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Division of Patents

101094825

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U.S. Patent & TMO/TM Mail Rpt Dt. #54

(ies):

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

Annabelle Cosmetics Inc./Cosmetiques  
Annabelle Inc.  
3600 Rachel Street East  
Montreal, Quebec H1W 1A9, Canada

Name: Professional Pharmaceutical Corp.

Internal Address: 9200 Cote de Liesse Road

Street Address: 9200 Cote de Liesse Road

City: Lachine, Quebec CANADA H8T 1A1  
State: ZIP:

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

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

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Atty of Record  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
- Merger
- Change of Name

Execution Date: JUNE 30, 1999

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

A. Trademark Application No.(s)

75/445938 AQUAMATTE

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 E. BAXLEY, ESQUIRE

Internal Address: 59 JOHN ST - 5 FL  
NEW YORK NY 10038

Street Address: 59 JOHN ST - 5 FL

City: NEW YORK State: NY ZIP: 10038

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

Only for any deficiency or overpayment

8. Deposit account number:  
02-1435

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

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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 E. BAXLEY  
Name of Person Signing

Signature

09 JULY 99

Date

Total number of pages comprising cover sheet: 1

File: 2028-tr

**ASSIGNMENT**

The undersigned, **ANNABELLE COSMETICS INC.**, whose address is 3600 Rachel Street East, Montreal, Quebec H1W 1A9, Canada, (hereinafter referred to as "the Assignor"), for good and valuable consideration, the receipt and sufficiency whereof is hereby acknowledged, hereby confirms having sold and assigned, as of June 30, 1999, to **PROFESSIONAL PHARMACEUTICAL CORP.**, a corporation of Canada, with its principal place of business at 9200 Côte de Liesse Road, Lachine, Quebec H8T 1A1, Canada, (hereinafter referred to as "the Assignee"), all of its right, title and interest worldwide in and to the trade-marks identified in Schedule "A" hereto and the registrations and applications for the same referred to in the said Schedule, together with the goodwill attaching to the said trade-marks, the same to be held and enjoyed by the Assignee, its successors and assigns, as fully and entirely as the said assigned interest could have been held and enjoyed by the Assignor if this Assignment had not been made.

The Assignee hereby accepts the said Assignment and hereby also revokes any and all previous appointments of agents and representatives for service in respect of the registrations and applications for the said trade-marks detailed in the Schedule hereto and appoints Swabey Ogilvy Renault, whose address is 1981 McGill College Avenue, Suite 1600, Montreal, Quebec H3A 2Y3, as the firm to whom any notice in respect of the said registrations or applications may be sent, and upon whom service of any proceedings in respect thereof may be made with the same effect as if they had been given to or served upon the Assignee itself.

It is the express wish of the parties hereto that this document be drawn up in the English language. La volonté expresse des parties au present est que ce document soit redigé en Anglais.

EXECUTED at Montreal this 30th day of June, 1999.

**ANNABELLE COSMETICS INC.**

By:



Name: Morrie Cohen  
Title: President

EXECUTED at Montreal this 30th day of June, 1999.

**PROFESSIONAL PHARMACEUTICAL CORP.**

By:



Name: Michael Cape  
Title: President

Schedule "A"

Assignor: Annabelle Cosmetics Inc.  
 Assignee: Professional Pharmaceutical Corp.

<u>Country</u>	<u>Trade-mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
Canada	IN LOOK COSMETICS	176,241	May 21, 1971
Canada	ALL EYES	177,572	August 13, 1971
Canada	ALL LIPS	177,455	August 6, 1971
Canada	BLINKERS	321,352	December 5, 1986
Canada	COSMETIC CENTER	179,149	October 29, 1971
Canada	DIANE ELLEN	312,069	March 7, 1986
Canada	LE PINCEAU & Design	255,254	January 23, 1981
Canada	LEE ANN	321,594	December 12, 1986
Canada	NAIL-GLEAMERS	205,821	March 14, 1975
Canada	ANNABELLE	331,978	September 18, 1987
Canada	ANNABELLE RETRACTABLES	499,831	August 31, 1998
Canada	ANNABELLE STOP THAT RUN!	452,483	December 29, 1995
Canada	ANNABELLE ULTRA	399,044	June 12, 1992
Canada	AQUAMATTE	490,594	February 26, 1998
U.S.A.	ANNABELLE	2,088,505	August 19, 1997

<u>Country</u>	<u>Trade-mark</u>	<u>Application No.</u>	<u>Filing date</u>
Canada	STAYING POWER	844,879	May 13, 1997
U.S.A.	ANNABELLE RETRACTABLES	75/264,506	March 26, 1997
U.S.A.	AQUAMATTE	75/445,938	March 6, 1998