

12-15-1999



101222220

41167
11/26/98

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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
Ree # _____ Frame # _____

Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment

Merger

Change of Name

Other _____

Effective Date
Month Day Year
07 14 1998

Conveying Party

Mark if additional names of conveying parties attached

Name: FLORI ROBERTS, INC. Execution Date: 7/14/98
Month Day Year

Formerly: _____

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization: New Jersey

Receiving Party

Mark if additional names of receiving parties attached

Name: DERMABLEND, INC.

DBA/AKA/TA: _____

Composed of: _____

Address (line 1): 8522 South Lafayette Avenue

Address (line 2): _____

Address (line 3): Chicago Illinois 60620
City State/Country Zip Code

Individual General Partnership Limited Partnership 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.)

Corporation Association

Other _____

Citizenship/State of Incorporation/Organization: Delaware

12/15/1999 TTOM11 00000124 1234213 FOR OFFICE USE ONLY

01 FC:481 40.00 OP
02 FC:482 175.00 OP

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

TRADEMARK
REEL: 001998 FRAME: 0671

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 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)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Registration Number(s)

<input type="text" value="1234213"/>	<input type="text" value="1282015"/>	<input type="text" value="2070695"/>
<input type="text" value="2157342"/>	<input type="text" value="1707669"/>	<input type="text" value="1721034"/>
<input type="text" value="1679784"/>	<input type="text" value="2200115"/>	<input type="text"/>

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.

Schuylla H. Goodson

November 24, 1999

Name of Person Signing

Signature

Date Signed

(United States Trademarks)

TRADEMARK ASSIGNMENT

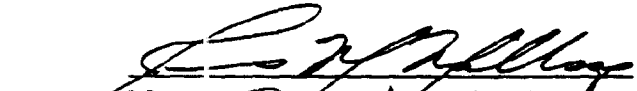
WHEREAS, FLORI ROBERTS, INC., a corporation organized and existing under the laws of the State of New Jersey ("Assignor"), with offices at 8522 South Lafayette Avenue, Chicago, Illinois 60620, is the sole and exclusive owner of all right, title and interest in and to the trademarks identified in Exhibit A ("Trademarks") and to United States Trademark Registrations and Applications identified therein ("Trademark Registrations and Applications"), which registrations are in full force and effect; and


WHEREAS, DERMABLEND, INC., a corporation organized and existing under the laws of the State of Delaware ("Assignee"), with offices at 8522 South Lafayette Avenue, Chicago, Illinois 60620, is desirous of acquiring the title, rights, benefits and privileges to the above identified Trademarks and Trademark Registrations and Applications;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby assigns, transfers and conveys to Assignee the entire right, title and interest in and to the above-identified Trademarks and Trademark Registrations and Applications, together with all goodwill of the business arising from the use of and symbolized by the Trademarks and Trademark Registrations and Applications.

FLORI ROBERTS, INC.

DERMABLEND, INC.


Name: James M. Millsap
Title: Chief Executive Officer

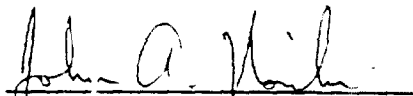

Name: James M. Millsap
Title: Chief Executive Officer

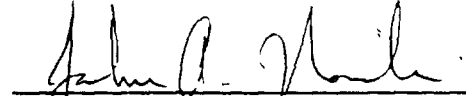
Dated: July 14, 1998

Dated: July 14, 1998

Sworn to and subscribed before me
this 14th day of July, 1998.

Sworn to and subscribed before me
this 14th day of July, 1998.


Notary Public


Notary Public

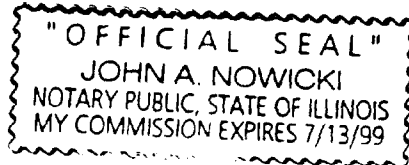
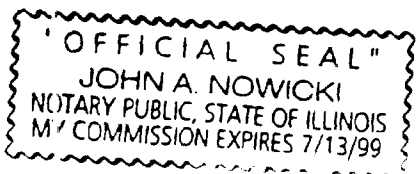


EXHIBIT A

DERMABLEND TRADEMARKS

TRADEMARK	COUNTRY	SERIAL NO. (FILING DATE)	REG. NO. (REG. DATE)
CHROMOTONE	United States	321,248 (7/29/81)	1,234,213 (4/12/83)
COMPLEXION CONFIDENCE	United States	Common Law Only	
DERMABLEND	United States	73/381,177 (8/23/82)	1,282,015 (6/19/84)
DERMABLEND	Puerto Rico		26,651 (1/10/86)
DERMABLEND	Virgin Islands (U.S.)		5,485 (8/3/87)
DERMABLEND ACTIVE	United States	75/013,579 (10/24/95)	2,070,695 (6/10/97)
DERMABLEND A ACTIVE	United States	75/074,237 (3/18/96)	2,157,342 (5/12/98)
DERMABLEND CORRECTIVE COSMETICS	United States	74/121,821 (12/10/90)	1,707,669 (8/18/92)
DERMABLEND QUICK-FIX	United States	74/101,860 (10/1/90)	1,721,034 (9/29/92)
LEG & BODY PERFECTION KIT	United States	75/051,150 (1/31/96)	
WRINKLE-FIX	United States	74/043,218 (3/27/90)	1,697,784 (3/17/92)

Dernablend Status List
As of July 10, 1998
Page -1-