRACTUAL SERVICES IN THE FIELDS OF DIAGNOSTIC IMAGING, HOME HEALTH CARE, DURABLE MEDICAL EQUIPMENT, SPECIALTY PHARMACY, AND DIAGNOSTIC LAB SERVICES; ASSET MANAGEMENT SERVICES, NAMELY, REPORTING ON SERVICE HISTORIES, UTILIZATION OF THE MEDICAL ASSETS, END OF PRODUCT LIFE INFORMATION AND REPLACEMENT COSTS ALL RELATED TO MEDICAL DIAGNOSTIC, CLINICAL AND BIOMEDICAL EQUIPMENT; BUSINESS CONSULTATION IN THE FIELD OF SKIN CARE, SKIN CARE ANALYSIS AND SKIN CARE PRODUCTS; BUSINESS MANAGEMENT AND CONSULTATION IN THE FIELD OF SKIN CARE PRODUCTS AND SKIN CARE DIAGNOSTIC APPARATUS; BUSINESS MANAGEMENT AND CONSULTING SERVICES FOR THE HEALTH CARE INDUSTRY, NAMELY, CUSTOMER SERVICE, ACCOUNTING SERVICES, AND WEB-BASED ADVERTISING AND MARKETING SERVICES; COMPUTERIZED ON-LINE ORDERING SERVICES IN THE FIELD OF SKIN CARE PRODUCTS AND SKIN CARE DIAGNOSTIC APPARATUS; COMPUTERIZED ON-LINE RETAIL STORE SERVICES IN THE FIELD OF SKIN CARE, SKIN IMAGING, AND SKIN ANALYSIS; MANAGEMENT AND BUSINESS CONSULTING SERVICES IN THE FIELD OF SKIN CARE PRODUCTS AND SKIN CARE DIAGNOSTIC APPARATUS; ON-LINE ADVERTISING AND MARKETING SERVICES; ON-LINE SERVICES, NAMELY, ORDERING AND INVENTORY MONITORING FOR SKIN CARE PRODUCTS AND SERVICES; PROVIDING A WEB SITE FEATURING PRODUCT RATINGS OF THE CONSUMER GOODS AND SERVICES OF OTHERS IN THE FIELD OF SKIN CARE; PROVIDING AN INTERNET-BASED DATABASE OF PATIENT MEDICAL INFORMATION DESIGNED TO FACILITATE PATIENT-AUTHORIZED, HIPAA-COMPLIANT SHARING AND MAINTENANCE OF PATIENT MEDICAL INFORMATION AMONGST A PATIENT'S DOCTORS SUCH THAT THIS INFORMATION CAN BE DIRECTLY INSERTED INTO THE DOCTOR'S MEDICAL REPORTS AS A MEANS OF INCREASING MEDICAL RECORD GENERATION EFFICIENCY AND ACCURACY; PROVIDING AN ON-LINE COMPUTER DATABASE FEATURING TRADE INFORMATION IN THE FIELD OF SKIN CARE PRODUCTS AND SERVICES; PROVIDING CONSUMER INFORMATION IN THE FIELD OF SKIN CARE PRODUCTS, SERVICES AND



*David J. Kappas*

Director of the United States Patent and Trademark Office

**Reg. No. 3,729,757** REGIMENS; PROVIDING CONSUMER SKIN CARE PRODUCT RECOMMENDATIONS; PROVISION OF INFORMATION AND ADVICE TO CONSUMERS REGARDING THE SELECTION OF PRODUCTS AND ITEMS TO BE PURCHASED VIA A SKIN CARE PRODUCT EFFECTIVENESS TRACKING SYSTEM, IN CLASS 35 (U.S. CLS. 100, 101 AND 102).

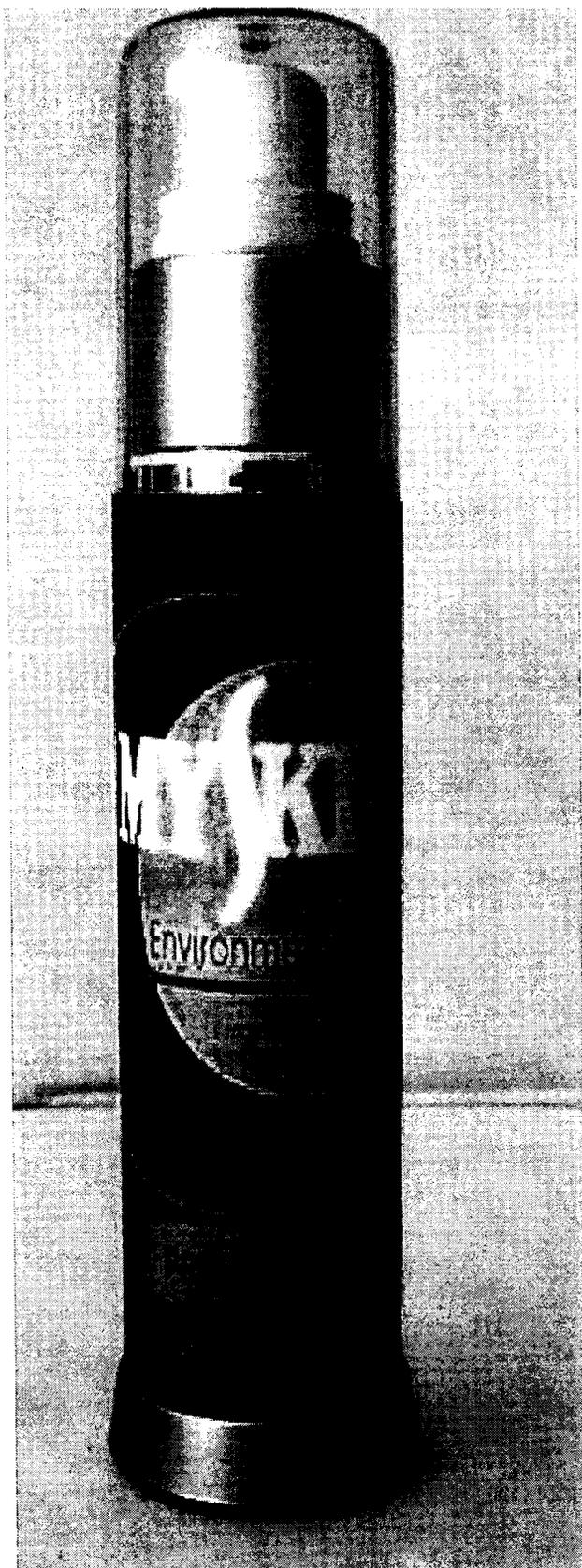
FIRST USE 3-27-2009; IN COMMERCE 3-27-2009.

THE MARK CONSISTS OF STANDARD CHARACTERS WITHOUT CLAIM TO ANY PARTICULAR FONT, STYLE, SIZE, OR COLOR.

OWNER OF U.S. REG. NO. 3,214,849.

SN 77-625,173, FILED 12-3-2008.

JENNIFER HETU, EXAMINING ATTORNEY



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LT000007

**EXHIBIT 17**

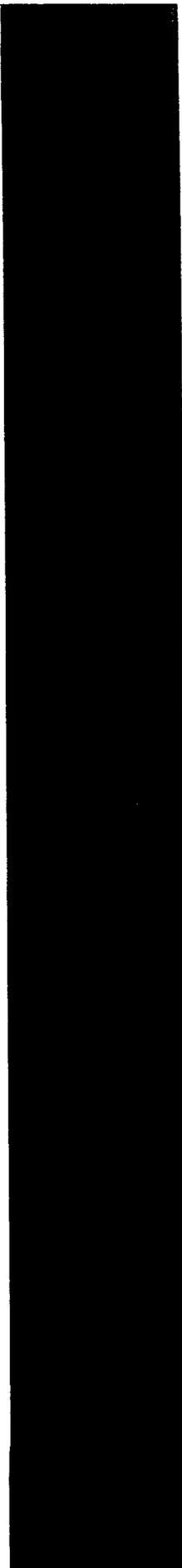


EXHIBIT 17  
FOR IDENTIFICATION  
PAGE 1 OF 18 PAGES  
JOANNE HOKYO, GSR  
DATE 7-3 18 12  
WITNESS: [Signature]

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## 1 About Us

**So what is mySkin? A refreshing New Way to find Effective Skincare Products that Work for You**

*"mySkin helps men and women across all age groups, ethnicities and skin concerns find the right skincare product from almost all brands. The portal's Skintelligence™ an improved online (or web-based) skincare product and regimen recommendation search engine system is fun, glamorous and worthy, as it performs unbiased, scientific-led skincare analysis, profiling, categorization, searching and assessment of skin twin based skincare product recommendations."*

mySkin's portal (mySkin.com) hosts a plethora of web-based (or online) and mobile application suite. The portal offers, inter alia, an improved online (or web-based) skincare product and regimen recommendation search engine system.

mySkin's **Skintelligence™** is an improved online (or web-based) skincare product and regimen recommendation search engine system is your unbiased source for product and regimen recommendation based on (or subsequent to) imaging, analyzing, profiling, categorization of skin of users. **Skintelligence™** takes no money from beauty manufacturers – advertising or otherwise. It is powered by science and community experiences. Specifically, **Skintelligence™** refers to an algorithm that determines whether a skincare product and regimen recommendation acquired through mySkin's Just Like Me (or JLM)®, an online (or web-based) skincare recommendation search engine, hosted on mySkin's portal, is superior vis-à-vis those previously added by a given user in mySkin's myBeautyShelf®, an online (or web-based) virtual beauty shelf management service, also hosted on mySkin's portal, so that the comparison drives an improved skin care product and regimen recommendation. It is the ultimate source for your skincare needs, offering you unbiased skincare advice, skin twin, product and routine recommendations thereof. More importantly, it images and analyzes skin and finds the right products for you based on your skin profile! Still, more importantly, it finds and connects you to your skin twins. Your skin twin is someone who has a similar skin

profile as you. mySkin's approach is based on the idea that when someone is just like you, a product that works for her (or him) is very likely to work for you too. The mySkin community is about sharing skincare regimens, finding your skin twin, seeing what works or doesn't work for others and sharing your skin routine on their portal and on Twitter & Facebook. There is a neat feature that lets you create your skin profile, list products and your routine. Many beauty and skincare blogs are included on mySkin's portal. No more trying getting turned off by billboards with French models (did someone tell them that the weather in France is different from most places in the USA?), by not-so-knowlegeable salespeople trying to push their brand (I once saw one working at a fast food joint the previous week), and claims that are developed by labs that are paid to support those claims (talk about a conflict of interest -- duh!).

Further, mySkin's portal provides in a given Tabbed Document Interface (or TDI) a single window with title bar captioned "MyShelf" that comprises, *inter alia*, a pull-down (or pop-up) menu captioned "myShelf". The myShelf menu includes sub-menus "Recommendations," "myProducts" and "myRoutines". In a right windowpane under the "Recommendations" sub-menu three tabs, namely "Recommendations," "myProducts" and "my Routines" are provided. On accessing the "Recommendations" tab a user is allowed to hover the mouse cursor (or pointer) over one or more icons of recommended products. While hovering over a given icon of a given recommended product a callout corresponding to the given recommended product pops up providing information in connection with the given recommended product. **Skintelligence™** is associated with the output of mySkin's improved recommendation search engine, such as the given recommended product effectiveness and ranking, thereby building and establishing a strict demarcation between the given recommended product's product name (or legally protected brand name or a trademark) and the output of mySkin's improved recommendation search engine.

Still further, in the right windowpane the user is provided with a facility to access the output of a comparative analysis of each of the one or more products added by the user to mySkin's myProducts (or myBeautyShelf®, an online virtual beauty shelf management service hosted on mySkin's portal) vis-à-vis each of the one or more

products recommended by mySkin's Recommendation (or Just Like Me (or JLM)®, an online or web-based recommendation search engine).

Reiterating again, **Skintelligence™** refers to an algorithm that determines whether a skin care product and regimen recommendation acquired through mySkin's online (or web-based) recommendation search engine, hosted on mySkin's portal, is superior vis-à-vis those previously added by a given user in mySkin's myBeautyShelf®, an online (or web-based) beauty shelf, also hosted on mySkin's portal, so that the comparison drives an improved skin care product and regimen recommendation. In that way, more effective products, selected by a deep science-based taxonomic classification system implemented by the aforementioned algorithm, which would otherwise be identified. These identified products are further refined by applying usage experiences of users with skin like the given user using mySkin's Just Like Me (or JLM)® and the comparison with myProducts on mySkin's myBeautyShelf®. This is what mySkin calls as **Skintelligence™**.

mySkin's **Skintelligence™** refers to a product that involves implementation of the aforementioned algorithm that involves the concept of Artificial Neural Networks (ANN) and fuzzy logic. The aforementioned algorithm is backed by mySkin's valuable IP portfolio. mySkin has filed numerous provisional and non-provisional utility patent applications with USPTO and PCT applications with Receiving Office (RO) US. Further, mySkin has filed national phase of the PCT applications with various jurisdictions, such as CHINA, SINGAPORE, KOREA, SOUTH AFRICA, INDIA, MEXICO, AUSTRALIA, INDONESIA, JAPAN, etc. Following is a list in-part of the patent applications filed by mySkin with USPTO, WIPO, EPO and other jurisdictions.

|                    |    |            |  |   |            |
|--------------------|----|------------|--|---|------------|
| <u>EP2099363A2</u> | EP | 2009-09-16 | SYSTEM, DEVICE AND METHOD FOR DERMAL IMAGING | Myskin, Inc. (55 River Drive South, 308, Jersey City, NJ 07310, US) | 2008-01-07 |
|--------------------|----|------------|--|---|------------|

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|-------------------------|-------|------------|--|---|------------|
| <u>EP2243077A1</u>      | EP    | 2010-10-27 | SYSTEM AND METHOD FOR ANALYSIS OF LIGHT-MATTER INTERACTION BASED ON SPECTRAL CONVOLUTION | Myskin, Inc. (55 River Drive South, 308, Jersey City, NJ 07310, US)   | 2009-01-07 |
| <u>EP2389573A2</u>      | EP    | 2011-11-30 | SKIN ANALYSIS METHODS  | Myskin, Inc. (55 River Drive South 308, Jersey City, NJ 07310, US)  | 2010-01-20 |
| <u>US20110301441</u>    | USAPP | 2011-12-08 | ANALYTIC METHODS OF TISSUE EVALUATION  | MYSKIN, INC. (Jersey City, NJ, US)  | 2011-02-28 |
| <u>WO/2008/086311A2</u> | WIPO  | 2008-07-17 | SYSTEM, DEVICE AND METHOD FOR DERMAL IMAGING   | MYSKIN, INC. (55 River Drive South, #308 Jersey City, NJ, 07310, US); BANDIC, Jadran (Kopaonicka 21, Pancevo, YU-26000, YU); KORUGA, Djuro (Vojvode Vlahovica 21Dj, Belgrade, YU-11152, YU); MEHENDELE, Rahul (55 River Drive South, #308 Jersey City, NJ, 07310, US); MARINKOVICH, Sava (55 River Drive South, #308 Chicago, IL, IL, US) | 2008-01-07 |
| <u>WO/2008/086311A3</u> |       | 2008-07-17 | SYSTEM, DEVICE AND METHOD FOR DERMAL IMAGING   | MYSKIN, INC. (55 River Drive South, #308 Jersey City, NJ, 07310, US); BANDIC, Jadran (Kopaonicka 21, Pancevo, YU-26000, YU); KORUGA, Djuro (Vojvode Vlahovica 21Dj, Belgrade, YU-11152, YU); MEHENDELE, Rahul (55 River Drive South, #308 Jersey City, NJ, 07310, US); MARINKOVICH, Sava (55 River Drive South, #308 Chicago, IL, IL, US) | 2008-01-07 |

Skintelligence.com

|                         |      |            |  |   |            |
|-------------------------|------|------------|--|---|------------|
| <u>WO/2009/089292A1</u> | WIPO | 2009-07-16 | SYSTEM AND METHOD FOR ANALYSIS OF LIGHT-MATTER INTERACTION BASED ON SPECTRAL CONVOLUTION | MYSKIN, INC. (55 River Drive South, #308Jersey City, NJ, 07310, US); KORUGA, Djuro (Vojvode Vlahovica 21dj, Belgrade, 11152, RS); TOMIC, Alexandar (Omladinski Brigada, Br. 97/44Belgrade, 11070, RS)   | 2009-01-07 |
| <u>WO/2010/093503A2</u> | WIPO | 2010-08-19 | SKIN ANALYSIS METHODS  | MYSKIN, INC. (55 River Drive South, #308Jersey City, NJ, 07310, US); BANDIC, Jadran (Kopaonicka 21, Pancevo, 26000, RS); MEHENDALE, Rahul (55 River Drive South, #308Jersey City, NJ, 07310, US); MARINKOVICH, Sava (2939 West Ardmore Avenue, Chicago, IL, 60659, US); KORUGA, Djuro (Vojvode Vlahovica 21Dj, Belgrade, 11152, RS) | 2010-01-20 |
| <u>WO/2010/093503A3</u> | WIPO | 2010-08-19 | SKIN ANALYSIS METHODS  | MYSKIN, INC. (55 River Drive South, #308Jersey City, NJ, 07310, US); BANDIC, Jadran (Kopaonicka 21, Pancevo, 26000, RS); MEHENDALE, Rahul (55 River Drive South, #308Jersey City, NJ, 07310, US); MARINKOVICH, Sava (2939 West Ardmore Avenue, Chicago, IL, 60659, US); KORUGA, Djuro (Vojvode Vlahovica 21Dj, Belgrade, 11152, RS) | 2010-01-20 |
| <u>WO/2010/093503A9</u> | WIPO | 2010-08-19 | SKIN ANALYSIS METHODS  | MYSKIN, INC. (55 River Drive South, #308Jersey City, NJ, 07310, US); BANDIC, Jadran (Kopaonicka 21, Pancevo, 26000, RS); MEHENDALE, Rahul (55 River Drive   | 2010-01-20 |

