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Tab #

09-24-1998

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



attached original documents or copy thereof.

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Address of receiving party(ies)

1. Name of conveying party(ies):

INTERNATIONAL SKINCARE RESEARCH, INC.

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

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

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

Execution Date: August 26, 1998

Name: QVC, INC.

Internal Address:

Street Address: 1200 Wilson Drive

City: West Chester State: PA ZIP: 19380

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Delaware
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

75/496, 185
75/496, 186

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Name: Glenn A. Gundersen

Internal Address: Dechert Price & Rhoads

4000 Bell Atlantic Tower

Street Address: 1717 Arch St.

City: Philadelphia State: PA ZIP: 19103

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 65.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

04-0475

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is true copy of the original document.

Terence A. Dixon
Name of Person Signing

Terence A. Dixon
Signature

9/24/98

Date

Total number of pages including cover sheet, attachments, and document: 3

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 1801 FRAME: 0690

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01 FT:401 02 FT:402

9-24-98

ASSIGNMENT OF TRADEMARKS

COMMONWEALTH OF PENNSYLVANIA :
: ss.
COUNTY OF CHESTER :

WHEREAS INTERNATIONAL SKINCARE RESEARCH, INC. ("Assignor"), a Delaware corporation with offices at 7 Great Valley Parkway, Malvern, Pennsylvania 19355, has intended to use the trademarks shown in Schedule A (the "Trademarks") hereto in its cosmetics and skin care business, and has filed applications to register the Trademarks indicating that intention but has not yet filed any allegations of use under Section 1(c) or 1(d) of the Trademark Act (15 U.S.C. 1051(c),(d)) with respect to the Trademarks;

AND WHEREAS QVC, INC. ("Assignee"), a Delaware corporation with offices at 1200 Wilson Drive, West Chester, Pennsylvania 19380, has on this date acquired from Assignor certain assets and property used in Assignor's cosmetics and skin care business and is desirous of acquiring the Trademarks, together with the applications for registration of the Trademarks shown in Schedule A hereto (the "Applications"), any other registrations and applications for registration of the Trademarks, and the goodwill of the business symbolized by the Trademarks;

AND WHEREAS Assignee is succeeding to the portion of the Assignor's business to which the Trademarks pertain, as required by Section 10 of the Trademark Act (15 U.S.C. 1060);

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, Assignor hereby assigns to Assignee all right, title and interest in and to the Trademarks, together with the Applications, any other registrations and applications for registration of the Trademarks and the goodwill of the business symbolized by the Trademarks.

Dated: August 26, 1998

INTERNATIONAL SKINCARE RESEARCH, INC.

By Joseph M. Segel
Joseph M. Segel
Chairman

Subscribed and sworn to
before me on August 26, 1998

Anne G. Cameron
Notary Public



Notarial Seal
Anne G. Cameron, Notary Public
Lower Merion Twp., Montgomery County
My Commission Expires Jan. 2, 2001
Member, Pennsylvania Association of Notaries

EXHIBIT A

U.S. Applications

| <u>Mark</u> | <u>Serial No.</u> | <u>Application Date</u> |
|------------------------------|-------------------|-------------------------|
| SPA-CARE | 75-496,186 | June 4, 1998 |
| LEADING SPAS OF THE WORLD | 75-496,185 | June 4, 1998 |

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RECORDED: 09/24/1998

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