



Lucrèce Physicians'  
Aesthetic Research  
*Innovative Skin Technology*

## TERMS AND CONDITIONS

Effective Date: January 20, 2009

All authorized distributors and retailers ("Distributors") selling products ("Products") produced by LUCRECE PHYSICIANS' AESTHETIC RESEARCH, INC., a California corporation ("Company") shall be subject to the following terms and conditions:

1. The Products are intended to be sold to end users through physical retail outlets. The Products are not intended for sale to end users via the internet. The Company actively discourages internet sales and the publication of retail prices on the internet to protect all Distributors.
2. No Distributor shall have the right to use Company's trademarks, service marks, or trade names in Distributors' business name or in connection with the business of Distributor, except as contained in labels, advertising or literature related to Products and provided by or approved by the Company.
3. Advertising and promotional materials intended for publication in any medium shall not be used by Distributor prior to Distributors' receipt of Company's prior review.
4. If Distributor is notified that the Company has granted exclusive rights to another Distributor to sell products in a particular territory, Distributor shall not sell Products in that territory.
5. Distributor's rights are not assignable without the written consent of Company. Any attempted assignment absent the written consent of Company shall be void.
6. No Distributor shall participate, directly or indirectly, with any third party to circumvent the terms and conditions set forth herein.
7. These provisions are intended to supplement and, to the extent necessary, modify the terms of any existing or prospective agreement between Distributors and the Company.