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|                         |      |            |                                       | South, #308 Jersey City, NJ, 07310, US); MARINKOVICH, Sava (2939 West Ardmore Avenue, Chicago, IL, 60659, US); KORUGA, Djuro (Vojvode Vlahovica 21Dj, Belgrade, 11152, RS)  |            |
| <u>WO/2011/106792A2</u> | WIPO | 2011-09-01 | ANALYTIC METHODS OF TISSUE EVALUATION | MYSKIN, INC. (55 River Drive South, Suite 308 Jersey City, NJ, 07310, US); BANDIC, Jadran (Kapaonicka 21, Pancevo, serbia, 26000, RS); KORUGA, Djuro (Vojvode Vlahovica, 21 DjBelgrade, serbia, 11152, RS); MARINKOVICH, Sava (55 River Drive South, Suite 308 Jersey City, NJ, 07310, US); MEHENDELE, Rahul (55 River Drive South, Suite 308 Jersey City, NJ, 07310, US) | 2011-02-28 |
| <u>WO/2011/106792A3</u> | WIPO | 2011-09-01 | ANALYTIC METHODS OF TISSUE EVALUATION | MYSKIN, INC. (55 River Drive South, Suite 308 Jersey City, NJ, 07310, US); BANDIC, Jadran (Kapaonicka 21, Pancevo, serbia, 26000, RS); KORUGA, Djuro (Vojvode Vlahovica, 21 DjBelgrade, serbia, 11152, RS); MARINKOVICH, Sava (55 River Drive South, Suite 308 Jersey City, NJ, 07310, US); MEHENDELE, Rahul (55 River Drive South, Suite 308 Jersey City, NJ, 07310, US) | 2011-02-28 |

Specifically, the aforementioned algorithm is supported by European Patent Application No. EP2243077 "SYSTEM AND METHOD FOR ANALYSIS OF LIGHT-MATTER INTERACTION BASED ON SPECTRAL CONVOLUTION" by Koruga, Djuro et. Al. assigned to mySkin, Inc.; European Patent Application No. EP2389573 "SKIN

ANALYSIS METHODS" assigned to mySkin, Inc.; United States Patent Application No. US20110301441 "ANALYTIC METHODS OF TISSUE EVALUATION" assigned to mySkin, Inc.; WIPO Patent Application No. WO/2008/086311A2 "SYSTEM, DEVICE AND METHOD FOR DERMAL IMAGING" assigned to mySkin, Inc.; WIPO Patent Application No. WO/2009/089292 "SYSTEM AND METHOD FOR ANALYSIS OF LIGHT-MATTER INTERACTION BASED ON SPECTRAL CONVOLUTION" assigned to mySkin, Inc.; WIPO Patent Application No. WO/2010/093503 "SKIN ANALYSIS METHODS" assigned to mySkin, Inc.; WIPO Patent Application No. WO/2011/106792A2 "ANALYTIC METHODS OF TISSUE EVALUATION" assigned to mySkin, Inc. and European Patent Application No. EP2099363A2 "SYSTEM, DEVICE AND METHOD FOR DERMAL IMAGING" assigned to mySkin, Inc.

With over 190,000 skincare products, and still increasing, in the Back-end database, **Skintelligence™** takes the 'sales pitch' out of skincare advertising helps you find and connect to your skin twins and skincare products thereof that actually work for you and your skin twins. mySkin's patent-pending recommendation algorithm is an outcome of 60 years of combined research expertise of mySkin's doctors, dermatologists, and cosmetic pharmacologists. On the portal, you can also connect with other skincare enthusiasts; learn about the latest and greatest products, skincare news, and blogs all in one place. You even get a free comprehensive skin assessment! Adios trial and error.

You care about your skin. Why wouldn't you? It's your largest organ. But how much time can you realistically devote to researching and evaluating products? Don't you wish you could just open your cabinet and — *Voila!* — have the perfect products magically appear? Products those are effective, safe for your skin, and worth every penny. Our mission is to bring clarity to the world of skincare, and give you the confidence to make better decisions. In today's oversaturated beauty market of more than 70,000 cleansers, creams, lotions, serums...dare we go on? There's a constant parade of promises and conflicting claims. How do you know what works best for you? Whose advice do you trust?

Enter mySkin. We can't fill your actual shelf but we can offer you a virtual one—stocked with the most effective products just for your skin. It's an efficient way to go about finding skincare that really works for your skin, along with insight into your skincare questions. This gives you more time to do all those things you've wanted to do like skydiving, or writing the next Oscar-winning screenplay (after all, perfect skin does go hand-in-hand with Red Carpet).

Whether you're a woman, a man, a teenager, a busy mom, anyone who cares about your skin, mySkin can help you.

## **2 The Problem: How to find Quality, Reliable Skin Care Analysis, Assessment and Advice?**

Most people buy skin care products for the wrong reasons. Your skin doesn't care about what's chic or in vogue, so recommendations from a dermatologist pushing his own line of products, or from advertisements promoting the latest trend aren't necessarily the best for your skin. And advice from a good friend or a friendly sales clerk probably doesn't consider important things about you like your skin type or your family history. And they certainly don't take into account important factors affecting your skin such as hormone and stress levels, travel plans, or even the weather.

Are you overwhelmed by the thousands of skincare products and claims? Always trying to keep up with the latest ingredients and product advancements? Do you have a skin concern and want the right information or advice? What if you could ask 20 women with skin just like yours about products that are working for them -- women of the same age, with the same ethnic profile, with similar hair and eyes, and skin sensitivity -- your skin twins and also get a chance to peer into their medicine cabinets? Imagine how fabulous it would be to get insight into products that are actually working. Could this even be possible? Well... mySkin does just that. Finally, a friend and an advisor to help find that elusive glow! Goodbye wrinkles, acne, age spots and concerns. Hello beautiful skin!

## **3 Why mySkin's Skintelligence™?**

**So why make key purchases based on biased or unreliable sources?**

**THE SOLUTION: Skintelligence™ – Unbiased Skin Care Advice to find what works for your skin through usage and implementation of mySkin®'s Skintelligence™ an improved online (or web-based) skincare product and regimen recommendation search engine system, Just Like Me (or JLM)® an online (or web-based) skincare recommendation search engine, myBeautyShelf® an online (or web-based) virtual beauty shelf management service and SkinTwin® an integrated skincare imaging, analysis plus online (or web-based) skincare profiling, categorization and skin twin based skincare product recommendation search engine system.**

**Skintelligence™** allows you to capture or acquire your skin image and analyze the same using the same using the skin imaging and analysis subsystem. More specifically, **Skintelligence™** also allows you to create your skin profile and find skincare products and regimens that work for you skin based on your skin profile. Still, more specifically, **SkinTwin®** also allows you to connect with your skin twins, users with similar skin profile as yours, mySkin's approach is based on the idea that when someone is just like you, a product that works for her (or him) is very likely to work for you too.

#### **4 What is Skintelligence™?**

**Skintelligence™** offers personalized, unbiased, and scientific skincare product recommendations based on your and skin twins skin characteristics. Developed by world renowned skin scientists and specialists, **Skintelligence™** utilizes scientific principles and sophisticated algorithms to offer you unbiased product recommendations that work best for YOU, not your friend, mother or favorite celebrity. It runs an unbiased skincare blog, features other beauty blogs, and has an active skincare discussion forum.

**Skintelligence™** helps men and women across all age groups, ethnicities and skin concerns find the right skincare product from almost all brands. The portal's **SkinTwin®, Just Like Me (or JLM)®, my Beauty Shelf®, Skin-O-Meter®, mySkin®, Transdermal™, Skinscan™, Dermograph™** and **Skintel™** online (or web-

based) and mobile applications are fun, glamorous and worthy, as it gives unbiased, scientific-led skincare product recommendations.

### **Skintelligence™ - Improved Online (or Web-Based) Skincare Product and Regimen Recommendation Search Engine System**

**Skintelligence™** offers an integrated skincare imaging, analysis plus online (or web-based) skincare profiling and skin twin based skincare product recommendation search engine system for imaging, analyzing, profiling, categorization of skin plus searching and assessment of skin twins and skin twins based skincare product recommendations thereof. **Skintelligence™** facilitates skin health measurement. **Skintelligence™** assists aestheticians and skin care consultants with scientifically analyzing their clients' skin and helping clients identify products that would work best for their unique skin type. mySkin runs a skincare social community that connects users with similar skin profile. It runs an unbiased skincare blog, features other beauty blogs, and has an active skincare discussion forum. **Skintelligence™** facilitates measurement of important characteristics of skin at the surface level and at various dermal layers of the skin to provide an accurate assessment of one's skin health. Various variables that the system measures include moisture, hydration, sebum level, gland activity, inflammation, redness, aging propensity, pore blockage and whiteheads and blackheads, amongst others. **Skintelligence™** facilitates deployment and implementation of mySkin's system built with a proprietary light based imaging technology that uses the visible light spectrum. It has been designed to be user friendly and simple. mySkin's system is handy and can be used for applications on the face as well as across the body.

**Meet Your SkinTwin®:** Taking a look at the products used by your skin twin will give you a clear idea of what you should be buying as well. A **SkinTwin®** is a person whose skin is very similar to yours, so what works for your twin, works for you too! You could ask, share and talk to your twin and other users about products, routines or concerns-making you an empowered skincare user and leveraging from real people like you.)

## 5 Skintelligence™ - Modus Operandi and Outputs – How and What you get?

When you answer a series of questions about your skin and your lifestyle, mySkin's **Skintelligence™** and **Just Like Me(or JLM)®** proprietary technology returns a highly customized combination of products at various price points that are right for you and your skin twins. You can easily purchase these products, or save the recommendations, along with any purchases, on your **My Beauty Shelf®**.

mySkin has developed **Skintelligence™** and **Just Like Me (or JLM)®** - a combined approach that facilitates you in imaging your skin, analyzing your skin based on your skin image, creating (or managing) your skin profile comprising the imaging and analytical information thereof and grouping you and your skin twins, thereby facilitating searching, learning, sharing, tracking and shopping for skincare products in light of skincare product recommendations for you based on what worked for people with skin profiles similar to yours.

The skincare product recommendations are powered by scientific algorithms that analyze one's skin profile on multiple parameters like genetics, age, ethnicity, skin tone, and lifestyle. More importantly, the algorithms use a patent-pending methodology called **Just Like Me (or JLM)®**, which takes into account product experiences and outcomes of real people with similar skin profiles.

Meet Your **SkinTwin®** - Taking a look at the products used by your skin twin will give you a clear idea of what you should be buying as well. A **SkinTwin®** is a person whose skin is very similar to yours, so what works for your twin, works for you too! You could ask, share and talk to your twin and other users about products, routines or concerns-making you an empowered skincare user and leveraging from real people like you:)

**SkinTwin®** tells you what works after learning about your skin. Skin and how products work on your skin is a function of genetics, lifestyle, diet, environment, stress, etc. After answering a few questions on the site, the site's scientific algorithms sift through more than 150K skincare and beauty products to recommend the 'correct' products for your skin profile.

**Skintelligence™** brings clarity to the confusion users' face with what product would work best for their skin. The skincare recommendations are driven from real people's experiences too. The scientific algorithm (**Just Like Me (orJLM)®** feature) tells you what a person very similar to you; your **SkinTwin®** is using for better looking skin. Isn't it true that we believe more in our friend's recommendation than a store sales person?

### 5.1 **Skintelligence™ - An Apex Level Breakdown of the Improved Online (or Web-Based) Skincare Product and Regimen Recommendation Search Engine System – Modus Operandi or How?**

- Capture or Acquire – Capture or acquire your skin image using the skin imaging and analysis subsystem thereof;
- Analyze – Analyze your skin image based on the captured or acquired skin image;
- Create and Manage (Input, Edit, Modify and / or Delete) – Create your skin profile by performing at least one of inputting or answering an online questionnaire, both subjective and objective, and manage your skin profile;
- Search – Find skincare products and routines that work for you from the largest database in the world
- Connect – Connect, meet and interact with your skin twins with skin profiles similar to yours. Now instead of reading generic advice, listen to someone with your exact skin profile and the same goals and concerns as you!
- Learn – Learn and interact with your **SkinTwin®**, browse skincare products, routines and recommendations thereof for, by and of people like you (or twins) in light of skincare product and routine recommendations for you based on what works or worked for your twin, works for you too;
- Shop – Once you find your product, choose from over 120 different stores and price shop;
- Get Free skincare profiling, skin twins and skincare recommendations for what would work for your, and /or have worked for your skin twins, skin from over 150,000 skincare products across all brands and all retailers;
- The improved online (or web-based) skincare product and regimen recommendation search engine system, called **Skintelligence™**, and the integrated skincare

imaging, analysis plus online (or web-based) skincare profiling and skin twin based skincare product recommendation search engine system, called **SkinTwin®**, are powered by patent pending technology developed by leading dermatologists, plastic surgeons and cosmetic pharmacologists;

- Start by telling **Skintelligence™** characteristics that define your skin: genetics, lifestyle, diet, skin concerns (like acne, eczema, anti aging). These help **Skintelligence™** to pick out the perfect skincare regimen and products that work for you, and /or have worked for your skin twins;
- Tell **Skintelligence™** about your skin type, which reflects how your skin generally functions and reacts to the environment. Gland Activity, melanin levels, and resilience have an impact on how products work for your skin. Your natural skin, hair, and eye color all are indicative of the presence of melanin in your skin and how your skin generally reacts and defends itself against environmental and other factors. Try to match as closely as possible;
- Answer a few confidential questions to enable our algorithm develop your unique skin profile and recommendations. We not only recommend products that work best for your skin, but also take into consideration your personal preferences;
- Tell **Skintelligence™** about products you use and how they make your skin feel;
- Your skin profile is created, managed and mapped to how your skin experiences products and various ingredients. The **Skintelligence™** technology helps you identify products across routine steps that actually work for people with skin just like yours to give you an honest, unbiased recommendation; and
- Enter your skin concern in the search box to get product recommendations specifically for your skin profile by the **Skintelligence™**. Almost like a personal clinical test designed for you!

Caution: We discriminate! We favor the best product for your skin as backed by real users' experiences and real science! Not all skincare products are created equal – and they definitely are not created equal for your unique skin!

## 5.2 Skintelligence™ - Outputs or Outcomes or What you get?

- Find products that work for you, meet your skin twins and relax in unbiased skincare advice. Find products that work for you;
- Analyze your skin, find what products and routines work for you, and connect with your skin twins;
- Receive science-led recommendations and learn how many of your skin twins are currently using a product, through usage of Skintelligence™ and SkinTwin® skin assessment;
- Subsequent to your skin assessment you will notice the number on some products which displays how many of your skin twins are using them;
- What happens after? You will notice some changes on website after assessment:
  - Output Products – Helps you decide what products you should pay more attention to based on the number of people who are similar to you and are satisfied with the product;
  - Output Routines – Helps you find out which skin routine is good for you by comparing how similar you are to the routine's owner. Check out the green square; and
  - SkinTwin® - Some people have very similar skin to yours, others don't. The number on the green square indicates how similar you are to that person. Know more about their profile, products and routines.
  - User Similarity – When looking at users you will notice a percentage. That percentage is displaying how similar that user is to you. People above 90% are considered your skin twins, pay most attention to them; and
  - Recommended Products - Keep an eye for green squares with numbers when browsing products. The number displays how many people, similar to you, use that product. Higher the number, better the product might be for you. Personalized and unbiased science-generated user-supported product recommendations;
- Free personalized skin assessment report;

- One stop shop to search oodles of retailers to find you skincare products that work for you and your skin twins, at the best prices;
- Community of users Just Like You – Just Like Me (or JLM)® community allows you to connect with your **SkinTwin®** and ask questions you're too embarrassed to ask your roommate;
- World's top beauty and skincare news – connect to and read your favorite bloggers and learn of the latest breaking skin care news and tips on mySkin's blog; and
- World's first personalized search, where a search for any skin concern, brand or product is powered by your unique skin profile created and managed using **Skintelligence™** and **SkinTwin®**.

When you answer a series of questions about your skin and your lifestyle, mySkin's proprietary technology **Skintelligence™** returns a highly customized combination of products at various price points that are right for you and those that will work for you, and /or have worked for your skin twins. You can easily purchase these products, or save the recommendations, along with any purchases, on your Virtual Shelf, i.e. **my Beauty Shelf®**. We also developed **Just Like Me (or JLM)®** – an approach that offers product recommendations for you based on what worked for people with skin profiles similar to yours.

**Unbiased:** mySkin portal's **Skintelligence™** doesn't make, sell or promote any products. Nor do we take advertising from skincare manufacturers. Our mission is to provide you with the information and tools to help you make better decisions while we remain neutral and independent.

**Scientifically proven:** **Skintelligence™** takes skin image analysis, profiling, grouping and skin twin based skincare product recommendations to a whole new level. Our advice is backed by facts, not guesses. We've developed highly sophisticated algorithms that analyze variables like genetics, lifestyle, health and the environment, to name a few, for deeper insight on how products work on different skin.

**Research backed:** **Skintelligence™** is a powerful technology platform with years of research behind it. Our team includes more than 50 physicians, PhDs and technologists

who help build the complex algorithms and facilitate the recommendations. Plus, we've interviewed hundreds of people like you to understand your needs and problems.

## 6 Skintelligence™ - The Underlying Concept

Start with a panel of experts; add information different skin types and concerns and over 135,000 products; design an algorithm to consider environmental factors, genetics, ingredients, and additional consumer reviews of products; invite members, and watch the site grow – and the algorithm continuously improve. Just as the viral power of Web 2.0 sites like Facebook continuously make your world smaller as they grow, providing you with more custom recommendations as more information is available, that's the way Skintelligence™ works. Best of all, Skintelligence™ remains completely unbiased to a fault, even refusing to accept ads from the industry. (And no, for the record, this is not a pay-per-post or an advertisement).

