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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

MRE 11-17-99

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

Submission Type

New

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Reel # _____ Frame # _____

Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment

Merger Change of Name

Other _____

Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name McGregor II, LLC

07151999

Formerly _____

Individual General Partnership Limited Partnership Corporation Association

Other Limited Liability Company

Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Mark if additional names of receiving parties attached

Name Beau Brummel/Sel-Leb Marketing, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 421 West Broadway

Address (line 2) _____

Address (line 3) New York
City

NY
State/Country

10012
Zip Code

Individual General Partnership Limited Partnership Corporation Association

Corporation Association

Other _____

Citizenship/State of Incorporation/Organization New York

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.)

12/09/1999 TTON11 00000241 879998

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01 FC:481
02 FC:482

40.00 OP
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REEL: 001997 FRAME: 0510

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 (212) 869-6000

Name Seth P. Markowitz, Esq.

Address (line 1) Markowitz & Roshco, LLP

Address (line 2) 530 Fifth Avenue - 23rd Floor

Address (line 3) New York, NY 10036

Address (line 4) _____

Pages

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

3

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

Mark if additional 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)

879,998	421,954	521,764

Number of Properties

Enter the total number of properties involved.

3

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 90.00

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

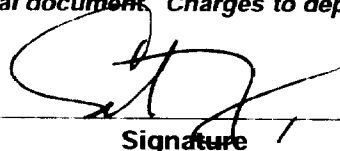
No

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.

Seth P. Markowitz

Name of Person Signing



Signature

11/15/99

Date Signed

EXHIBIT D

TRADEMARK ASSIGNMENT

WHEREAS, McGregor II, LLC, a Delaware limited liability company with principal offices at 430 Park Avenue, 10th Floor, New York, New York (hereinafter called the "Assignor") is the owner of all right, title and interest in and to the U. S. trademark registrations in the United States Patent and Trademark Office set forth and more particularly described on Schedule A (hereinafter the "Trademark Registrations");

WHEREAS, Beau Brummel/SEL-LEB Marketing, Inc., a New York corporation, with offices at 421 West Broadway, New York, New York 10012 (hereinafter called the "Assignee"), has executed a Trademark Assignment Agreement and is desirous of acquiring any and all rights that Assignor has in the said Trademark Registrations and any common law rights therein (collectively, the "Trademark Rights"), together with the goodwill of the business in connection with which the said Trademark Rights are used and which is symbolized by said Trademark Rights, along with the right to recover for damages and profits for past infringements thereof;

WHEREAS, Assignor agrees to execute and deliver, at the request of the Assignee, all papers, instruments, and assignments, and to perform any other reasonable acts the Assignee may require in order to vest all Assignor's right, title, and interest in and to the said Trademark Rights in the Assignee and/or to provide evidence to support any of the foregoing in the event such evidence is deemed necessary by Assignee, to the extent such evidence is in the possession or control of Assignor.

NOW THEREFORE, for the good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby sell and assign unto Assignee all right, title and interest in and to the Trademark Rights for the United States and throughout the world, together with the goodwill of the business in connection with which the said Trademark Rights are used and which is symbolized by said Trademark Rights, along with the right to recover for damages and profits for past infringements thereof.

IN WITNESS WHEREOF, Assignor has caused this instrument to be executed as of July 13, 1999.

ATTEST:

McGREGOR II, LLC

[Signature]
Secretary

By: [Signature]
Name: Thomas R. Sandler
Title: President

STATE OF COLORADO)
)ss.
CITY AND COUNTY OF DENVER)

The foregoing instrument was acknowledged before me this 23rd day of August, 1999, by Thomas R. Sandler, as President of McGregor II, LLC, a Delaware limited liability company, on behalf of said company.

My commission expires: My Commission Expires 01/21/2001

WITNESS my hand and official seal.

[Signature]
Notary Public



Schedule A

Trademark Assignment

Trademark Registrations

<u>Country</u>	<u>Curr Reg No</u>	<u>Curr App No</u>	<u>CI & NO</u>
United States BEAU BRUMMELL	879,998	72/290,631	IN 24 IN 25
United States BEAU BRUMMELL (Stylized)	421,954	486,451	IN 3
United States BEAU BRUMMELL (Stylized)	521,764	71/538,712	IN 25