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10-20-98

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11-17-1998



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To the Honorable Commissioner of Patents and

100901012

original documents or copy thereof.

1. Name of conveying party(ies):

MADAME C. J. WALKER MFG. CO., INC.
a/k/a MADAME C. J. WALKER MFG. CO.
OF INDIANA, INC.

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

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

2. Name and address of receiving party(ies):

Name: Vivian L. Randolph

Internal Address: Madame C. J. Walker Enterprises, Inc.

Street Address: 2701 North College Avenue

City: Indianapolis State: IN ZIP: 46205

- Individual(s) citizenship U.S.
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- 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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Agreement of Sale of Exclusive Rights
- Merger
- Change of Name

Execution Date: April 24, 1986

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

A. Trademark Application No.(s)

B. Trademark registration No.(s)

1,097,133

Additional numbers attached? Yes No

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

Name: A. James Richardson, Esq.
LOCKE REYNOLDS BOYD & WEISELL
Internal Address: 1000 Capital Center So.

Street Address: 201 North Illinois Street

City: Indianapolis State: IN ZIP: 46204

6. Total number of applications and registrations involved: 1

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

Enclosed

Authorized to be charged to deposit account

for any deficiencies in fees or credit any overpayment

8. Deposit account number:

12-1790

(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 a true copy of the original document.

A. James Richardson
Name of Person Signing

10/20/98
Date

Total number of pages comprising cover sheet: 6

7798/3

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office
OCT 20 1998

Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

MADAME C. J. WALKER MFG. CO., INC.
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- Corporation-State Indiana
- Other
- Association
- Limited Partnership

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

2. Name and address of receiving party(ies):

Name: Vivian L. Randolph

Internal Address: Madame C. J. Walker

Street Address: Enter  Avenue

City: Indiar 10-20-1998 46205

U.S. Patent & TMO/TM Mail Rcpt Dt. #57

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A. James Richardson
Name of Person Signing


Signature

10/20/98
Date

Total number of pages comprising cover sheet: 6

7798/3

**AGREEMENT FOR SALE OF THE EXCLUSIVE RIGHTS TO THE NAME AND
LIKENESS OF MADAME C. J. WALKER**

Agreement made in duplicate original at 3701 N. Forest Manor Avenue, Indianapolis, Indiana, 46218, this 24th day of April, 1986, between MADAME C. J. WALKER MANUFACTURING COMPANY, INC. a/k/a/ MADAME C. J. WALKER MANUFACTURING COMPANY OF INDIANA, INCORPORATED, hereinafter called seller, and Vivian L. Randolph, Indianapolis, Indiana, hereinafter called buyer, witness:

Whereas the term "seller" whenever utilized herein refers to the Board of Directors and authorized officers of the Madame C. J. Walker Manufacturing Company, Inc. The gender terms "his", "he", and "himself", are merely used as accommodation terminology. The terms should be treated the same as the word "seller" as utilized herein.

Whereas the term "buyer" whenever utilized herein refers to Vivian L. Randolph.

Whereas seller is engaged in business as a manufacturer in the city of Indianapolis, State of Indiana, and has agreed to sell to buyer all his rights to the name of Madame C. J. Walker for any and all legal purposes, including the establishment of beauty salons and beauty schools; production and distribution of T-shirts and other clothing bearing the Madame Walker likeness and/or logo; distribution of records, movies books and other forms of media; the manufacture and distribution of cosmetics, combs and other sundries; and any legal use deemed necessary by the buyer.

Whereas seller agrees under the terms of agreement to relinquish to buyer full ownership of the following:

All pictures and portraits of Madame C. J. Walker, the individual;

All pictures and memorabilia relating to Villa LeWaro;

Minute books for the original Madame Walker Corporation;

Old advertisement, posters and brochures from the original Madame Walker Corporation;

All pictures and portraits of the original Madame Walker facility;

All dies, molds and printing materials from the original Madame Walker Corporation;

Full rights to the use of the image and/or likeness of Madame C. J. Walker, the individual, for any and all legal purposes;

Stock certificates for the original Madame C. J. Walker Corporation;

Any and all printed material pertaining to the original Madame C. J. Walker Corporation which may be in the possession of the seller;

Any and all other memorabilia in the form of pictures, printed matter, etc. pertaining to the original Madame C. J. Walker Corporation which are presently in the seller's possession;

Any and all other memorabilia pertaining to Madame C. J. Walker, the individual which is presently in the seller's possession;

Obsolete furnishings and office equipment from the original Madame C. J. Walker Corporation, including but not limited to adding machines, comptometers and filing cabinets.

