

OMB No. 0651-0



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attached original documents or copy thereof

Tab setting

To th 10-13-1998

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MAILED 10-13-98

1. Name of

U.S. Patent & TMO/TM Mail Rcpt Dt. #5:

ETS, Inc.

- Individual(s)
- General Partnership
- Corporation-State
- 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: October 2, 1998

2. Name and address of receiving party(ies)

Name: Australian Gold, Inc.

Internal Address:

Street Address: 6270 Corporate Drive

City: Indianapolis State: IN ZIP: 46278

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

75/373,397

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: Charles J. Meyer

Internal Address: Woodard, Emhardt, Naughton

Moriarty & McNett

Bank One Center/Tower

Street Address: 111 Monument Circle

City: Indianapolis State: IN ZIP: 46204

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

23-3030

1/03/1998 JSH/DAZZ 00000046 73373397

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9. Statement and signature.

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

Charles J. Meyer

Name of Person Signing

Charles J. Meyer
Signature

10/8/98

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: 1807 FRAME: 0858

ASSIGNMENT

WHEREAS, ETS, Inc., a corporation of the State of Indiana, having its principal place of business at 6270 Corporate Drive, Indianapolis, Indiana 46278-2900, has adopted and is the owner of the trademarks set forth below 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 any counterpart foreign applications; and,

WHEREAS, Australian Gold, Inc., a corporation of the State of Indiana, having its principal place of business at 6270 Corporate Drive, Indianapolis, Indiana 46278-2900, is desirous of acquiring each of the trademarks listed below, 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 the 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 below, 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.

SCHEDULE

| Number | Mark | Class | Goods/Services |
|------------|----------------|-------|-------------------------|
| 75/373,421 | EXPRESS GEL | 3 | Suntanning preparations |
| 75/373,397 | EXPRESS LOTION | 3 | Suntanning preparations |

EXECUTED BY THE APPLICANT
ETS, Inc.

By:

10/2/98
Date

Trevor Gray
Trevor Gray
President

#20207/8183-01