The concept is to start with a large database of products and a team of experts to assign the products into different recommendation groups based on a large number of factors including skin type and skin concern, such as wrinkles, acne or rosacea. Then, as members join the site, their reviews are incorporated into the database as well, so people with similar skin types and ailments can get even more customized recommendations.

Skintelligence™ algorithm is designed to emphasize consumer opinions of products, because they are the ones with the actual experience of the products and are most unbiased. The opinions strengthen by the number of user reviews, so the algorithm actually improves as the site grows, as the site can then provide more specific, and hence optimal, recommendations for the user.

Not only does Skintelligence™ enable users to get customized skin care product recommendations from a panel of established experts based on their skin type or ailment or a number of other factors, but it also gives users the ability to connect with other users with the same skin type or ailment. What has worked for them? What hasn't worked for them? Through this experience, there have been users who have

gotten ideas to use – or not to use – products that mainstream knowledge would have advised against.

## 7 How is Skintelligence™ different?

### 7.1 Skintelligence™ - Skincare Analysis, Profiling, Grouping, Connecting w/ Skin Twins and Unbiased Skincare Recommendation

First and foremost, we strive to be as unbiased as possible. Not many can say that. We don't make or sell products, promote products on our site, or take advertising from skincare manufacturers. Our mission is to provide you with the information and tools to help you make better decisions, while we remain independent and neutral. Secondly, we utilize a unique approach. **Skintelligence™** takes skin image analysis, profiling, grouping, networking w/ skin twins and skincare product recommendations to a whole new level. A more meaningful one. Imagine advice backed by facts instead of guesses. Many variables affect skin health and appearance — genetics, lifestyle, health conditions, and environment, to name a few. Imagine finding your "**SkinTwin®**" — someone with that same profile and learning what works for him/her. Utilizing scientific principles and highly sophisticated algorithms, **Skintelligence™** and **SkinTwin®** analyzes these variables for deeper insight on how products work on different skin. **SkinTwin®** looks at your product experiences and preferences, and those of people who are just like you to identify those most effective. Our approach is based on the idea that, when someone is just like you, a product that works for her (or him) is very likely to work for you, too. A simple concept that many have missed.

Our service is backed by years of research. We're also doing something we think deserves attention. We're listening. To you! We've interviewed hundreds of you to understand your needs and problems. Many of you say how overwhelmed you are with the thousands of products and claims in the beauty industry. Navigating the world of skincare shouldn't be so complicated. We want to make it easier for you. So we did. So come in and explore your new mySkin Community. Discover all the great features we have in store for you. We're here to help you be happy in your skin.

## 7.2 Skintelligence™ has Revolutionized the Online Skin Care Market

mySkin's **Skintelligence™** is changing awareness, consideration and purchase patterns in the \$40 billion global skin care market. Think: Amazon + Pandora (for skin care) = mySkin.com.

mySkin's **Skintelligence™** displays 150,000 products and multiple factors for each product. These are updated and categorized within more than 700 different skin types. When you enter your skin concern in the search box, the recommendation engine finds the precise products that work for you, for your concern.

## 8 Skintelligence™ Inputs – Registration & Skin Profile & FAQs thereof

Why do I need to fill out a Skin Profile using a web-based GUI form (or webform) comprising general information entry facility for users in connection with **Skintelligence™** integrated skincare imaging, analysis plus online (or web-based) skincare profiling and skin twin based skincare product recommendation search engine system? Believe us. We're not nosey. OK, maybe a little. But it's for a good reason. In order to recommend the most effective products for your skin, we need to know a little bit about you. First, the basics about your skin. Then later, you can opt to answer more detailed questions about your lifestyle, medical history, and product preferences. The more information you provide us, the more fine-tuned our recommendations for your skin.

How can I make a change to my Skin Profile using **Skintelligence™**? You can update your profile information at any time. Just go to Your Skin Profile.

Do I need to fill out all the questions in the Skin Profile? No, just the basics (Basics and Skin Conditions and Skin Concerns). The rest are optional (Medical & Family History, Lifestyle, Product Needs, BMI). But the more you tell us about yourself, the more we can fine-tune our recommendations for you.

Do you sell my information to third parties? A thousand times no. We don't sell any personally identifiable information to any third parties (or any parties, for that matter).

What you tell us remains strictly with us. We appreciate the trust you've given that we'll keep your information confidential.

## **9 mySkin's Portal's – Skintelligence™ - Overall Information Management**

### **9.1 mySkin's Portal's – Skintelligence™ - What Information it Collects?**

At mySkin, discretion is our guiding principle. We know that you care about how your personal information is used, and we take your concern very seriously.

**Skintelligence™** collects information in order to provide you with a safe, smooth, and customized experience. In general, **Skintelligence™** collect two types of information: personal information that you provide to help **Skintelligence™** tailor outputs and features to your needs, and anonymous information from visitors to our site that allows **Skintelligence™** to better understand and serve our community. **Skintelligence™** does not collect or process information for any other purpose.

#### **9.1.1 mySkin's Portal's – Skintelligence™ - What Information You Provide or Personal Information?**

**Registration:** During registration, **Skintelligence™** collects contact information so **Skintelligence™** can communicate with you about the services you wish to use.

**User profile:** In order to make your online experience both personal and rewarding, **Skintelligence™** collects background information about you and your skin. **Skintelligence™** also offers you the option of providing additional information about your lifestyle, health, and product preferences if you desire more precise product recommendations.

**Surveys and contests:** If you choose to participate in a survey or contest, we may request contact and demographic information. If a third party is hosting the survey or contest, we will not share your personal information without your express permission.

Invite-A-Friend, Email this Product to a Friend: You may choose to use our referral service to tell a friend about our site. If so, we will request your friend's name and email address.

Public spaces: Please be aware that any information you choose to post on forums, blogs, or product reviews is public, and others can access and collect this information. We encourage you to exercise discretion.

### 9.1.2 mySkin's Portal's – Skintelligence™ - What Information it Collects from Visitors?

Log Files: Like many websites, mySkin's portal automatically gathers information about site traffic (such as Internet Protocol addresses) and stores it in log files. mySkin's portal and, *inter alia*, Skintelligence™ use this information to analyze trends, track movement around the site, and gather demographic data. With this information, Skintelligence™ can perform skincare image analysis, profiling, grouping and skin twin based and personal skincare recommendations possible to enhance your customized experience.

Cookies: A cookie is a small text file stored on your computer to make your visits more efficient. mySkin's portal and, *inter alia*, Skintelligence™ uses both session cookies to help you navigate the site and persistent cookies to make return visits easier (for example, by remembering your password). You can remove persistent cookies by following the directions in your internet browser's "help" file.

Clear gifs: mySkin's portal and, *inter alia*, Skintelligence™ uses clear gifs, tiny embedded graphics similar in function to cookies, to help track the effectiveness of our content and communication (for example, by letting us know which emails you have opened). You may choose to opt out of emails containing clear gifs.

### 9.1.3 mySkin's Portal's – Skintelligence™ - How it Uses Your Information?

Skintelligence™ collects information about your skin, physical characteristics, and skincare concerns and preferences in order to match you with people who are just like you. This enables us to identify the products and services that will work best for you.

We do not rent or sell your personal information, including your contact information, to anyone, and we will only share it under the following circumstances:

mySkin staff: mySkin staff and authorized consultants may have access to your personal information as part of their normal duties.

Compliance with the law: We may disclose your personal information when required by law or if we believe that disclosure is necessary to protect the legal rights of mySkin or its employees.

Authorized service providers: We may share your personal information with certain authorized service providers we engage to perform specific services intended to enhance your online experience. These service providers are prohibited from using this information for any other purpose.

Advertising partners: The ads appearing on our website are delivered by our advertising partners, who may use cookies and clear gifs to help target their ads more effectively. We may share website usage information with our partners, but not personal information that would allow them to identify you.

Aggregated and non-personal information: We may use any non-personal information we collect on the site for general business analysis and to develop content and new services that may be of interest to you.

Others: We will inform you before your personal information is collected by anyone who is not an authorized service provider or advertising partner so you can make an informed choice as to whether you wish to share this information. We will never provide your email address to a third party without your express permission.

## **10 Addendum Product Related Terminology**

As used in general, the term "blidget" is a blend of blog and widget.

As used in general, the term "blog" refers to a blend of the term web log is a type of website or part of a website supposed to be updated with new content from time to time.

Blogs are usually maintained by an individual with regular entries of commentary, descriptions of events, or other material such as graphics or video. Entries are commonly displayed in reverse-chronological order. Blog can also be used as a verb, meaning to maintain or add content to a blog.

As used in computing, the term "web widget" refers to a software widget for the web. Web widget is a small application that can be installed and executed within a web page by an end user. They are derived from the idea of code reuse. Other terms used to describe web widgets include: portlet, gadget, badge, module, webjit, capsule, snippet, mini and flake. Widgets are typically created in DHTML, JavaScript, or Adobe Flash.

Recommender systems, recommendation systems, recommendation engines, recommendation frameworks, recommendation platforms or simply recommender form or work from a specific type of information filtering system technique that attempts to recommend information items (movies, TV program/show/episode, video on demand, music, books, news, images, web pages, scientific literature such as research papers etc.) or social elements (e.g. people, events or groups) that are likely to be of interest to the user.

Typically, a recommender system compares a user profile to some reference characteristics, and seeks to predict the 'rating' or 'preference' that a user would give to an item they had not yet considered. These characteristics may be from the information item (the content-based approach) or the user's social environment (the collaborative filtering approach).

A web search engine is designed to search for information on the World Wide Web and FTP servers. The search results are generally presented in a list of results often referred to as SERPS, or "search engine results pages", or hits. The information may consist of web pages, images, information and other types of files. Some search engines also mine data available in databases or open directories. Unlike web directories, which are maintained only by human editors, search engines also operate algorithmically, or a mixture of algorithm and human input and maintain real-time information by running an algorithm on a web crawler.

Collaborative filtering (CF) is the process of filtering for information or patterns using techniques involving collaboration among multiple agents, viewpoints, data sources, etc. Applications of collaborative filtering typically involve very large data sets. Collaborative filtering methods have been applied to many different kinds of data including sensing and monitoring data - such as in mineral exploration, environmental sensing over large areas or multiple sensors; financial data - such as financial service institutions that integrate many financial sources; or in electronic commerce and web 2.0 applications where the focus is on user data, etc. The remainder of this discussion focuses on collaborative filtering for user data, although some of the methods and approaches may apply to the other major applications as well.

Collaborative filtering is a method of making automatic predictions (filtering) about the interests of a user by collecting preferences or taste information from many users (collaborating). The underlying assumption of the CF approach is that those who agreed in the past tend to agree again in the future. For example, a collaborative filtering or recommendation system for television tastes could make predictions about which television show a user should like given a partial list of that user's tastes (likes or dislikes). Note that these predictions are specific to the user, but use information gleaned from many users. This differs from the simpler approach of giving an average (non-specific) score for each item of interest, for example based on its number of votes.

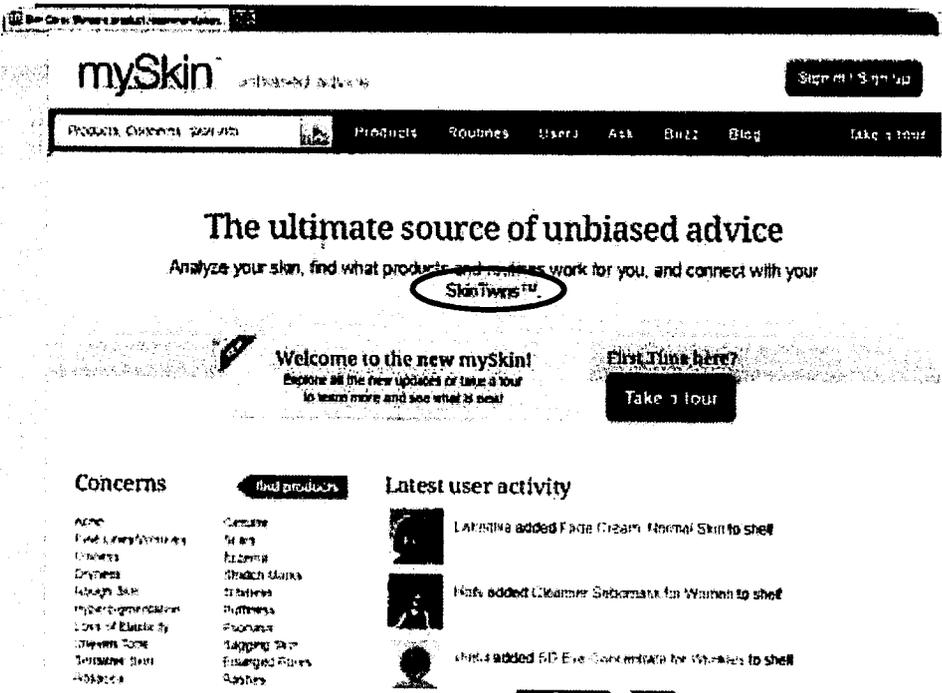
Collaborative Search Engines

Personalized Recommendation – Recommend things based on the individual's past behavior,

Social Recommendation – Recommend things based on the past behavior of similar users;

Item Recommendation – Recommend things based on the item itself; and

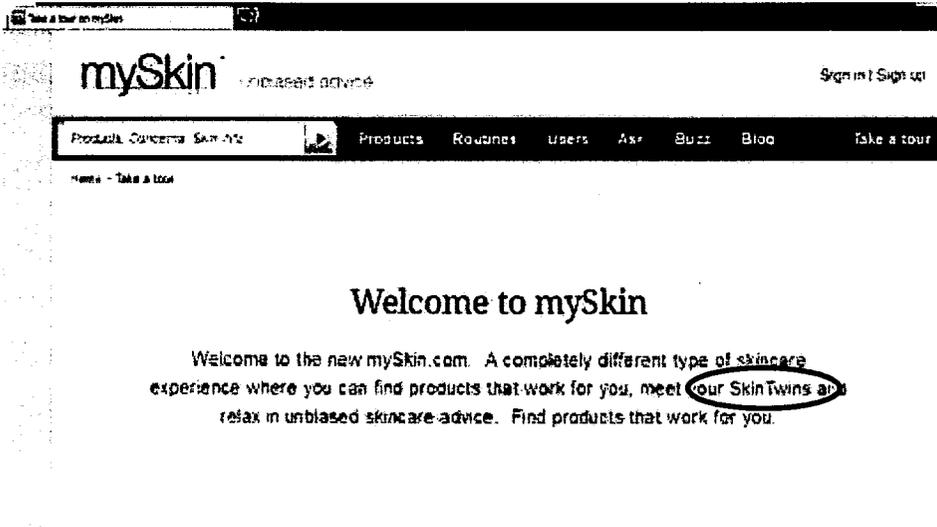
Hybrid Recommendation – A combination of the three approaches above.



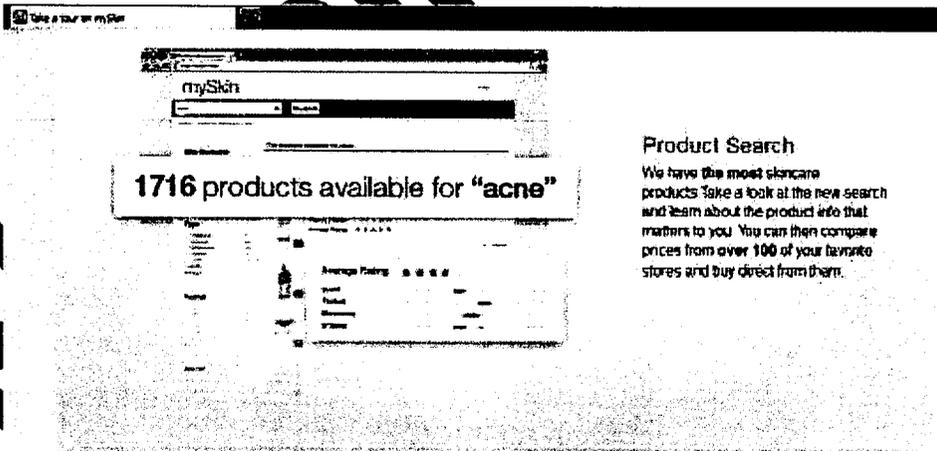
SCREENSHOT SHOWS LANDING PAGE OF THE PORTAL HOSTING, *inter alia*, SkinTwin™ AN INTEGRATED SKINCARE RECOMMENDATION, ANALYSIS PLUS ONLINE (OR WEB-BASED) SKINCARE PROFILING, CATEGORIZATION AND SKIN TWIN BASED RECOMMENDATION SEARCH ENGINE SYSTEM