Obsolete containers, bottles and jars, whether full or empty, manufactured by the original Madame C. J. Walker Corporation prior to 1985, including but not limited to body powder, fingernail polishes, lipstick, mascara and face soap.

Obsolete containers, bottles and jars, whether full or empty, manufactured by the original Madame C. J. Walker Corporation prior to 1985 under the names of: Tetter Salve, Glossine, Double Strength Scalp Ointment, Hair and Scalp Preparation, Conditioning Creme Hairdress, Medium Glossine, Original Glossine, Temple Grower, Pomade for Men, Brilliantine, Vapoil, Wonder Pomade, Satin Tress Setting Lotion, Super Fine Face Powder, Night Cream, Satin Tress Creme Relaxer, Tan-Off, and Vegetable Shampoo,

Whereas buyer agrees to pay seller the sum of \$ 1.00 in exchange for the rights set forth herein.

Whereas buyer understands and agrees that under the terms of this sale, said buyer is prohibited from the manufacture of hair preparations bearing the name, likeness and/or logo of Madame C. J. Walker.

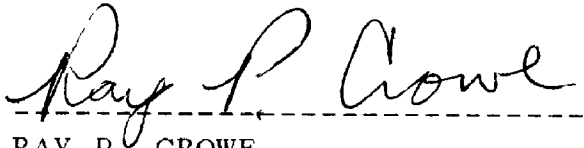
Whereas seller agrees that should he go out of business for any reason including but not restricted to bankruptcy, foreclosure or takeover, buyer shall immediately receive all formulations of the original Madame C. J. Walker

line: Hair and Scalp Preparation; Temple Salve; Scalp Ointment; Brilliantine; Conditioning Creme Hairdress; Vitamin E Super Grow; and Glossine, without the written consent of buyer.

Whereas seller agrees to furnish buyer with a copy of the resolution from the Board of Directors of MADAME C. J. WALKER, MANUFACTURING COMPANY, INC, authorizing and enforcing the terms set forth herein.

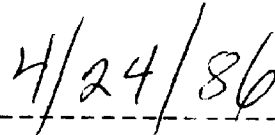
IN WITNESS WHEREOF, the parties have affixed their signatures hereto on this 24th day of April, 1986.

SELLER:




RAY P. CROWE
President

MADAME C. J. WALKER MFG. CO., INC.
a/k/a/ MADAME C. J. WALKER MFG. CO. OF INDIANA, INC.

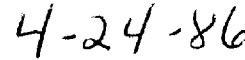


DATE



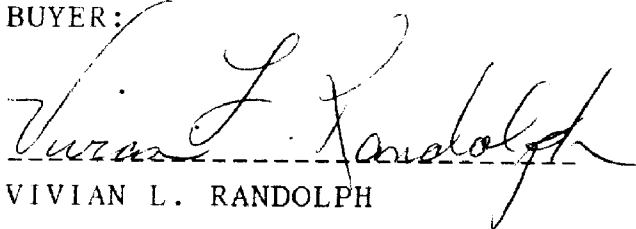
JOYCE E. RANDOLPH
Secretary/Treasurer

MADAME C. J. WALKER MFG. CO., INC.
a/k/a/ MADAME C. J. WALKER MFG. CO. OF INDIANA, INC.

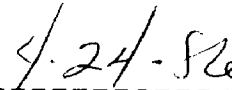


DATE

BUYER:



VIVIAN L. RANDOLPH



ENCL: 1; AS INDICATED

STATE OF INDIANA

OFFICE OF THE SECRETARY OF STATE

CERTIFICATE OF EXISTENCE

To Whom These Presents Come, Greeting:

I, SUE ANNE GILROY, Secretary of State of Indiana, do hereby certify that I am, by virtue of the laws of the State of Indiana, the custodian of the corporate records and the proper official to execute this certificate.

