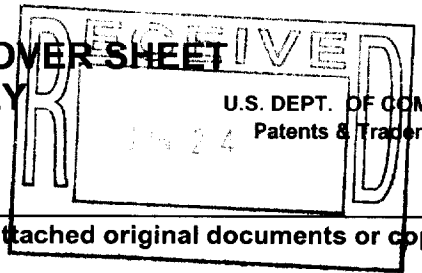


06-28-1999



101076965

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY



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

1. Name of conveying party(ies):

The Procter & Gamble Company

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

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

3. Nature of conveyance:

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

Execution Date: June 18, 1999

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

Name: JBR, Inc.

Internal Address: _____

Street Address: 1933 Davis Street #308

City: San Leandro State: California Zip: 94577

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

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

(Designation must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes No

6-24-99

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

A. Trademark Application No.(s)

B. Trademark registration No.(s)

1,630,224 and 1,279,137

Additional numbers attached? Yes No

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

Name: Marco Kerschen

Internal Address: 2C- GO Legal

Street Address: One Procter & Gamble Plaza

City: Cincinnati State Ohio Zip: 45202

6. Total number of applications and registrations 2

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

16-2488

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

DO NOT USE THIS SPACE

06/25/1999 DNGUYEN 00000261 162400 1630224

01 FC:481 40.00 CH
02 FC:482 25.00 CH

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.

Marco Kerschen

Name of Person Signing

[Signature]
Signature

6-18-99

Date

TRADEMARK ASSIGNMENT

For good and valuable consideration, the sufficiency of which is hereby acknowledged, and pursuant to the terms and conditions of the Asset Sale and Purchase Agreement (the "Sale Agreement") dated as of May 26, 1999 and entered into by and between The Procter & Gamble Company, an Ohio corporation, and other sellers as defined in the Sale Agreement ("Sellers"), and JBR, Inc., a California Corporation ("Buyer"), Sellers hereby assign on this 18th day of June, 1999, to Buyer all of Sellers' right, title and interest in the trademarks listed on Attachment A (including but not limited to the registrations and applications therefor) together with the goodwill associated therewith and all rights at common law in and to said trademarks and Sellers further assign, transfer, sell and convey to Buyer, its successors, legal representatives and assigns, the right to apply for, register, renew, protect, defend and enforce any and all rights to the said trademarks including the right to sue for past infringement, the right to enforce any and all trademark rights of Sellers and causes of action therefor, presently known or unknown and inuring to Buyer, and the right to recover all claims for damages or for compensation for past infringement arising out of any cause of action, whether presently known, unknown, accrued or to accrue.

THE PROCTER & GAMBLE COMPANY

WITNESS:

By: Linda J. Hauer

Name: Linda J. Hauer

By: David M. Moyer

Name: David M. Moyer

Title: Assistant Secretary

ATTACHMENT A

Trademarks to be assigned:

<u>MARK</u>	<u>REGISTRATION NUMBER</u>	<u>COUNTRY</u>
FAIRWINDS	Reg. no. 1,630,224	United States of America
FAIRWINDS and Design	Reg. no. 1,279,137	United States of America