**Skintelligence**

17-26

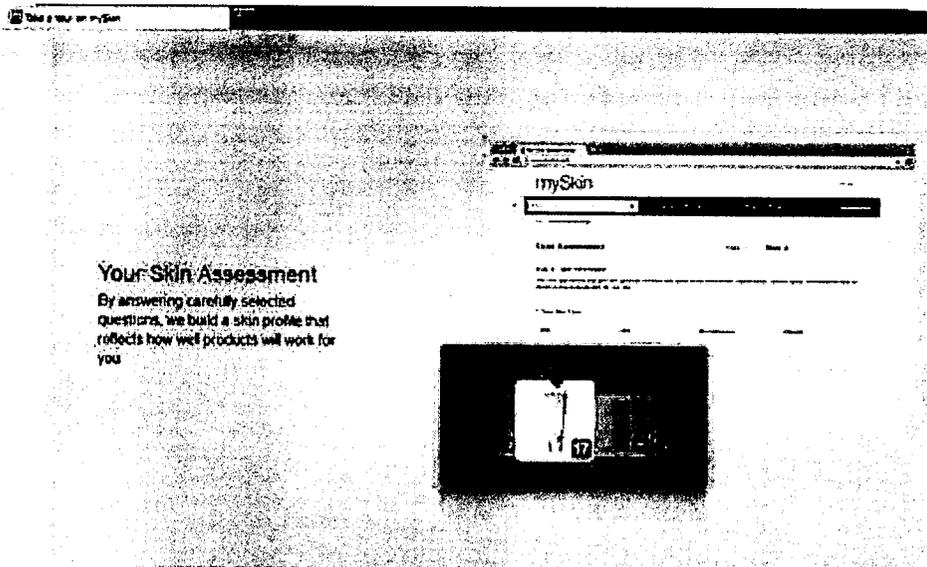


SCREENSHOT SHOWS UPPER HALF PORTION OF LANDING PAGE, ARRIVED AT UPON ACCESSING "TAKE A TOUR" HYPERLINK SPECIALLY FOR FIRST TIME USERS OF THE PORTAL HOSTING, *inter alia*, SkinTwin™ AN INTEGRATED SKINCARE IMAGING, ANALYSIS PLUS (ONLINE OR WEB-BASED) SKINCARE PROFILING, CATEGORIZATION AND SKIN TON BASED RECOMMENDATION SEARCH ENGINE SYSTEM

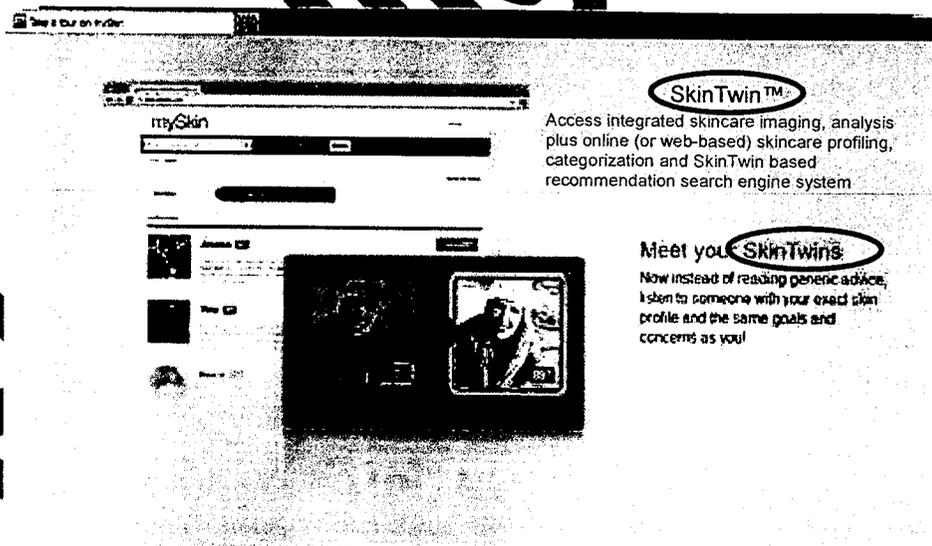


SCREENSHOT SHOWS LOWER HALF PORTION OF LANDING PAGE, ARRIVED AT UPON ACCESSING "TAKE A TOUR" HYPERLINK SPECIALLY FOR FIRST TIME USERS OF THE PORTAL HOSTING, *inter alia*, ONLINE (OR WEB-BASED) PRODUCT RECOMMENDATION SEARCH ENGINE SYSTEM

17-27



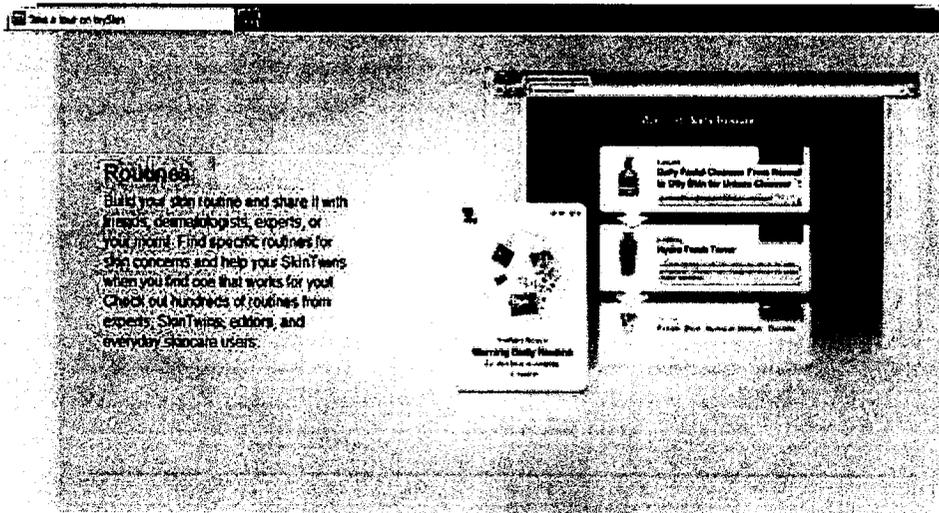
SCREENSHOT SHOWS LANDING PAGE, ARRIVED AT UPON ACCESSING "TAKE A TOUR" HYPERLINK SPECIALLY FOR FIRST TIME USERS OF THE PORTAL HOSTING, *inter alia*, ONLINE (OR WEB-BASED) SKIN ASSESSMENT SYSTEM



SCREENSHOT SHOWS LANDING PAGE, ARRIVED AT UPON ACCESSING "TAKE A TOUR" HYPERLINK SPECIALLY FOR FIRST TIME USERS OF THE PORTAL HOSTING, *inter alia*, SkinTwin™ AN INTEGRATED SKINCARE IMAGING,

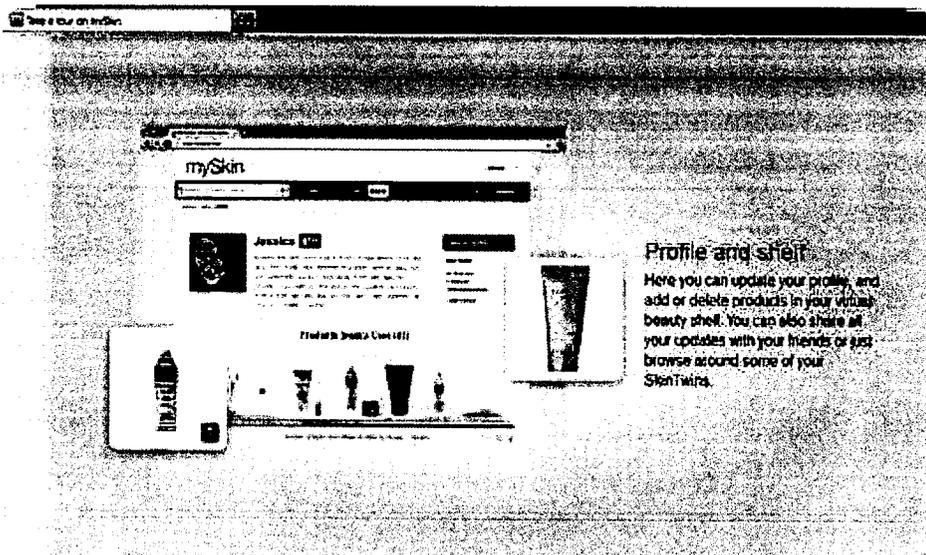
17-28

ANALYSIS PLUS ONLINE (OR WEB-BASED) SKINCARE PROFILING,  
CATEGORIZATION AND SKIN TWIN BASED RECOMMENDATION SEARCH  
ENGINE SYSTEM



SCREENSHOT SHOWS LANDING PAGE ARRIVED AT UPON ACCESSING "TAKE A TOUR" HYPERLINK SPECIALLY FOR FIRST TIME USERS OF THE PORTAL HOSTING, *inter alia*, SKINTWIN™ AN INTEGRATED SKINCARE IMAGING, ANALYSIS PLUS ONLINE (OR WEB-BASED) SKINCARE PROFILING, CATEGORIZATION AND SKIN TWIN BASED RECOMMENDATION SEARCH ENGINE SYSTEM THAT FACILITATES CREATION (OR MANAGEMENT) OF SKINCARE ROUTINES AND COMPARATIVE ANALYSIS OF THE SAME VIS-À-VIS SKINTWINS THEREOF

SKINTWIN™



SCREENSHOT SHOWS LANDING PAGE, ARRIVED AT UPON ACCESSING "TAKE A TOUR" HYPERLINK SPECIALLY FOR FIRST TIME USERS OF THE PORTAL HOSTING, *inter alia*, My Beauty Shelf® AN ONLINE (OR WEB-BASED) VIRTUAL BEAUTY SHELF

Skintelligent

Home / Products

# Skin Assessment

Get a personalized skin assessment  
to help you find the right products for your skin type and concerns.



Skin assessment

### Skin Concerns

- Dryness
- Fine lines/wrinkles
- Red skin

### Looking for what works?

- Find from over 150,000 products
- Get the best deals

Start your skin assessment

Signed in as

Rej

via Facebook

start Assessment

# SKIN

17-31

## Online Skin Assessment

Answer a few interesting and relevant questions to gain a better insight of your skin.

- 1. Take a quick assessment to a skin care expert.
- 2. Get analysis in minutes and email.
- 3. It takes about 5 minutes to complete one.



### What happens after?

You will receive some changes in a week after assessment.

**Products**

Discover all products you should buy more products to take in the number of people who are similar to you and are selected for you.

**Routines**

Find out what skin routine is good for you to complete the similar skin and to the routine better. Check out the great routine.

**John Smith**

Some people have very similar skin to yours. Check out the number of the great people who are similar to you and to the routine better. Check out the great routine.

# Skintelligence

Skin Assessment

Step 1

Step 2

Step 3

Step 4

Step 5

Step 6

Step 1 - General information

Your first step is to identify the most significant factors impacting your skin profile: Age, Gender, and Ethnicity

1. Zip Code

In order to provide you with the best information, we need to know your location.

2. Country

The country of origin will be used to tailor your skin

3. Birth Year

The recommendation algorithm is based on your age

4. Gender

 Male  Female

Gender will determine product recommendations for the skin

5. Ethnicity

Caucasian  
 Hispanic or Latino  
 East Asian  
 Native Hawaiian or Other Pacific Islander  
 American Indian or Native Alaskan  
 Black  
 Middle Eastern  
 South Asian  
 Other

Ethnic background is used to tailor your skin care  
recommendations. Check all that apply.

GO BACK

Proceed to step 2

Next

SCREENSHOT OF A WEB-BASED GUI FORM (OR WEBFORM) COMPRISING GENERAL INFORMATION ENTRY (OR INPUT) FACILITY FOR USERS IN CONNECTION WITH SKIN INTELLIGENCE™ AN IMPROVED ONLINE (OR WEB-BASED) SKINCARE PRODUCT AND REGIMEN RECOMMENDATION SEARCH ENGINE SYSTEM

SKINTEL

17-33

# mySkin Skintelligence

Skin Assessment **Step 1** Step 2 Step 3 Step 4 Step 5 Step 6

## Step 2 - Skin Information and other features

Your skin type reflects how your skin generally functions and reacts to the environment. Gland Activity, melanin levels, and resilience have an impact on how products work for your skin. Your natural skin, hair, and eye color are indicative of the presence of melanin in your skin and how your skin generally reacts and defends itself against environmental and other factors. Try to match as closely as possible.

### 1 Your Skin Type

- Oily**  
Your skin has just been reborn with new cells. The old skin is gone. The new skin is smooth, soft, and glowing.
- Dry**  
Your skin has just been reborn with new cells. The old skin is gone. The new skin is smooth, soft, and glowing.
- Combination**  
Your skin has just been reborn with new cells. The old skin is gone. The new skin is smooth, soft, and glowing.
- Normal**  
Your skin has just been reborn with new cells. The old skin is gone. The new skin is smooth, soft, and glowing.

### 2 How does your skin react to sun exposure?

- Always Burn, Never Tan
- Burn Easily, Tan Minimally
- Burn Minimally, Tan Slowly
- Burn Minimally, Tan Easily
- Rarely Burn, Tan Easily and Darkly
- Rarely Burn, Always Tan, Deeply Pigmented



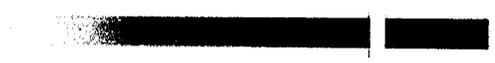
Defining how your skin reacts to sun exposure helps us determine the products best for your skin type.

### 3 Does your skin react to products commonly?

- Sensitive
- Somewhat Sensitive
- Not Sensitive

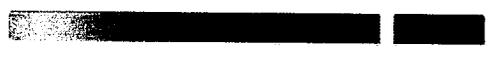
Knowing how your skin reacts to products helps us determine the products best for your skin type.

### 4 Your Skin Tone



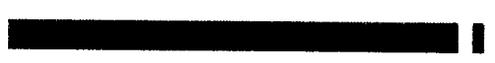
Brown

### 5 Your Natural Hair Color



Dark Brown

### 6 Your Eye Color



Green

2/1/11

Proceed to step 3

**Next**

17-34

SCREENSHOT OF A WEB-BASED GUI FORM (OR WEBFORM) COMPRISING SKIN  
TYPE INFORMATION ENTRY (OR INPUT) FACILITY FOR USERS IN CONNECTION  
WITH Skintelligence™ AN IMPROVED ONLINE (OR WEB-BASED) SKINCARE  
PRODUCT AND REGIMEN RECOMMENDATION SEARCH ENGINE SYSTEM

**Skintelligence™**

17-35

# mySkin Skintelligence

## Skin Assessment

Step 1

Step 2

Step 3

Step 4

Step 5

Final

### Step 3 - Skin Concerns and Product Preferences

Answer a few confidential questions to enable our algorithm develop your unique skin profile and recommendations. We not only recommend products that work best for your skin, but also take into consideration your personal preferences.

#### 1. What types of acne do you experience?

- Acne
- Blackheads/Whiteheads
- Enlarged Pores

Can you describe your skin condition?  
I have blackheads

#### 2. What types of body conditions do you experience?

- Cellulite
- Itchiness
- Moles
- Scars
- Stretch Marks
- Sun Allergies

Can you describe your skin condition?  
I have stretch marks

#### 3. What other skin conditions do you experience?

- Eczema
- Melasma
- Psoriasis
- Rosacea/Redness

Can you describe your skin condition?  
I have eczema

#### 4. What types of aging do you experience?

- Age Spots/Skin Bumps/Freckles
- Dark Circles (eyes)
- Dry Skin
- Puffiness (eyes)
- Rough Skin Texture
- Loss of Elasticity/Sagging Skin
- Uneven Skin Tone
- Fine Lines/Wrinkles

Can you describe your skin condition?  
I have fine lines

#### 5. Other Skin Concerns

- No Concerns
- Other

#### 6. I want products that are FREE of (Choose All Applicable)

- Fragrance
- Oil
- Parabens
- Formaldehyde
- PABA
- Hydroquinone
- Mercury
- Lanolin
- Petroleum
- Talc
- Propylene Glycol

Can you describe your skin condition?  
I want products that are free of fragrance

17-36

Preservatives

Other:

7 I want products that are (Choose All Applicable)

Organic

Natural

Hypoallergenic

Non-Chemogenic (not containing preservatives)

Dermatologist Tested

Not Tested on Animals

Packaged in Eco-Friendly Containers

Affiliated with a Charity/Cause

Other:

Proceed to step 4

**Next**

SCREENSHOT OF A WEB-BASED GUI FORM (OR WEB FORM) COMPRISING SKIN CONCERNS AND PRODUCT REFERENCE INFORMATION ENTRY (OR INPUT) FACILITY FOR USERS IN CONNECTION WITH Skintelligence™ AN IMPROVED ONLINE (OR WEB-BASED) SKINCARE PRODUCT AND REGIMEN RECOMMENDATION SEARCH ENGINE SYSTEM

**Skintelligence**

17-37

# mySkin Skintelligence

## mySkin Concerns

Step 1

Step 2

Step 3

Step 4

Step 5

Step 6

### Step 4 - Medical History

Answer a few confidential questions to enable our algorithm develop your unique skin profile and recommendations.