I further certify that records of this office disclose that

MADAME C.J. WALKER ENTERPRISES, INC.

is a corporation organized under the laws of the State of Indiana, and that its articles of incorporation and its charter are on file in this office.

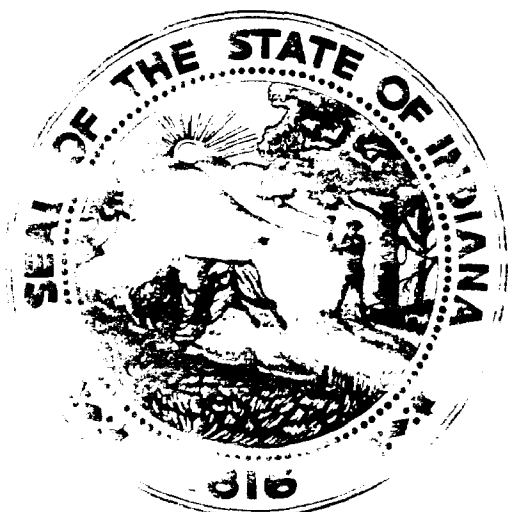
I further certify that this corporation has filed its most recent annual report required by Indiana law with the Secretary of State, or is not yet required to file such annual reports, and that articles of dissolution have not been filed.

In witness whereof, I have hereunto set my hand and affixed the seal of the State of Indiana, at the City of Indianapolis, this Twenty-first day of April, 1935.

Sue Anne Gilroy

SUE ANNE GILROY, Secretary of State

CSV
Deputy



LOCKE REYNOLDS

Counsellors at Law

1000 Capital Center South
201 North Illinois Street
Indianapolis, Indiana 46204
(317) 237-3800
Telefax (317) 237-3900

THEODORE L. LOCKE
(1891-1981)
HUGH E. REYNOLDS
(1900-1968)
EMERSON BOYD
(1914-1986)

Writer's Direct Dial Number

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MARY M. RUTH FELDHAKE
NELSON D. ALEXANDER
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DEREK S. BURRELL
DEAN R. BRACKENRIDGE
T. JOSEPH WENDT
MICHAEL T. CROWLEY
MICHELLE V. DAVIS
JOHN D. PAPAGEORGE
HEATHER L. WILSON
VINCENT J. WONG
DANIEL G. FOOTE

OF COUNSEL
WILLIAM B. WEISELL
WILLIAM H. VOBACH
ROBERT C. RIDDELL
RODNEY E. GORSON

October 20, 1998

Assistant Commissioner of Trademarks
2900 Crystal Drive
Arlington, Virginia 22202-3513
Attn: Assignment Branch

RE: Registration No. 1,097,133, Registered July 25, 1978
Mark: MADAME C. J. WALKER & Design
Our File: 7798/3

Dear Sir:

Enclosed is an Agreement for Sale of the Exclusive Rights to the Name and Likeness of Madame C. J. Walker, dated April 24, 1986, for recording. On April 24, 1986, it was the intent of MADAME C. J. WALKER MFG. CO., INC. a/k/a MADAME C. J. WALKER MFG. CO. OF INDIANA, INC. to transfer to Vivian L. Randolph all the residual rights in the business including the trademark MADAME C. J. WALKER & Design, U.S. Trademark Registration No. 1,097,133 covering the trademark, and the goodwill of the business connected with the use of and symbolized by the trademark.

It is respectfully requested that the enclosed Agreement be recorded against U.S. Trademark Registration No. 1,097,133.

Our check in the amount of \$40.00 is enclosed to cover the recording fee. Please forward the recorded document to the undersigned.

Respectfully submitted,

LOCKE REYNOLDS BOYD & WEISELL



A. James Richardson

AJR/rmg
Enclosure

LOCKE REYNOLDS BOYD & WEISELL

RECORDED: 10/20/1998

TRADEMARK
REEL: 1814 FRAME: 0349