

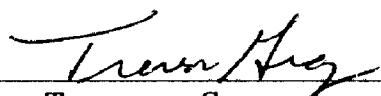
ASSIGNMENT

WHEREAS, ETS, Inc., a corporation of the State of Indiana, having a principal place of business at 6270 Corporate Drive, Indianapolis, Indiana 46278-2900, has adopted and is the owner of the trademarks set forth on the attached Schedule A for the corresponding goods, which trademarks are the subject of pending trademark applications in the United States Patent and Trademark Office, ETS, Inc. being the owner of the applications and of any counterpart foreign applications; and

WHEREAS, Australian Gold, Inc., a corporation of the State of Indiana, having a principal place of business at 6270 Corporate Drive, Indianapolis, Indiana 46278-2900, is desirous of acquiring each of the trademarks listed on Schedule A, the pending applications thereof and any counterpart foreign applications and/or registrations, and the goodwill therein and/or associates therewith, including the goodwill based on use in the United States as well as the goodwill based on any use in any foreign country;

NOW, THEREFORE, for One Dollar and other good and valuable consideration, receipt of which is hereby acknowledged, ETS, Inc. does hereby assign unto Australian Gold, Inc. all right, title, and interest in and to each trademark listed on Schedule A, the applications thereof, and each counterpart foreign application, together with the goodwill of the business symbolized by said trademarks and the goodwill symbolized by any pending, counterpart foreign applications.

REGISTRANT
ETS, INC.

✓ By 
Trevor Gray
President

✓
STATE OF INDIANA)
) SS:
COUNTY OF MARION)

Subscribed and sworn to before me a Notary Public in and
for said county and state this 3rd day
of August, 1998.

Sherry Lynn Joney
Notary Public
Resident of marion
County

My Commission Expires:

August 1, 1999

SCHEDULE A

Mark: FLASH
Serial No. 75/368,555
Filing Date October 6, 1997
Description Suntanning preparations

Mark: CRYSTALS
Serial No. 75/368,157
Filing Date October 6, 1997
Description Suntanning preparations