

03-16-1999

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RE



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TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

New

Resubmission (Non-Recordation)
Document ID #

Correction of PTO Error
Reel # Frame #

Corrective Document
Reel # Frame #

Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment

Merger Change of Name

Other

Effective Date
Month Day Year
 3 10 99

Conveying Party

Mark if additional names of conveying parties attached

Name Tsumura International Inc. Execution Date
Month Day Year
 3 10 99

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Mark if additional names of receiving parties attached

Name Minnetonka Fragrance Inc.

DBA/AKA/TA

Composed of

Address (line 1) 910-920 Sylvan Avenue

Address (line 2)

Address (line 3) Englewood Cliffs New Jersey 07632
City State/Country Zip Code

Individual General Partnership Limited Partnership Association

Corporation Association

Other

Citizenship/State of Incorporation/Organization Delaware

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

FOR OFFICE USE ONLY

03/12/1999 JSHBAZZ 00000120 1358774
01 FC:481 40.00 OP
02 FC:482 600.00 OP

OK

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if ~~ALL~~ ALL numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Barbara Bauer

March 10, 1999

Name of Person Signing

Signature

Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

FORM PTO-1618C
Expires 06/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

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Zip Code

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Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Mark if additional numbers attached

Trademark Application Number(s)

Registration Number(s)

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EXHIBIT A

United States Trademark Registrations

Mark	Registration Number	Registration Date
APPLEJACK & PEEL	REG. 1,358,774	9/10/85
CLAIRE BURKE	REG. 1,785,136	8/3/93
CLAIRE BURKE WISTERIA (Stylized)	REG. 1,749,761	2/2/93
CHRISTMAS MEMORIES	REG. 1,475,569	2/9/88
GARDEN MELODY	REG. 1,860,193	10/25/94
HOMEPOURRI	REG. 1,846,085	7/19/94
OH CHRISTMAS TREE	REG. 1,574,195	1/2/90
PEACHES & DREAMS	REG. 1,937,148	11/21/95
PEACHES & DREAMS	REG. 1,937,146	11/21/95
PEACHES & DREAMS	REG. 1,937,149	11/21/95
PEACHES & DREAMS	REG. 1,974,704	5/21/96
SIMMERING SACHETS	REG. 1,931,791	10/31/95
SPRAYPOURRI	REG. 1,834,247	5/3/94
SPRING MEADOW	REG. 1,171,887	10/6/81
THE SEA	REG. 1,709,638	8/25/92
THE SEA	REG. 1,931,665	10/31/95
VAPOURRI (Stylized)	REG. 612,869	9/27/55
VITABAR	REG. 1,707,676	8/18/92
VITABATH	REG. 697,889	5/17/60
VITABATH	REG. 951,482	1/23/73
VITABATH	REG. 951,501	1/23/73
VITABATH GOLD	REG. 1,769,616	5/11/93
VITABATH NATURALS	REG. 1,851,851	8/30/94
VITABATH PLUS	REG. 1,325,304	3/19/85
VITASPA	REG. 1,830,755	4/12/94
WATERLILLY	REG. 1,539,987	5/23/89

United States Trademark Filings

Mark	Filing Number	Filing Date
CLAIRE BURKE	APP. 75/532,853	8/7/98
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LAVENDER BREEZE	APP. 75/568,288	10/13/98
LAVENDER BREEZE	APP. 75/568,560	10/13/98
THE SEA	APP. 75/569,260	10/13/98
THE SEA	APP. 75/568,648	10/13/98

ASSIGNMENT

WHEREAS, TSUMURA INTERNATIONAL INC. (hereinafter "Assignor"), a Delaware corporation, with a principal place of business at 300 Lighting Way, Secaucus, New Jersey 07096, has heretofore assigned to Belae Brands, Inc. its right, title and interest in and to the following trademarks and corresponding United States Trademark Registrations and Applications, hereinafter collectively referred to as the "TRADEMARKS" as set forth in Schedule A, attached herewith.

WHEREAS, BELAE BRANDS, INC. has granted to Assignor a security interest in and to the TRADEMARKS as set forth in that certain agreement dated December 23, 1998; (the Belae Agreement);

WHEREAS, MINNETONKA FRAGRANCE INC., (hereinafter "Assignee") a Delaware corporation, with a principal place of business at 910-920 Sylvan Avenue, Englewood Cliffs, New Jersey 07632, is desirous of acquiring any and all rights which Assignor now holds in the TRADEMARKS; and

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, TSUMURA INTERNATIONAL INC. does hereby assign to MINNETONKA FRAGRANCE INC. its security interest in and to the TRADEMARKS together with any other rights, title and interest which Assignor may have retained or may otherwise acquire in the TRADEMARKS and the right to renew the Trademark Registrations to be held and enjoyed by Assignee to the extent permitted by law or pursuant to the Belae Agreement; for its own use and benefit and for the use and benefit of its successors, assigns and legal representatives to be used as fully and entirely

as said rights would have been held and enjoyed by Assignor had this assignment and sale not been made.

Assignor further covenants and agrees that Assignor will at any time upon request of Assignee, and at its expense, communicate to Assignee any facts relating to the TRADEMARKS known to Assignor, and that Assignor will testify upon the request of Assignee as to the same in any proceeding in the United States Patent and Trademark Office.

IN TESTIMONY WHEREOF, TSUMURA INTERNATIONAL INC., has hereby executed this Agreement this 10th day of March, 1999.

By: *Koji Okada*
Name: Koji Okada
Title: President

Notarial Certificate

ON this 10th day of March, 1999, personally appeared before me Koji Okada, who did say that he is President of TSUMURA INTERNATIONAL INC., and that he executed the above assignment on behalf of said corporation, and for the purposes therein set forth.

Eric M. Zipkowitz
Notary

ERIC M. ZIPKOWITZ
Notary Public, State of New York
No. 41-4980625
Qualified in Queens County
Commission Expires April 22, 1999

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