Your Height

5' 10" 6" 7" 8" 9" 10" 11" 12" 13" 14" 15" 16" 17" 18" 19" 20" 21" 22" 23" 24" 25" 26" 27" 28" 29" 30" 31" 32" 33" 34" 35" 36" 37" 38" 39" 40" 41" 42" 43" 44" 45" 46" 47" 48" 49" 50" 51" 52" 53" 54" 55" 56" 57" 58" 59" 60" 61" 62" 63" 64" 65" 66" 67" 68" 69" 70" 71" 72" 73" 74" 75" 76" 77" 78" 79" 80" 81" 82" 83" 84" 85" 86" 87" 88" 89" 90" 91" 92" 93" 94" 95" 96" 97" 98" 99" 100" 101" 102" 103" 104" 105" 106" 107" 108" 109" 110" 111" 112" 113" 114" 115" 116" 117" 118" 119" 120" 121" 122" 123" 124" 125" 126" 127" 128" 129" 130" 131" 132" 133" 134" 135" 136" 137" 138" 139" 140" 141" 142" 143" 144" 145" 146" 147" 148" 149" 150" 151" 152" 153" 154" 155" 156" 157" 158" 159" 160" 161" 162" 163" 164" 165" 166" 167" 168" 169" 170" 171" 172" 173" 174" 175" 176" 177" 178" 179" 180" 181" 182" 183" 184" 185" 186" 187" 188" 189" 190" 191" 192" 193" 194" 195" 196" 197" 198" 199" 200" 201" 202" 203" 204" 205" 206" 207" 208" 209" 210" 211" 212" 213" 214" 215" 216" 217" 218" 219" 220" 221" 222" 223" 224" 225" 226" 227" 228" 229" 230" 231" 232" 233" 234" 235" 236" 237" 238" 239" 240" 241" 242" 243" 244" 245" 246" 247" 248" 249" 250" 251" 252" 253" 254" 255" 256" 257" 258" 259" 260" 261" 262" 263" 264" 265" 266" 267" 268" 269" 270" 271" 272" 273" 274" 275" 276" 277" 278" 279" 280" 281" 282" 283" 284" 285" 286" 287" 288" 289" 290" 291" 292" 293" 294" 295" 296" 297" 298" 299" 300" 301" 302" 303" 304" 305" 306" 307" 308" 309" 310" 311" 312" 313" 314" 315" 316" 317" 318" 319" 320" 321" 322" 323" 324" 325" 326" 327" 328" 329" 330" 331" 332" 333" 334" 335" 336" 337" 338" 339" 340" 341" 342" 343" 344" 345" 346" 347" 348" 349" 350" 351" 352" 353" 354" 355" 356" 357" 358" 359" 360" 361" 362" 363" 364" 365" 366" 367" 368" 369" 370" 371" 372" 373" 374" 375" 376" 377" 378" 379" 380" 381" 382" 383" 384" 385" 386" 387" 388" 389" 390" 391" 392" 393" 394" 395" 396" 397" 398" 399" 400" 401" 402" 403" 404" 405" 406" 407" 408" 409" 410" 411" 412" 413" 414" 415" 416" 417" 418" 419" 420" 421" 422" 423" 424" 425" 426" 427" 428" 429" 430" 431" 432" 433" 434" 435" 436" 437" 438" 439" 440" 441" 442" 443" 444" 445" 446" 447" 448" 449" 450" 451" 452" 453" 454" 455" 456" 457" 458" 459" 460" 461" 462" 463" 464" 465" 466" 467" 468" 469" 470" 471" 472" 473" 474" 475" 476" 477" 478" 479" 480" 481" 482" 483" 484" 485" 486" 487" 488" 489" 490" 491" 492" 493" 494" 495" 496" 497" 498" 499" 500" 501" 502" 503" 504" 505" 506" 507" 508" 509" 510" 511" 512" 513" 514" 515" 516" 517" 518" 519" 520" 521" 522" 523" 524" 525" 526" 527" 528" 529" 530" 531" 532" 533" 534" 535" 536" 537" 538" 539" 540" 541" 542" 543" 544" 545" 546" 547" 548" 549" 550" 551" 552" 553" 554" 555" 556" 557" 558" 559" 560" 561" 562" 563" 564" 565" 566" 567" 568" 569" 570" 571" 572" 573" 574" 575" 576" 577" 578" 579" 580" 581" 582" 583" 584" 585" 586" 587" 588" 589" 590" 591" 592" 593" 594" 595" 596" 597" 598" 599" 600" 601" 602" 603" 604" 605" 606" 607" 608" 609" 610" 611" 612" 613" 614" 615" 616" 617" 618" 619" 620" 621" 622" 623" 624" 625" 626" 627" 628" 629" 630" 631" 632" 633" 634" 635" 636" 637" 638" 639" 640" 641" 642" 643" 644" 645" 646" 647" 648" 649" 650" 651" 652" 653" 654" 655" 656" 657" 658" 659" 660" 661" 662" 663" 664" 665" 666" 667" 668" 669" 670" 671" 672" 673" 674" 675" 676" 677" 678" 679" 680" 681" 682" 683" 684" 685" 686" 687" 688" 689" 690" 691" 692" 693" 694" 695" 696" 697" 698" 699" 700" 701" 702" 703" 704" 705" 706" 707" 708" 709" 710" 711" 712" 713" 714" 715" 716" 717" 718" 719" 720" 721" 722" 723" 724" 725" 726" 727" 728" 729" 730" 731" 732" 733" 734" 735" 736" 737" 738" 739" 740" 741" 742" 743" 744" 745" 746" 747" 748" 749" 750" 751" 752" 753" 754" 755" 756" 757" 758" 759" 760" 761" 762" 763" 764" 765" 766" 767" 768" 769" 770" 771" 772" 773" 774" 775" 776" 777" 778" 779" 780" 781" 782" 783" 784" 785" 786" 787" 788" 789" 790" 791" 792" 793" 794" 795" 796" 797" 798" 799" 800" 801" 802" 803" 804" 805" 806" 807" 808" 809" 810" 811" 812" 813" 814" 815" 816" 817" 818" 819" 820" 821" 822" 823" 824" 825" 826" 827" 828" 829" 830" 831" 832" 833" 834" 835" 836" 837" 838" 839" 840" 841" 842" 843" 844" 845" 846" 847" 848" 849" 850" 851" 852" 853" 854" 855" 856" 857" 858" 859" 860" 861" 862" 863" 864" 865" 866" 867" 868" 869" 870" 871" 872" 873" 874" 875" 876" 877" 878" 879" 880" 881" 882" 883" 884" 885" 886" 887" 888" 889" 890" 891" 892" 893" 894" 895" 896" 897" 898" 899" 900" 901" 902" 903" 904" 905" 906" 907" 908" 909" 910" 911" 912" 913" 914" 915" 916" 917" 918" 919" 920" 921" 922" 923" 924" 925" 926" 927" 928" 929" 930" 931" 932" 933" 934" 935" 936" 937" 938" 939" 940" 941" 942" 943" 944" 945" 946" 947" 948" 949" 950" 951" 952" 953" 954" 955" 956" 957" 958" 959" 960" 961" 962" 963" 964" 965" 966" 967" 968" 969" 970" 971" 972" 973" 974" 975" 976" 977" 978" 979" 980" 981" 982" 983" 984" 985" 986" 987" 988" 989" 990" 991" 992" 993" 994" 995" 996" 997" 998" 999" 1000

How tall are you? (Please include inches and feet)

Your Weight

150 160 170 180 190 200 210 220 230 240 250 260 270 280 290 300 310 320 330 340 350 360 370 380 390 400 410 420 430 440 450 460 470 480 490 500 510 520 530 540 550 560 570 580 590 600 610 620 630 640 650 660 670 680 690 700 710 720 730 740 750 760 770 780 790 800 810 820 830 840 850 860 870 880 890 900 910 920 930 940 950 960 970 980 990 1000

How much do you weigh? (Please include pounds and ounces)

1. Do you have any of the following medical conditions?

- Diabetes
- Heart Disease
- Skin Cancer
- None
- Other

Do you have any of the following medical conditions? (Please include all that apply)

2. Are you on hormone therapy or taking birth control pills?

- Yes
- No

Are you on hormone therapy or taking birth control pills?

3. How old does/did your mother's skin look?

- 5-10 Years Younger than Her Age
- Her Age
- Up to 5 Years Older than Her Age
- More than 5 Years Older than Her Age
- I Don't Know

How old does/did your mother's skin look?

4. How old does/did your father's skin look?

- 5-10 Years Younger than His Age
- His Age
- Up to 5 Years Older than His Age
- More than 5 Years Older than His Age
- I Don't Know

How old does/did your father's skin look?

Next

Proceed to step 5

Next

17-38

SCREENSHOT OF A WEB-BASED GUI FORM (OR WEBFORM) COMPRISING  
ADDITIONAL SKIN CONCERNS INFORMATION ENTRY (OR INPUT) FACILITY FOR  
USERS IN CONNECTION WITH Skintelligence™ AN IMPROVED ONLINE (OR  
WEB-BASED) SKINCARE PRODUCT AND REGIMEN RECOMMENDATION  
SEARCH ENGINE SYSTEM

mySkin Skintelligence

Skin Assessment

Step 1

Step 2

Step 3

Step 4

Step 5

Home

Step 5 - Diet and Lifestyle

How your skin looks and feels can be affected by your lifestyle

1 How many glasses of water do you drink a day?

- Less than 2 Glasses
- 2-3 Glasses
- 4-6 Glasses
- 6-8 Glasses
- 8 or More Glasses

Optimal hydration helps skin and complexion

2 How often do you take vitamins and/or mineral supplements?

- Daily
- Sometimes
- Never

Use vitamins and minerals to help skin

3 How many servings of alcohol do you consume a week?

- Zero
- 1-2 Servings
- 2-4 Servings
- 4-6 Servings
- 6 or More Servings

Alcohol affects complexion and causes skin problems

4 How many caffeinated beverages (coffee, tea, etc.) do you drink a day?

- Less than 2
- 2-4
- 4-6
- 6-8
- 8 or more

Caffeine and other stimulants can dry the skin

5. Which diet(s) are you currently on?

- Low-Fat
- Low-Carb
- Low-Sugar
- Low-Glycemic
- Low-Sodium
- Low-Protein

Reduce intake of unhealthy fats and carbohydrates

17-39

- High-Fiber
- Vegetarian/Veggie
- Macrobiotic
- Wheat-Free
- Lactose-Free
- Other
- None

6 How many hours per day do you spend outdoors?

- 2 or More
- 1-2 Hours
- 2-4 Hours
- 4-7 Hours
- 7 or More Hours

Time spent outdoors helps a nutritional and lifestyle score

7 How many hours per week do you exercise?

- Less than 1 hour
- 1-2 Hours
- 2-4 Hours
- 4 or More Hours

Exercise includes all physical activities, including walking and jogging

8 Do you smoke?

- Yes
- No
- Sometimes

Smoking is a risk factor for heart disease and cancer

9 How many hours per night do you sleep?

- Less than 4 Hours
- 5-6 Hours
- 6-8 Hours
- 8 or More Hours

Getting enough sleep is a key to good health

10 How would you describe your daily stress level?

- High
- Moderate
- Low
- No Stress

Stress is a natural part of life, but too much stress can be harmful

11 Have you just experienced or are you going to experience any of the following life changes?

- Move to a New Place
- Just Had/Going to Have a Divorce
- Just Had/Going to Lose a Loved One
- Start College
- Start a New Job
- Have a Child
- Just Lost/Going to Lose Job
- Retire
- Get Engaged
- Get Married
- Other

Life changes can be stressful, but they can also be exciting

© 2011

Get your recommendations

**Finish**

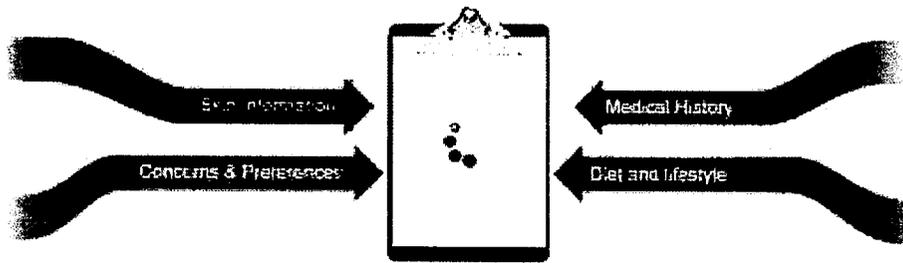
17-40

SCREENSHOT OF A WEB-BASED GUI FORM (OR WEBFORM) COMPRISING DIET AND LIFESTYLE INFORMATION ENTRY (OR INPUT) FACILITY FOR USERS IN CONNECTION WITH Skintelligence™ AN IMPROVED ONLINE (OR WEB-BASED) SKINCARE PRODUCT AND REGIMEN RECOMMENDATION SEARCH ENGINE SYSTEM

mySkin Skintelligence

Skin analysis in progress

Please wait, calculating...



After assessment, you will notice:



User similarity

When looking at users you will notice a percentage. That percentage is displaying how similar that user is to you. People above 90% are considered your skin twins, pay most attention to them.



Recommended products

Keep an eye for green scores and numbers when choosing products. The number displays how many people similar to you, like that product. Higher the number, better the product might be for you.

SKIN

17-41

### Skin Report

Your skin assessment results



### Fun facts

It is true, you are a thick skinned man! A man's total skin thickness is about 25% greater than a woman's, is rougher, and has more hair. Your skin is 3-4% darker than a woman's and you have more collagen (connective tissue that gives skin its firmness and elasticity)

Men have larger pores and are more prone to acne than women. Men produce more sebum (oil) than women, though they have smaller oil glands. This is due to the male hormone, testosterone, which generates a higher amount of oil secretions.

Having a lower level of estrogen your skin complexion is more stable and is more resistant to skin pain due to you having less nerve fibers than women's skin.



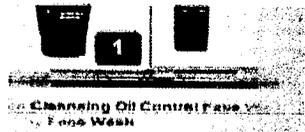
### Ok, and now what?

Check out some of recommended products for you



or

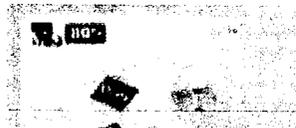
#### Look for other products



Decide which products you should pay more attention to based on number of people who are similar to you and use the same product.

[browse products](#)

#### Browse routines



Find out which skin routine you should consider by comparing how similar you are to the routine owner. Check out the green square.

[browse routines](#)

#### Compare skin

### John Smith 100%

John is a guy from New York who uses Avon and L'Oréal the most. He likes the VitE and CitE and oil products.

Some people have very similar skin to yours, others don't. Number in green square will indicate how similar you are to that person. Invite your friends and compare your skin.

[browse users](#)

# SK

## Ratings and Reviews

**What are these stars for?** In this case, seeing stars is a good thing. The stars are **Overall Effectiveness** ratings. Not how popular a product is, or how much you like the product. The more stars, the more effective the product has proven to be.

**Why are the stars in different colors?** Things would be boring with just one color, right? We're anything but boring. Blue stars are your **Just Like Me (or JLM)®** ratings – the average rating from people who are **just like you, i.e. SkinTwin™**. Orange stars are your own ratings of products.

**How do I rate a product?** Anytime you see stars, you can rate that product – just drag your mouse over the stars, your rating will show up Orange. Remember, the Blue stars are your **Just Like Me (or JLM)®** ratings from people **just like you, i.e. SkinTwin™**.

**Do I need to rate products?** When you rate a product, it helps us understand what works or doesn't work for your skin. Once we're in the know, we can deliver more accurate product recommendations. We kindly ask that you rate at least 3 products during registration. However, the more you rate, and the more detail and accuracy you provide on the products you use or have used, the better we can identify what works best for your skin.

**Do I need to write a review?** No, you aren't required to write a review. But there are people **just like you, i.e. SkinTwin™**, who would love to hear about your experiences. They want to know the good, the bad, and even the ugly. So share your experiences to help them.

myShelf

**What is myShelf?** Think of it as your very own virtual beauty shelf. It's like your beauty shelf at home, only better. myShelf is comprised of 3 sections, each with their own functions. Here's the skinny:

- **Recommendations:** Instant access to personalized product recommendations organized by skincare routine steps. See what cleansers, toners, moisturizers,

treatments, protectants, exfoliants, masks, tanners, shavers, and bath products are recommended to improve your skincare routines. Looking for a new moisturizer? Log-in and see what mySkin recommends to make smarter skincare purchases.

- **myProducts:** See and manage skincare products you own. It's exhilarating to see a virtual translation of your real-life beauty shelf. Adjust ratings for products you use, add new products, and remove ones you're no longer using and have fun doing it!
- **myRoutines:** We know you don't use the same products in the same order everyday. So, we've created a way to reflect how personal skincare in the real world really works. Have fun by creating and organizing your very own routines (i.e. My big day, summer routine, date night, workout) and receive routine-specific recommendations.

**Why do I need to create myShelf (i.e. tell you what products I use)?** Creating a myShelf opens the door to personalized recommendations from people just like you. The more you tell us about the products you use or have used, and your experiences with those products, the more we understand your needs. That helps us to match the most effective products to you.

**How do I make a change on myShelf?** The same way you would move things around when rearranging an actual shelf (minus the hands-on, of course).

**Your Recommendations dynamically change when we find more effective products for you. Want to include a product you used?** Follow the link on myHome or go to myProducts tab and click "Add Products".

**Want to save a recommendation for a future purchase?** Just drag it over to your wishlist on the footer bar.

**Don't want to see a product altogether?** Roll over it, click Remove, and it's gone. Since this shelf has no limits, add as many products as you wish.

**I didn't find my product. Can you add it to myShelf?** Of course! We're always updating our database with the latest and greatest. Please fill out this form. We'll scour the world for your requested item. When we locate it, we'll send you an email when it's on your myShelf.

**I submitted a product that isn't in your database. How long will it take to see it on myShelf?** We know you're excited, but be patient with us. The process typically takes 1-3 days. However, if we're running into problems verifying your product, it might take longer. Try include as much information as possible – brand, product name, and a link where you can find it, it'll help us verify the product faster!

