

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

12-21-1998

AMERICAN
Patent and Trademark Office



100925344

To the Commissioner of Patents and Trademarks: Please record the attached original document.

1. Name of conveying party(ies): *MLD 12-14 98*
Softsoap Enterprises, Inc.
 Individuals Association
 General Partnership Limited Partnership
 Corporation—State of Massachusetts
 Other:

2. Name and address of receiving party(ies):
Minnetonka Brands, Inc.
7665 Commerce Way
Suite 50
Eden Prairie, Minnesota 55344

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other:

Individual(s) citizenship Association
 General Partnership Limited Partnership
 Corporation—State of Minnesota
 Other:

Execution Date December 7, 1998

If assignee is not domiciled in the United States, a domestic representative designation is attached.
 Yes No
(Designations must be separate document from Assignment)

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

A. Trademark Application No.(s)

B. Trademark Reg. No.(s)

1,021,279; 1,059,925; 1,135,414; 1,144,636; 1,173,823;
1,193,482; 1,264,635; 1,743,827; 1,743,829; 1,779,429; 1,864,137;
1,933,286; 1,935,657; 1,937,322; 1,966,759; 1,969,821; 1,979,374 and
2,155,917

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: D. Randall King
Address: Merchant, Gould, Smith, Edell,
Welter & Schmidt, P.A.
3100 Norwest Center
90 South Seventh Street
Minneapolis, MN 55402-4131

Additional numbers attached? Yes No

6. Total number of applications and trademarks involved: 18
7. Total fee (37 CFR 3.41): \$465.00
 Enclosed
 Authorized to be charged to deposit account
8. Please charge any additional fees or credit any overpayments to our Deposit account number: 13-2725

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.

D. Randall King
Name of Person Signing

[Handwritten Signature]
Signature

12/8/98
Date

12/17/1998 DNGUYEN 00000184 1021279

01 FC:481 40.00 DP
02 FC:482 425.00 DP

Total number of pages including cover sheet, attachments, and document: 6

Do not detach this portion

Mail documents to be recorded with required cover sheet information to

Commissioner for Patents and Trademarks
Box Assignments
Washington, D.C. 20231

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TRADEMARK
REEL: 1827 FRAME: 0868

ASSIGNMENT

WHEREAS, Softsoap Enterprises, Inc. ("Assignor"), a Massachusetts corporation, having an office at 300 Park Avenue, Colgate-Palmolive Company, New York, New York 10022-7499, is the owner of the trademarks and U.S. Trademark Registrations identified in the attached schedule;

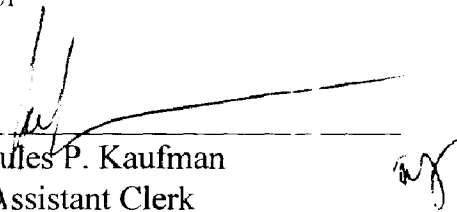
WHEREAS, Minnetonka Brands, Inc. ("Assignee"), a Minnesota corporation, having an office at 7665 Commerce Way, Suite 50, Eden Prairie, Minnesota 55344, is desirous of acquiring all right, title and interest in and to said trademarks and trademark registrations;

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, said Softsoap Enterprises, Inc. has sold, assigned and transferred and by these presents does sell, assign and transfer unto said Minnetonka Brands, Inc., its successors or assigns, the entire right, title and interest for all countries in and to said trademarks and trademark registrations identified in the attached Schedule, including all common law trademark or trade name rights in said mark(s), and with the goodwill and other incidents of its business associated with or symbolized by said trademarks and the right to recover and have damages and profits for past infringement, if any.

IN WITNESS WHEREOF, the Assignor has caused this instrument to be executed by its duly authorized corporate officer this 7th day of December, 1998.

Softsoap Enterprises, Inc.
"Assignor"

By _____


Jules P. Kaufman
Assistant Clerk

State of New York)
) S.S.
County of New York)

Subscribed and sworn to before me
on this 7th day of December, 1998.

Rosie S. Dizon



Notary Public, State of New York
No.31-4941117
Qualified in New York County
Commission Expires August 15, 2000

SCHEDULE

MARK	REGISTRATION NO.	REGISTRATION DATE	FILE REF. NO.
VILLAGE	1,021,279	09/23/75	
VILLAGE BATH PRODUCTS	1,059,925	01/22/77	
DIRTY KIDS	1,135,414	05/20/80	10414.102US01
VILLAGE BATH (Stylized)	1,144,636	12/30/80	10414.101US01
THE CREAMERY & Design	1,173,823	10/20/81	10414.109US01
THE INCREDIBLE SOAP MACHINE (Stylized)	1,193,482	04/13/82	10414.105US01
VILLAGE NATURAL & Design	1,264,635	01/24/84	10414.106US01
PRIVATE MOMENTS	1,743,827	12/29/92	10414.107US01
VILLAGE PRIVATE MOMENTS	1,743,829	12/29/92	10414.108US01
VILLAGE NATURAL	1,779,429	06/29/93	10414.104US01
VILLAGE NATURALS	1,864,137	11/22/94	10414.110US01
KAUAI GARDEN	1,933,286	11/7/95	10414.20US01
PARIS ROMANCE	1,935,657	11/14/95	10414.27US01
GULF BREEZES	1,937,322	11/21/95	10414.22US01
SPLASH BERRY BANANA	1,966,759	04/09/96	10414.3 US01
FRESH APPLE SPLASH	1,969,821	04/23/96	10414.30US01
PRIVATE MOMENTS BY VILLAGE	1,979,374	06/11/96	10414.29US01
ALPINE MEADOW	2,155,917	05/12/98	10414.24US01