**Skintelligence™**

17-45

11 Downloadable or Retrievable Applications & Widgets Backed by mySkin® & SkinTwin™

mySkin® Blog Channel Web Widget (or Mobile Widget or Blidget) Blidget



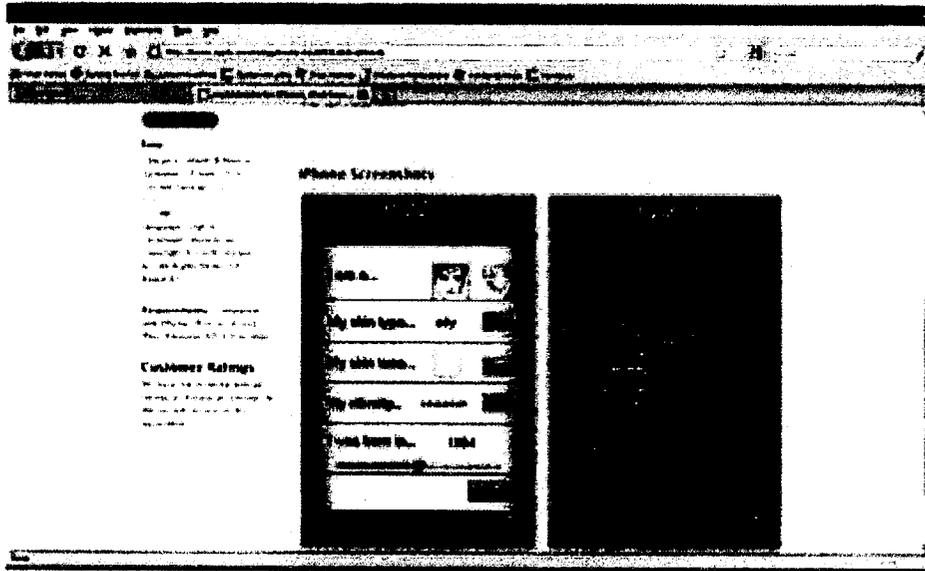
Copy and paste the HTML below to include blidget on your webpage:

```
<div id="blidgetparent"></div>
<script
type="text/javascript"
src="http://www.myskin.com
/scripts/blidget_iframe.js">
</script>
```

SCREENSHOT OF mySkin® ONLINE (OR WEB-BASED) SKIN PROFILING AND SKINCARE RECOMMENDATION SEARCH ENGINE WEB WIDGET (OR MOBILE WIDGET OR BLIDGET) FACILITATING USERS TO SEND, ACCESS AND / OR RECEIVE UP-TO-DATE POSTS FROM ALL FAVOURITE BLOGS IN mySkin® BLOG CHANNEL

Skintelligence

## 12 Downloadable or Retrievable Applications & Widgets Backed by mySkin®, Skintelligence™ & SkinTwin®



### Description

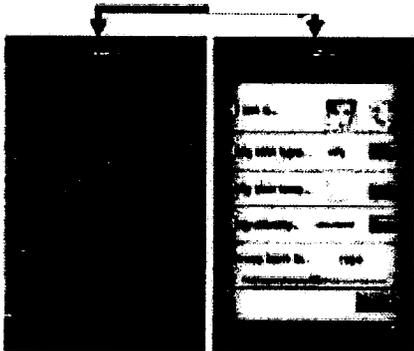
Scientific skincare profiling and unbiased, unbiased product advice on what skin care products works best for you and your skin twins based on your skin profile backed by real people's experiences.

Get FREE skincare profiling and recommendations for what (i.e. recommended skincare products) would work for you, and /or have worked for your skin twins, skin from over 150,000 skincare products across all brands and all retailers. The integrated skincare imaging, analysis plus online (or web-based) skincare profiling, categorization and skin twin based recommendation search engine system, called SkinTwin™, is powered by patented and patent pending technology developed by leading dermatologists, plastic surgeons and cosmetic pharmacologists.

**MOBILE TELEDERMATOLOGY SERVICE**

Access & Implement My Beauty Shelf®, Just Like Me (or JLM)®, Skin-O-Meter®, Skintelligence™ and SkinTwin® on mobile through mySkin Lite

untold sincere advice



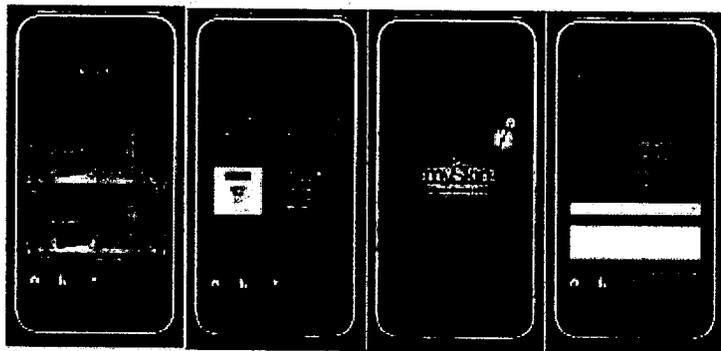
**mySkin Lite**

mySkin Lite is an intuitive application for iPhone, iPad, Android and BlackBerry that features management of history over a secure communication layer.

What is mySkin Lite? Think of it as a virtual beauty shelf that you can't physically carry around (but you can't not). It's much simpler and mySkin Lite™ and you have all your virtual skincare products at your fingertips, along with personalized recommendations and the you can't not regularly for new recommendations and reviews on your products. One click and you can view track your progress.

PAGE EXCERPTED (OR CAPTURED) FROM mySkin™ Lite APPLICATION OF mySkin™ APPLICATION SUITE

mySkin



SNAPSHOTS EXCERPTED (OR CAPTURED) FROM mySkin™ Lite APPLICATION OF mySkin™ APPLICATION SUITE

17-48

# 13 Downloadable or Retrievable Applications & Backed by mySkin®, Skin-O-Meter®, Skintelligence™ and SkinTwin®

## mySkin.com Announces Beauty4Me: An Interactive Facebook Application

*Beauty4Me is an interactive Facebook application from the innovation rooms of mySkin.com. The app empowers a skincare shopper to make an educated decision on what products to use, by providing personalized advice.*

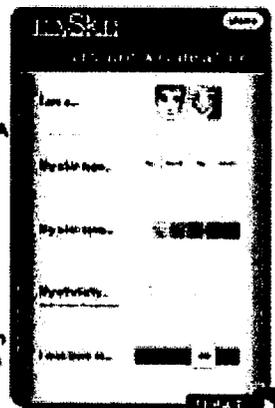
Jersey City, NJ (PRWEB) April 5, 2010 -- Just in time for spring, mySkin.com announces the release of its interactive skincare Facebook application, Beauty4Me.

Consumers today have hundreds of thousands of skincare products to choose from, yet they don't know which ones actually work for their skin. A Facebook-based personalized, unbiased, and scientific skincare advisor can assist them in making product choices based on their individual skin profile. This ease in decision-making empowers them to be smart, confident shoppers, ultimately achieving great looking skin.

With the 'Beauty4Me' app, the user answers a few questions about his/ her skin, then uses an interactive paint brush to highlight his/ her face on the screen with skin concerns. The app addresses skin concerns such as acne, dark circles, dryness, fine lines, oiliness, and redness. On feeding in this data, the user sees the products that would work best for his/ her skin concern and profile.

The product recommendations via this app are powered by scientific algorithms that analyze one's skin profile on multiple parameters like genetics, age, ethnicity, skin tone, and lifestyle. More importantly, the algorithms use a patent-pending methodology called 'Just Like Me™' which takes into account product experiences and outcomes of real people with similar skin profiles.

The skincare advice app is available at <http://www.facebook.com/apps/application.php?id=221949700981>. To get a full personalized skincare recommendation experience go to [www.myskin.com](http://www.myskin.com) and use invite code 'Beautiful'.



PAGE EXCERPTED FROM Beauty4Me Interactive Facebook Application  
ADVERTISEMENT BROCHURE

# SKIN

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## Company Profile

The company was founded by Dr. Bandic, a plastic surgeon and board member of the International Dermoscopy Society; Dr. Koruga, a biophysicist; Sava Marinkovich, who was with GE Healthcare International leading Technology Marketing for digital services in hospitals across EMEA; and Rahul Mehendale, an innovation strategist and serial entrepreneur. The website was launched in June 2009.

mySkin's key advisors include Geraldine Laybourne, Harald Stolzenberg, CEO of La Prairie, Frank Sui, founder of the Mitchell Madison Group and Dr. Loretta Ciraldo M.D. Dermatology, CEO of Cosmedical Technologies.

mySkin, Inc. helps consumers learn what products would work best for their skin based on their skins characteristics. The site offers a community for consumers to interact with other members on skincare issues, ask questions, read beauty blogs, and gain access to specials and discounts. mySkin, Inc. helps consumers learn what products would work best for their skin based on the characteristics of their skin.

### mySkin Website

The mySkin.com website, offers consumers the ability to learn what products would work for their specific skin profile from a product database of over 150,000 skincare products. The site is powered by the proprietary and patent-pending **SkinTwin™**, **Skin-O-Meter®** and **Just Like Me (or JLM)®** algorithms. The algorithm processes information that users provide on their genetics, diet, lifestyle, location and personal preferences to develop a skin profile. The user's experience with their existing products is then mapped across the products component ingredients. Experiences of people with similar skin profiles are factored in to provide personalized recommendations on what products may help users achieve various goals like acne treatment, wrinkle reduction, anti aging, sun protection, cellulite, etc.

The company remains unbiased by not taking advertising from skincare manufacturers. It does not push or endorse any product, and only scientifically serves recommendations on what could be most effective for the user's skin profile. The site

also enables consumers to learn which retailers carry that product to have the convenience of online purchase. The site is also a beauty social community for like minded consumers with similar skin profiles to connect with each other, ask questions, compare purchases, track their product usage and skin performance over time, read beauty blogs, and gain access to specials and discounts.

### **mySkin's portal's – Skintelligence™ - Improved Recommendation System**

mySkin offers a skin health measuring system for skincare professionals. This system assists aestheticians and skin care consultants with scientifically analyzing their clients' skin and helping clients identify products that would work best for their unique skin type. mySkin measures important characteristics of skin at the surface level and at various dermal layers of the skin to provide an accurate assessment of one's skin health. Various variables that the system measures include moisture, hydration, sebum level, gland activity, inflammation, redness, aging propensity, pore blockage and whiteheads and blackheads, amongst others. The system is built with a proprietary light based imaging technology that uses the visible light spectrum. It has been designed to be user friendly and simple. mySkin's system is handy and can be used for applications on the face as well as across the body.

### **Controversy**

mySkin.com is a beauty site in the social commerce space which leverages users' social graph to incent ecommerce. Due to the overwhelming popularity of social networking sites like Myspace and Facebook, a debate has begun around the degree to which users should share their personal information with such networking sites. While mySkin doesn't use personal identifiable information to power its recommendation algorithm, it does take the aggregated user data to recommend products based on user skin profiles, and encourages users to share their product usage with the community.

mySkin remains unbiased by not taking any advertising from skincare manufacturers. It does not push or endorse any product, and only scientifically serves recommendations on what could be most effective for the user's skin profile. The site also enables

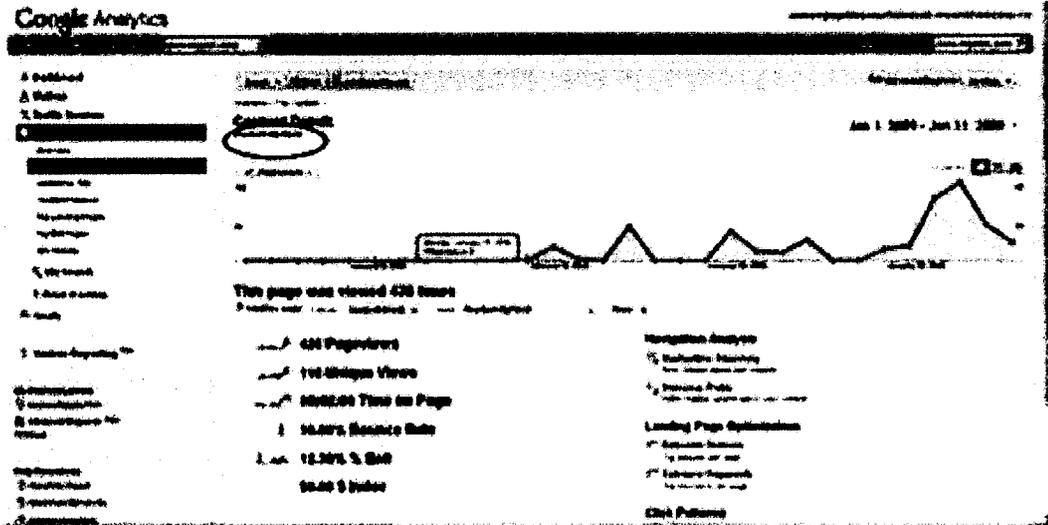
consumers to learn which retailers carry that product to have the convenience of online purchase.

The site has a community for consumers to read beauty blogs, ask questions, interact with other members on skincare issues, and gain access to specials and discounts.

mySkin's portal's, **Skintelligence™** allows you to analyze your skin, find what products and routines work for you, and connect with your skin twins. Specifically, the **Skintelligence™** offers a completely different type of skincare experience where you can find products that work for you, meet your skin twins and relax in unbiased skincare advice. More specifically, the **Skintelligence™** and **SkinTwin®** allows you to meet your skin twins instead of reading generic advice and listening to someone with your exact skin profile and the same goals and concerns as you! Still more specifically, the **Skintelligence™** performs your skin assessment, allow you to receive science-led recommendations and learn how many of your skin twins are currently using a product. Further, the **Skintelligence™** allows you to build your skin routine and share it with friends, dermatologists, experts, or your mom! The **Skintelligence™** and **SkinTwin®** helps you to find specific routines for your and your skin twins skin concerns and help your skin twins when you find one that works for you! Check out hundreds of routines from experts, skin twins, editors, and everyday skincare users.

**Skintelligence™**

14 Miscellaneous Screenshots



**Skintellis**

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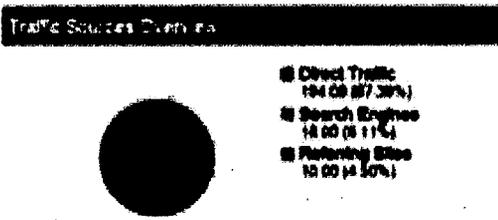
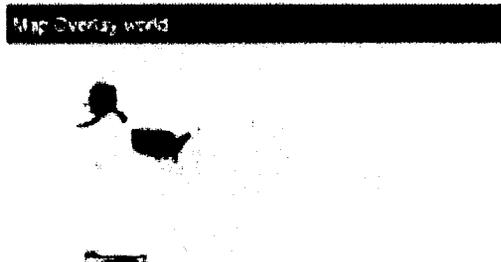
### Site Usage

- 222 Visits**  
Previous: 221 (+0%)
- 1,384 Pageviews**  
Previous: 1,373 (+0.8%)
- 6.23 Pages/Visit**  
Previous: 6.20 (+0.5%)
- 55.41% Bounce Rate**  
Previous: 54.97% (+0.8%)
- 00:07:25 Avg. Time on Site**  
Previous: 00:08:00 (-10.7%)
- 51.36% % New Visits**  
Previous: 51.39% (-0.1%)

### Visitors Overview

July 28, 2009

Visitors  
152



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**Goal: Conversion**

Overall Goal Conversion Rate     Goal Conversion Rate  
 Jul 28, 2009    **18.47%**    Jul 27, 2009

**Referring Sites**

| Source                      | Visits  | % Visits |
|-----------------------------|---------|----------|
| facebook.com                |         |          |
| Jul 28, 2009 - Jul 28, 2009 | 3       | 30.00%   |
| Jul 27, 2009 - Jul 27, 2009 | 4       | 30.77%   |
| % Change                    | -33.33% | -2.90%   |
| beautystyle-tech.com        |         |          |
| Jul 28, 2009 - Jul 28, 2009 | 2       | 20.00%   |
| Jul 27, 2009 - Jul 27, 2009 | 2       | 15.38%   |
| % Change                    | 0.00%   | 33.33%   |
| linkedin.com                |         |          |
| Jul 28, 2009 - Jul 28, 2009 | 1       | 10.00%   |
| Jul 27, 2009 - Jul 27, 2009 | 1       | 7.69%    |
| % Change                    | 0.00%   | 31.58%   |
| ntlogin.inkenergy.com       |         |          |
| Jul 28, 2009 - Jul 28, 2009 | 1       | 10.00%   |
| Jul 27, 2009 - Jul 27, 2009 | 0       | 0.00%    |
| % Change                    | 100.00% | 10.00%   |
| eyemr.com                   |         |          |
| Jul 28, 2009 - Jul 28, 2009 | 1       | 10.00%   |
| Jul 27, 2009 - Jul 27, 2009 | 1       | 7.69%    |
| % Change                    | 0.00%   | 31.58%   |

**Content Overview**

| Pages                       | PageViews | % PageViews |
|-----------------------------|-----------|-------------|
| Jul 28, 2009 - Jul 28, 2009 | 274       | 19.80%      |
| Jul 27, 2009 - Jul 27, 2009 | 262       | 19.11%      |
| % Change                    | 4.58%     | 3.61%       |
| /ProductDashboard           |           |             |
| Jul 28, 2009 - Jul 28, 2009 | 202       | 14.80%      |
| Jul 27, 2009 - Jul 27, 2009 | 160       | 11.67%      |
| % Change                    | 26.25%    | 27.96%      |
| /ProductMyShare_Mat         |           |             |
| Jul 28, 2009 - Jul 28, 2009 | 91        | 6.58%       |
| Jul 27, 2009 - Jul 27, 2009 | 109       | 7.95%       |
| % Change                    | -18.35%   | -17.30%     |
| /BlogChannel/BlogChannel    |           |             |
| Jul 28, 2009 - Jul 28, 2009 | 85        | 6.14%       |
| Jul 27, 2009 - Jul 27, 2009 | 90        | 6.65%       |
| % Change                    | -5.56%    | -4.37%      |
| /ProfileAccountSettings     |           |             |
| Jul 28, 2009 - Jul 28, 2009 | 57        | 4.12%       |
| Jul 27, 2009 - Jul 27, 2009 | 61        | 4.49%       |
| % Change                    | -6.56%    | -7.44%      |

17-55

**Skintelligence™**

17-56

**Search Engines**

| Source                      | Views   | % Total |
|-----------------------------|---------|---------|
| <b>google</b>               |         |         |
| Jul 28, 2009 - Jul 28, 2009 | 14      | 77.78%  |
| Jul 27, 2009 - Jul 27, 2009 | 11      | 78.57%  |
| % Change                    | -27.27% | -1.01%  |
| <b>bing</b>                 |         |         |
| Jul 28, 2009 - Jul 28, 2009 | 2       | 11.11%  |
| Jul 27, 2009 - Jul 27, 2009 | 0       | 0.00%   |
| % Change                    | 100.00% | 100.00% |
| <b>yahoo</b>                |         |         |
| Jul 28, 2009 - Jul 28, 2009 | 2       | 11.11%  |
| Jul 27, 2009 - Jul 27, 2009 | 3       | 21.43%  |
| % Change                    | -33.33% | -48.18% |

17-57

▢ Previous Report   ▣ Refresh



Jul 28, 2009

**162 people visited this site**

- **222 Visits**  
Previous: 137 (+ 62%)
- **152 Absolute Unique Visitors**  
Previous: 149 (+ 3%)
- **1,384 Pageviews**  
Previous: 1,271 (+ 9%)
- **6.23 Average Pageviews**  
Previous: 6.84 (- 9%)
- **00:07:25 Time on Site**  
Previous: 07:48:31 (- 87%)
- **55.41% Bounce Rate**  
Previous: 44.17% (+ 25%)
- **81.36% New Visits**  
Previous: 78.89% (+ 3%)

**Technical Profile**

| Browser                     | Visits | % Visits | Connection Speed            | Visits | % Visits |
|-----------------------------|--------|----------|-----------------------------|--------|----------|
| <b>Firefox</b>              |        |          | <b>Cable</b>                |        |          |
| Jul 28, 2009 - Jul 28, 2009 | 89     | 40.09%   | Jul 28, 2009 - Jul 28, 2009 | 129    | 58.11%   |
| Jul 27, 2009 - Jul 27, 2009 | 74     | 32.89%   | Jul 27, 2009 - Jul 27, 2009 | 128    | 58.89%   |
| % Change                    | 21.71% | 21.27%   | % Change                    | 1.57%  | 4.57%    |
| <b>Internet Explorer</b>    |        |          | <b>DSL</b>                  |        |          |
| Jul 28, 2009 - Jul 28, 2009 | 84     | 37.84%   | Jul 28, 2009 - Jul 28, 2009 | 38     | 17.57%   |
| Jul 27, 2009 - Jul 27, 2009 | 93     | 40.89%   | Jul 27, 2009 - Jul 27, 2009 | 33     | 14.67%   |
| % Change                    | -8.70% | -7.49%   | % Change                    | 15.15% | 11.11%   |

17-58

| Safari                      |         |         | Unknown                     |         |         |
|-----------------------------|---------|---------|-----------------------------|---------|---------|
| Jul 26, 2009 - Jul 26, 2009 | 17      | 7.64%   | Jul 26, 2009 - Jul 26, 2009 | 30      | 13.81%  |
| Jul 27, 2009 - Jul 27, 2009 | 29      | 12.89%  | Jul 27, 2009 - Jul 27, 2009 | 37      | 16.44%  |
| % Change                    | -41.38% | -48.89% | % Change                    | -18.92% | -17.82% |
| Chrome                      |         |         | T1                          |         |         |
| Jul 26, 2009 - Jul 26, 2009 | 16      | 7.21%   | Jul 26, 2009 - Jul 26, 2009 | 21      | 9.48%   |
| Jul 27, 2009 - Jul 27, 2009 | 11      | 4.89%   | Jul 27, 2009 - Jul 27, 2009 | 27      | 12.00%  |
| % Change                    | 31.43%  | 47.45%  | % Change                    | -22.22% | -21.17% |
| Opera                       |         |         | OC3                         |         |         |
| Jul 26, 2009 - Jul 26, 2009 | 13      | 5.86%   | Jul 26, 2009 - Jul 26, 2009 | 2       | 0.90%   |
| Jul 27, 2009 - Jul 27, 2009 | 12      | 5.32%   | Jul 27, 2009 - Jul 27, 2009 | 0       | 0.00%   |
| % Change                    | 8.33%   | 9.80%   | % Change                    | 20000%  | 100.00% |

17-59

|                             |          |          |                             |       |         |
|-----------------------------|----------|----------|-----------------------------|-------|---------|
| Jul 26, 2009 - Jul 26, 2009 | 2        | 0.90%    | Jul 26, 2009 - Jul 26, 2009 | 1     | 0.98%   |
| Jul 27, 2009 - Jul 27, 2009 | 0        | 0.00%    | Jul 27, 2009 - Jul 27, 2009 | 1     | 7.14%   |
| % Change                    | -100.00% | -100.00% | % Change                    | 0.00% | -22.22% |

17-61



visits  
 0 100 200 300 400 500 600 700 800 900 1000 1100

**222 visits came from 37 countries/territories**

| Visits                        | Pages/Visit            | Avg. Time on Site         | % New Visits             | Source Rate             |             |
|-------------------------------|------------------------|---------------------------|--------------------------|-------------------------|-------------|
| <b>222</b>                    | <b>6.23</b>            | <b>00:07:25</b>           | <b>51.36%</b>            | <b>55.41%</b>           |             |
| Previous: 134 (+ 63%)         | Previous: 4.89 (+ 27%) | Previous: 00:06:58 (+ 5%) | Previous: 58.56% (- 12%) | Previous: 54.67% (+ 2%) |             |
| Country/Territory             | Visits                 | Pages/visit               | Avg. Time on Site        | % New Visits            | Source Rate |
| <b>Serbia</b>                 |                        |                           |                          |                         |             |
| July 28, 2009 - July 28, 2009 | 101                    | 10.34                     | 00:13:18                 | 22.77%                  | 34.65%      |
| July 27, 2009 - July 27, 2009 | 66                     | 11.94                     | 00:18:58                 | 19.32%                  | 30.68%      |
| % Change                      | +51.77%                | -13.48%                   | -30.00%                  | +17.37%                 | +12.94%     |
| <b>United States</b>          |                        |                           |                          |                         |             |
| July 28, 2009 - July 28, 2009 | 86                     | 3.21                      | 00:03:27                 | 69.41%                  | 68.24%      |
| July 27, 2009 - July 27, 2009 | 86                     | 2.89                      | 00:03:14                 | 71.58%                  | 64.21%      |
| % Change                      | -10.83%                | +11.11%                   | +1.25%                   | -3.02%                  | +5.27%      |
| <b>Philippines</b>            |                        |                           |                          |                         |             |
| July 28, 2009 - July 28, 2009 | 6                      | 1.17                      | 00:00:09                 | 66.67%                  | 83.33%      |

17-62

|                               |         |         |          |         |         |
|-------------------------------|---------|---------|----------|---------|---------|
| July 27, 2008 - July 27, 2008 | 4       | 1.90    | 00:00:32 | 100.00% | 75.00%  |
| % Change                      | 98.00%  | -22.22% | -83.33%  | -33.33% | 11.11%  |
| <b>Egypt</b>                  |         |         |          |         |         |
| July 28, 2008 - July 28, 2008 | 8       | 1.90    | 00:00:29 | 100.00% | 80.00%  |
| July 27, 2008 - July 27, 2008 | 8       | 1.20    | 00:00:46 | 100.00% | 80.00%  |
| % Change                      | 25.00%  | 25.00%  | -36.47%  | 0.00%   | 21.43%  |
| <b>United Kingdom</b>         |         |         |          |         |         |
| July 28, 2008 - July 28, 2008 | 8       | 1.00    | 00:00:00 | 100.00% | 100.00% |
| July 27, 2008 - July 27, 2008 | 8       | 1.20    | 00:00:32 | 100.00% | 80.00%  |
| % Change                      | 0.00%   | -18.87% | -100.00% | 0.00%   | 20.00%  |
| <b>Canada</b>                 |         |         |          |         |         |
| July 28, 2008 - July 28, 2008 | 3       | 1.00    | 00:00:00 | 66.67%  | 100.00% |
| July 27, 2008 - July 27, 2008 | 1       | 1.00    | 00:00:00 | 100.00% | 100.00% |
| % Change                      | 200.00% | 0.00%   | 0.00%    | -33.33% | 0.00%   |
| <b>Turkey</b>                 |         |         |          |         |         |
| July 28, 2008 - July 28, 2008 | 2       | 1.00    | 00:00:00 | 100.00% | 100.00% |
| July 27, 2008 - July 27, 2008 | 8       | 0.00    | 00:00:00 | 0.00%   | 0.00%   |
| % Change                      | 100.00% | 100.00% | 0.00%    | 0.00%   | 100.00% |
| <b>Spain and Herzegovina</b>  |         |         |          |         |         |
| July 28, 2008 - July 28, 2008 | 2       | 14.90   | 00:04:03 | 50.00%  | 0.00%   |
| July 27, 2008 - July 27, 2008 | 8       | 0.00    | 00:00:00 | 0.00%   | 0.00%   |
| % Change                      | 100.00% | 100.00% | 100.00%  | 0.00%   | 0.00%   |
| <b>Austria</b>                |         |         |          |         |         |
| July 28, 2008 - July 28, 2008 | 2       | 1.00    | 00:08:00 | 100.00% | 100.00% |
| July 27, 2008 - July 27, 2008 | 8       | 0.00    | 00:00:00 | 0.00%   | 0.00%   |
| % Change                      | 100.00% | 100.00% | 0.00%    | 100.00% | 100.00% |
| <b>Switzerland</b>            |         |         |          |         |         |
| July 28, 2008 - July 28, 2008 | 1       | 1.00    | 00:00:00 | 100.00% | 100.00% |
| July 27, 2008 - July 27, 2008 | 8       | 0.00    | 00:00:00 | 0.00%   | 0.00%   |
| % Change                      | 100.00% | 100.00% | 0.00%    | 0.00%   | 100.00% |

1 - 18 of 37

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Pages on this site were viewed a total of 1,384 times

- **1,384 Pageviews**  
Previous: 1,375 (+0.7%)
- **667 Unique Views**  
Previous: 706 (-6.0%)
- **55.41% Bounce Rate**  
Previous: 54.67% (+1.3%)

**Top Content**

| Pages                       | Pageviews | % Pageviews |
|-----------------------------|-----------|-------------|
| /                           |           |             |
| Jul 28, 2009 - Jul 28, 2009 | 274       | 19.80%      |
| Jul 27, 2009 - Jul 27, 2009 | 262       | 19.11%      |
| % Change                    | +4.58%    | +3.61%      |
| /ProductDashboard           |           |             |
| Jul 28, 2009 - Jul 28, 2009 | 202       | 14.60%      |
| Jul 27, 2009 - Jul 27, 2009 | 160       | 11.63%      |
| % Change                    | 26.25%    | 21.66%      |
| /ProductMyShell_Std         |           |             |
| Jul 28, 2009 - Jul 28, 2009 | 91        | 6.58%       |
| Jul 27, 2009 - Jul 27, 2009 | 108       | 7.85%       |
| % Change                    | -16.31%   | -17.30%     |
| /BlogChannel/BlogChannel    |           |             |
| Jul 28, 2009 - Jul 28, 2009 | 85        | 6.14%       |
| Jul 27, 2009 - Jul 27, 2009 | 50        | 3.63%       |
| % Change                    | 70.00%    | 68.62%      |
| /ProfileAccountSettings     |           |             |

17-64

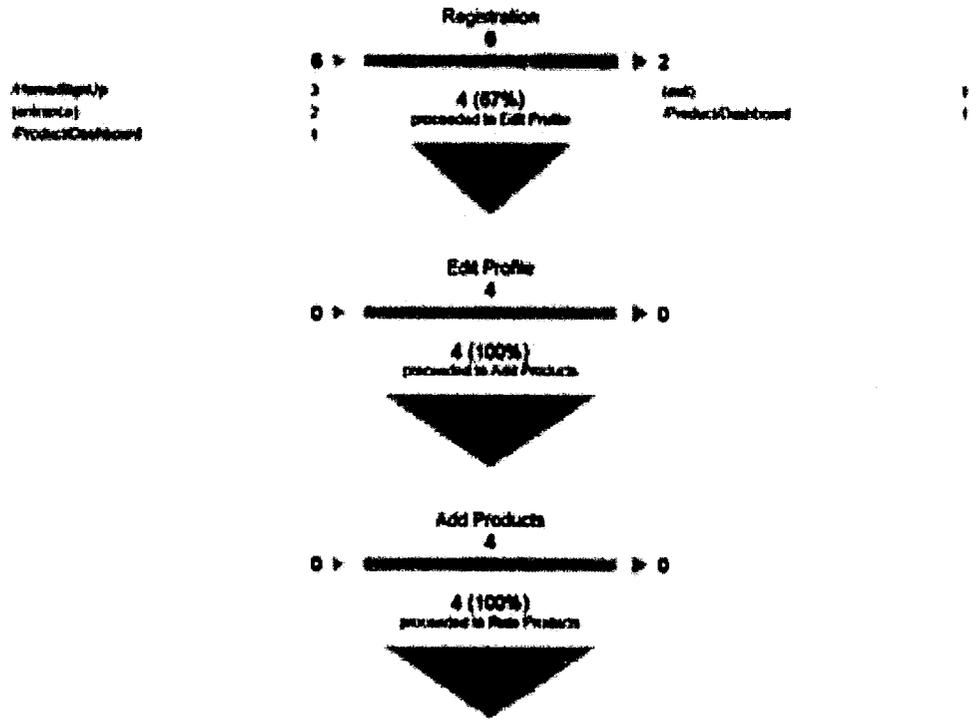
|                             |        |        |
|-----------------------------|--------|--------|
| Jul 26, 2009 - Jul 28, 2009 | 57     | 4.12%  |
| Jul 27, 2009 - Jul 27, 2009 | 61     | 4.45%  |
| % Change                    | -6.38% | -7.44% |

17-05

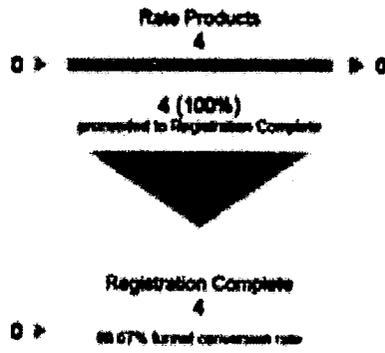
5.0%

1.0%

**Registration Complete**  
 4 visitors finished | 86.67% funnel conversion rate



17-66



17-67

**Referring sites sent 10 visits via 11 sources**

| Visits                        |         | Page/Visit               |                   | Avg. Time on Site            |             | % New Visits              |  | Source Rate              |  |  |
|-------------------------------|---------|--------------------------|-------------------|------------------------------|-------------|---------------------------|--|--------------------------|--|--|
| <b>10</b>                     |         | <b>4.30</b>              |                   | <b>00:08:25</b>              |             | <b>70.00%</b>             |  | <b>30.00%</b>            |  |  |
| Previous: 13 (12.5%)          |         | Previous: 3.08 (111.32%) |                   | Previous: 00:07:50 (117.05%) |             | Previous: 38.46% (52.32%) |  | Previous: 88.25% (1.14%) |  |  |
| Source                        | Visits  | Page/Visit               | Avg. Time on Site | % New Visits                 | Source Rate |                           |  |                          |  |  |
| <b>facebook.com</b>           |         |                          |                   |                              |             |                           |  |                          |  |  |
| July 28, 2009 - July 28, 2009 | 3       | 2.33                     | 00:00:37          | 100.00%                      | 33.33%      |                           |  |                          |  |  |
| July 27, 2009 - July 27, 2009 | 4       | 1.00                     | 00:00:00          | 75.00%                       | 100.00%     |                           |  |                          |  |  |
| % Change                      | -25.00% | 133.3%                   | 00.00%            | 33.33%                       | 66.67%      |                           |  |                          |  |  |
| <b>beautystyle-watch.com</b>  |         |                          |                   |                              |             |                           |  |                          |  |  |
| July 28, 2009 - July 28, 2009 | 2       | 14.00                    | 00:24:21          | 0.00%                        | 0.00%       |                           |  |                          |  |  |
| July 27, 2009 - July 27, 2009 | 2       | 2.00                     | 00:01:28          | 0.00%                        | 80.00%      |                           |  |                          |  |  |
| % Change                      | 0.00%   | 700.00%                  | 140.27%           | 0.00%                        | 80.00%      |                           |  |                          |  |  |
| <b>my4son.com</b>             |         |                          |                   |                              |             |                           |  |                          |  |  |
| July 28, 2009 - July 28, 2009 | 1       | 1.00                     | 00:00:00          | 100.00%                      | 100.00%     |                           |  |                          |  |  |
| July 27, 2009 - July 27, 2009 | 1       | 1.00                     | 00:00:00          | 0.00%                        | 100.00%     |                           |  |                          |  |  |
| % Change                      | 0.00%   | 0.00%                    | 0.00%             | 100.00%                      | 0.00%       |                           |  |                          |  |  |
| <b>mega.brainenergy.com</b>   |         |                          |                   |                              |             |                           |  |                          |  |  |
| July 28, 2009 - July 28, 2009 | 1       | 1.00                     | 00:00:00          | 100.00%                      | 100.00%     |                           |  |                          |  |  |
| July 27, 2009 - July 27, 2009 | 0       | 0.00                     | 00:00:00          | 0.00%                        | 0.00%       |                           |  |                          |  |  |
| % Change                      | 100.00% | 00.00%                   | 0.00%             | 00.00%                       | 100.00%     |                           |  |                          |  |  |
| <b>mysida.com</b>             |         |                          |                   |                              |             |                           |  |                          |  |  |
| July 28, 2009 - July 28, 2009 | 1       | 2.00                     | 00:12:53          | 0.00%                        | 0.00%       |                           |  |                          |  |  |
| July 27, 2009 - July 27, 2009 | 1       | 6.00                     | 00:17:58          | 0.00%                        | 0.00%       |                           |  |                          |  |  |
| % Change                      | 0.00%   | -66.67%                  | -29.57%           | 0.00%                        | 0.00%       |                           |  |                          |  |  |
| <b>ultracloud.ru</b>          |         |                          |                   |                              |             |                           |  |                          |  |  |
| July 28, 2009 - July 28, 2009 | 1       | 2.00                     | 00:00:22          | 100.00%                      | 0.00%       |                           |  |                          |  |  |

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**Referring sites sent 10 visits via 11 sources**

| Visits                        | Pages/Visit                | Avg. Time on Site              | % New Visits                | Bounce Rate                 |             |
|-------------------------------|----------------------------|--------------------------------|-----------------------------|-----------------------------|-------------|
| <b>10</b>                     | <b>4.30</b>                | <b>00:06:25</b>                | <b>70.00%</b>               | <b>30.00%</b>               |             |
| Previous<br>13 (21.97%)       | Previous<br>2.00 (111.92%) | Previous<br>02:02:00 (111.92%) | Previous<br>36.46% (12.48%) | Previous<br>88.23% (14.17%) |             |
| Source                        | Visits                     | Pages/Visit                    | Avg. Time on Site           | % New Visits                | Bounce Rate |
| <b>facebook.com</b>           |                            |                                |                             |                             |             |
| July 28, 2009 - July 28, 2009 | 3                          | 2.33                           | 00:00:37                    | 100.00%                     | 33.33%      |
| July 27, 2009 - July 27, 2009 | 4                          | 1.00                           | 00:00:00                    | 75.00%                      | 100.00%     |
| % Change                      | -25.00%                    | 133.00%                        | 100.00%                     | 33.33%                      | 66.67%      |
| <b>beautystylewatch.com</b>   |                            |                                |                             |                             |             |
| July 28, 2009 - July 28, 2009 | 2                          | 14.00                          | 00:34:21                    | 0.00%                       | 0.00%       |
| July 27, 2009 - July 27, 2009 | 2                          | 2.00                           | 00:01:28                    | 0.00%                       | 80.00%      |
| % Change                      | 0.00%                      | 700.00%                        | 1960.20%                    | 0.00%                       | -80.00%     |
| <b>lykadee.com</b>            |                            |                                |                             |                             |             |
| July 28, 2009 - July 28, 2009 | 1                          | 1.00                           | 00:00:00                    | 100.00%                     | 100.00%     |
| July 27, 2009 - July 27, 2009 | 1                          | 1.00                           | 00:00:00                    | 0.00%                       | 100.00%     |
| % Change                      | 0.00%                      | 0.00%                          | 0.00%                       | 100.00%                     | 0.00%       |
| <b>magiclinksynergy.com</b>   |                            |                                |                             |                             |             |
| July 28, 2009 - July 28, 2009 | 1                          | 1.00                           | 00:00:00                    | 100.00%                     | 100.00%     |
| July 27, 2009 - July 27, 2009 | 0                          | 0.00                           | 00:00:00                    | 0.00%                       | 0.00%       |
| % Change                      | 100.00%                    | 100.00%                        | 0.00%                       | 100.00%                     | 100.00%     |
| <b>myshin.com</b>             |                            |                                |                             |                             |             |
| July 28, 2009 - July 28, 2009 | 1                          | 2.00                           | 00:12:03                    | 0.00%                       | 0.00%       |
| July 27, 2009 - July 27, 2009 | 1                          | 8.00                           | 00:17:08                    | 0.00%                       | 0.00%       |
| % Change                      | 0.00%                      | -75.00%                        | -30.47%                     | 0.00%                       | 0.00%       |
| <b>utrapol.rs</b>             |                            |                                |                             |                             |             |
| July 28, 2009 - July 28, 2009 | 1                          | 2.00                           | 00:00:22                    | 100.00%                     | 0.00%       |

17-69

|                               |          |          |          |          |         |
|-------------------------------|----------|----------|----------|----------|---------|
| July 27, 2009 - July 27, 2009 | 0        | 0.00     | 00:00:00 | 0.00%    | 0.00%   |
| % Change                      | 100.00%  | 100.00%  | 100.00%  | 100.00%  | 0.00%   |
| us.mpl@mail.yahoo.com         |          |          |          |          |         |
| July 28, 2009 - July 28, 2009 | 1        | 2.00     | 00:01:15 | 100.00%  | 0.00%   |
| July 27, 2009 - July 27, 2009 | 0        | 0.00     | 00:00:00 | 0.00%    | 0.00%   |
| % Change                      | 100.00%  | 100.00%  | 100.00%  | 100.00%  | 0.00%   |
| before.amazon.com             |          |          |          |          |         |
| July 28, 2009 - July 28, 2009 | 0        | 0.00     | 00:00:00 | 0.00%    | 0.00%   |
| July 27, 2009 - July 27, 2009 | 2        | 1.00     | 00:00:00 | 0.00%    | 100.00% |
| % Change                      | -100.00% | -100.00% | 0.00%    | 0.00%    | 100.00% |
| jumpbackaffiliates.com:3000   |          |          |          |          |         |
| July 28, 2009 - July 28, 2009 | 0        | 0.00     | 00:00:00 | 0.00%    | 0.00%   |
| July 27, 2009 - July 27, 2009 | 1        | 1.00     | 00:00:00 | 100.00%  | 100.00% |
| % Change                      | -100.00% | -100.00% | 0.00%    | -100.00% | 100.00% |
| matchpoint.com                |          |          |          |          |         |
| July 28, 2009 - July 28, 2009 | 0        | 0.00     | 00:00:00 | 0.00%    | 0.00%   |
| July 27, 2009 - July 27, 2009 | 1        | 2.00     | 00:01:27 | 100.00%  | 0.00%   |
| % Change                      | -100.00% | -100.00% | -100.00% | -100.00% | 0.00%   |

1 - 10 of 11

17-70

**Search sent 18 total visits via 3 sources**

| Visits                      | Pages/Visit            | Avg. Time on Site          | % New Visits             | Bounce Rate              |             |
|-----------------------------|------------------------|----------------------------|--------------------------|--------------------------|-------------|
| <b>18</b>                   | <b>1.83</b>            | <b>00:03:02</b>            | <b>83.33%</b>            | <b>77.78%</b>            |             |
| Previous: 14 (19.4%)        | Previous: 1.27 (69.4%) | Previous: 00:00:40 (14.1%) | Previous: 92.86% (19.4%) | Previous: 89.71% (12.7%) |             |
| Source                      | Visits                 | Pages/Visit                | Avg. Time on Site        | % New Visits             | Bounce Rate |
| <b>google</b>               |                        |                            |                          |                          |             |
| Jul 28, 2009 - Jul 28, 2009 | 14                     | 2.00                       | 00:03:44                 | 78.57%                   | 78.57%      |
| Jul 27, 2009 - Jul 27, 2009 | 11                     | 1.27                       | 00:00:12                 | 100.00%                  | 81.82%      |
| % Change                    | 27.27%                 | 57.14%                     | 1716.13%                 | -31.43%                  | -19.05%     |
| <b>bing</b>                 |                        |                            |                          |                          |             |
| Jul 28, 2009 - Jul 28, 2009 | 2                      | 1.00                       | 00:00:00                 | 100.00%                  | 100.00%     |
| Jul 27, 2009 - Jul 27, 2009 | 0                      | 0.00                       | 00:00:00                 | 0.00%                    | 0.00%       |
| % Change                    | 100.00%                | 100.00%                    | 0.00%                    | 100.00%                  | 100.00%     |
| <b>yahoo</b>                |                        |                            |                          |                          |             |
| Jul 28, 2009 - Jul 28, 2009 | 2                      | 1.50                       | 00:01:09                 | 100.00%                  | 50.00%      |
| Jul 27, 2009 - Jul 27, 2009 | 5                      | 1.00                       | 00:00:00                 | 58.57%                   | 100.00%     |
| % Change                    | -33.33%                | 50.00%                     | 100.00%                  | 42.00%                   | 50.00%      |

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a video as well. Make a skincare routine video on You Tube and upload it to the site. As your video plays, you'll get the product details of your routine too giving you detailed information on the ingredients, ratings, reviews and where to buy!

**Meet Your SkinTwin®:** Taking a look at the products used by your skin twin will give you a clear idea of what you should be buying as well. A **SkinTwin®** is a person whose skin is very similar to yours, so what works for your twin, works for you too! You could ask, share and talk to your twin and other users about products, routines or concerns-making you an empowered skincare user and leveraging from real people like you:) (Source mySkin Blog)

mySkin.com is a website devoted entirely to skincare. What is different about this site is that it offers unbiased skincare advice and connects you with your skin twin. What is a skin twin, you ask? Your skin twin is someone who has a similar skin profile as you. mySkin's approach is based on the idea that when someone is *just like you*, a product that works for her (or him) is very likely to work for you, too.

Their mission is to bring clarity to the world of skincare and to provide you with the information and tools to help you make better decisions, while remaining independent and neutral. With over 70,000 cleansers, creams, lotions & potions, how do you know what works best for you?

The mySkin.com mission is about sharing skincare regimens, finding your skin twin, seeing what works or doesn't work for others and sharing your skin routine on their site and on Twitter @myskin & Facebook. There is a neat feature that lets you create your skin profile, list of products and your routine. Many beauty and skincare blogs are included on their website. I'm excited they chose to include my fun beauty blog! I've put the mySkin Buzz Blidget on the right side of my blog to see up-to-date Buzz posts. (Excerpted from <http://blondetxgoddess.blogspot.com/2011/06/discover-myskin-community.html>)

# Skintelligence Consultation Report

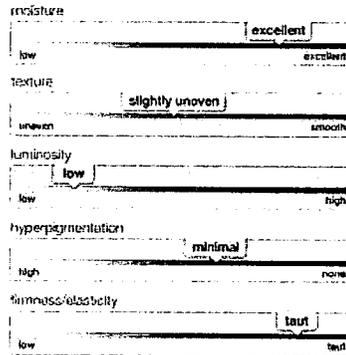
Powered by **mySkin**

Jane Miller



Stated concerns  
dry  
enlarged pores  
wrinkles

## your demograph\*\*



Analysis focus  
luminosity  
texture  
hyperpigmentation

## selections

- Cellular Radiance Emulsion SPF40
- WHITE CAVIAR ILLUMINATING SERUM

logout

done

**Skintelligence**

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# Skintelligence Consultation Report

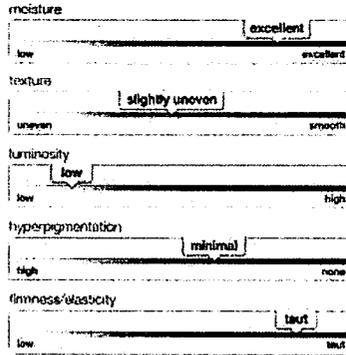
Powered by **mySkin**

Jane Miller



Stated concerns  
dry  
enlarged pores  
wrinkles

## your demograph™



Analysis focus  
luminosity  
texture  
hyperpigmentation

## selections

- Cellular Radiance Emulsion SPF40
- WHITE CAVARI ILLUMINATING SERUM

logout

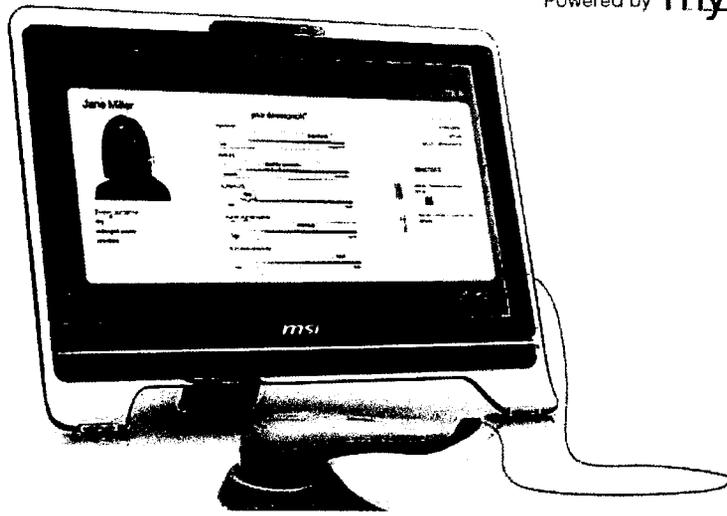
done

Skintelligence

17-75

# Skintelligence Consultation Report

Powered by mySkin



# Skintelligence

17-76

17-11

**EXHIBIT 18**

Feedback



# Skintelligence Clever Cleanser For Normal to Combination Skin

## TALIKA

Average Rating: (from all mySkin members)

|                 |           |            |
|-----------------|-----------|------------|
| Scent (?)       | None      | Very Heavy |
| Texture (?)     | Very Thin | Very Thick |
| Rinsability (?) | Very Easy | Very Hard  |
| Irritation (?)  | None      | Excessive  |

Read all user reviews (0)

Add to My Products

Add to wishlist

### Product Stats

- 0 Users
- 0 Reviews
- 0 Routines
- 1 Stores
- 0 Comments

Start skin analysis · learn more

- Tweet
- Like
- Send

### Description

The 1st step of Skintelligence's 3 steps program, "clever cleanser" for normal to combination skins softly removes the impurities and soothes. The TALIKA laboratories, experts in specific treatments, have created skintelligence, a 3-steps program that helps the skin maintain its capability to adapt to its environment and deliver modulated answers to protect itself. All Talika Skintelligence product contain the following ingredients: Glistin, an active sequence of amino acid known as a powerful NEURODEFENDER, who optimizes the environment of nerve cells and protect them from degeneration. 1st benefits of Skintelligence: a dramatic increase in nervous cells life expectancy. VENUCEANE helps the skin regulate its responses to the environment. Tests shows that it: - inhibits exaggerated ROS (Reactive oxygen species = ions or very small molecules that include oxygen ions, free radicals, and peroxides, both inorganic and organic). During times of environmental stress (such as for example, UV or heat exposure) ROS levels can increase dramatically, which can result in significant damage to cell structures; - protects against lipoperoxidation and DNA damage from UVA irradiation; - is a source of heat stable enzymes with antioxidant protection against free radicals (better protection than Vitamine E); - protects the skin's natural detoxifying enzymes. In other words, a cosmetic active aimed at cutaneous protection, based on the concept of Intelligent adaptive responses. Benefits of Skintelligence: Moisture maintenance: - The skin under extreme conditions undergoes significant water loss. Skintelligence stops the dehydration phenomenon. Skin integrity & Protection of cell structures: With aging, the skin structure loses organization and cohesion. Skintelligence help ensure the continued strength of the Stratum Corneum. Prevents the visible signs of photo-ageing: Skintelligence help decrease the visible signs of skin ageing: spots, wrinkles, imperfections. Directions: Lather "Clever Cleanser" with

### Specifications

|               |   |
|---------------|---|
| Type:         | Cleanser  |
| Format:       | Lotion  |
| Routine Step: | Cleanse   |
| Functions:    | Oil Control Anti-Aging Anti-Inflammatory Anti-Wrinkle Lightening Protection |

### Ingredients

EXHIBIT 18  
FOR IDENTIFICATION  
OF PAGES  
WINE HOKYO, CSR  
2-2 12  
HPC

**EXHIBIT 19**

# SODEMA CONSEILS S.A.

## CONSEIL EN PROPRIÉTÉ INDUSTRIELLE

Lionel LAPEYRE \*A\*  
 Maître en Droit, D.E.S.S. PI, O.H.M.I.  
 Tél.: 33 (0)1 53 43 58 74  
 e-mail : team-lj@sodemaconseils.fr

Nicky PLAISANT \*A\*  
 Licence en Droit, O.H.M.I.  
 Tél.: 33 (0)1 53 43 58 77  
 e-mail : team-np@sodemaconseils.fr

Christine BOYER CHAMMARD \*A\*  
 Maître en Droit, D.E.S.S. PI, O.H.M.I.  
 Tél.: 33 (0)1 53 43 58 79  
 e-mail : team-cbc@sodemaconseils.fr

Annie VIRIEUX-ABOULKER \*A\*  
 Maître en Droit, O.H.M.I.  
 Tél.: 33 (0)1 53 43 58 76  
 e-mail : team-av@sodemaconseils.fr

Catherine DELAUD \*A\*  
 Maître en Droit, O.H.M.I.  
 Tél.: 33 (0)1 53 43 58 75  
 e-mail : team-cd@sodemaconseils.fr

CONSULTANT BREVETS  
 e-mail : patent@sodemaconseils.fr

Pierre KOHLER \*A\*  
 Maître en Physique, O.H.B.

Christian RIEGE \*A\*  
 Polytechnicum Zürich, O.H.B.

\* Associés / Partners

Δ Conseil en Propriété Industrielle  
 Industrial Property Attorneys

Ⓞ O.I.M.I. : Mandataire auprès de l'Office  
 des Marques et Modèles Communautaires  
 Professional representative before the O.H.M.I.

Ⓞ O.E.B. : Mandataire en Brevets Européens  
 Office Européen des Brevets  
 European Patent Attorney

FAX : 00 1 612 332 908  
 MERCHANT & GOULD  
 Ms Karen McDANIEL  
 3200 IDS Center  
 80 South Eighth Street  
 MINNEAPOLIS, MINNESOTA  
 USA

Paris, June 14<sup>th</sup>, 2012

EXHIBIT 19  
 FOR IDENTIFICATION  
 PAGE 1 OF 1 PAGES  
 JOANNE HOKYO, OBR  
 DATE 1-3-2012  
 WITNESS: J. HOKYO

Re - LIFETECH RESOURCES, LLC / TALIKA America LLC - Infringement of  
 SKINTELLIGENCE Trademark

(O/Ref. 1101138/404 - CBC/MM - Y/Ref. 16284.0003USAA)

Dear Madam,

We refer to our fax dated May 2<sup>nd</sup>, 2012.

We confirm our client do not sell anymore to the online retailers distributors the products  
 "TALIKA SKINTELLIGENCE".

They already ceased to send these products to these web distributors.

We hope this information will be useful for your client.

Would you please send us your comments on your proposal for European Union where our  
 client's trade mark TALIKA SKINTELLIGENCE is registered ?

Very Truly Yours.

Christine BOYER CHAMMARD

LT000603