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04-13-2000

COVER



ASSIGNMENT

RKS

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1. SPA CENTERS, INC., a California corporation is the party conveying its entire interest in the trademarks "CrystalZone" and "Ultralife HP".
2. The party receiving the assignment is DIMENSION ONE SPAS, a California corporation, 2611 Business Park Drive, Vista, California 92083. Mr. Hallam is president of Dimension One Spas.
3. SPA CENTERS, INC.'s entire right, title, and interest in the registered trademarks "CrystalZone" and "Ultralife HP" have been conveyed to DIMENSION ONE SPAS.
4. This assignment is for the registered trademark "CrystalZone", Registration No. 1,894,593, registered on May 16, 1995. This assignment is also for the registered trademark "Ultralife HP", Registration No. 1,768,074, registered on April 27, 1993.
5. All correspondence regarding this recording of assignment should be forwarded to: Laurie E. Barber, Esq. of Wright & L'Estrange, 701 B Street, Suite 1550, San Diego, California 92101; Telephone: (619) 231-4844; Facsimile: (619) 231-6710.
6. This assignment is for two applications and the fee payable to the Commissioner of Patents and Trademarks in the amount of \$80.00 is enclosed.
7. This document assigning SPA CENTERS, INC.'s interest, right, and title to DIMENSION ONE SPAS is dated February 28, 2000.
8. There is no assignee of the registered trademark who is not domiciled in the United States.
9. The undersigned being hereby warned that wilful false statements and the likes so made are punishable by fine or imprisonment, or both under 18 U.S.C. 1001, and that such wilful false statements may jeopardize the validity of the application or any resulting registration or assignment, declares that to the best of his knowledge and belief, the information contained on this coversheet is true and correct and any copies submitted are true and correct copies of the original documents.

DATED: February 28, 2000

SPA CENTERS, INC., a California corporation

By: _____

Robert T. Hallam, President

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01 FC:481	40.00 OP
02 FC:482	25.00 OP
03 FC:998	15.00 OP

TRADEMARK
REEL: 002049 FRAME: 0409

ASSIGNMENT OF REGISTRATION OF MARKS

Whereas SPA CENTERS, INC., a California corporation ("Assignor") of 2611 Business Park Drive, Vista, California 92083, has adopted, used, and is using the mark "CrystalZone", which is registered in the United States Patent and Trademark Office, Registration No. 1,894,593, dated May 16, 1995;

Whereas SPA CENTERS, INC., a California corporation ("Assignor") of 2611 Business Park Drive, Vista, California 92083, has adopted, used, and is using the mark "Ultralife HP", which is registered in the United States Patent and Trademark Office, Registration No. 1,768,074, dated April 27, 1993; and

Whereas DIMENSION ONE SPAS, a California corporation ("Assignee") of 2611 Business Park Drive, Vista, California 92083, is desirous of acquiring the two above trademarks and the registrations thereof.

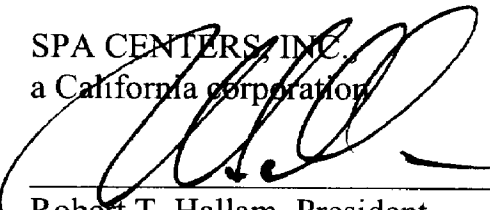
Now, therefore for good and valuable consideration, receipt of which is hereby acknowledged, SPA CENTERS, INC. does hereby assign to DIMENSION ONE SPAS, all right, title, and interest in and to the above two marks, together with the good will of the business symbolized by the marks, and the above-identified registrations thereof.

ASSIGNOR:

SPA CENTERS, INC.
a California corporation

DATED: February 28, 2000

By:



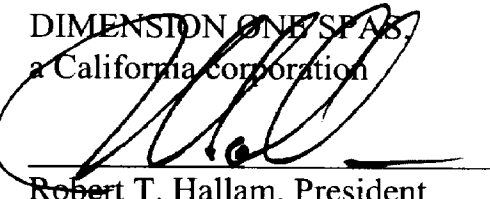
Robert T. Hallam, President

ASSIGNEE:

DIMENSION ONE SPAS
a California corporation

DATED: February 28, 2000

By:

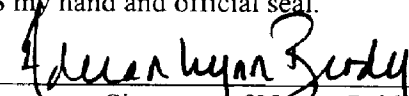


Robert T. Hallam, President

STATE OF CALIFORNIA)
)
COUNTY OF SAN DIEGO)

On February 28, 2000, before me, the undersigned, a notary public in and for the State of California, personally appeared ROBERT T. HALLAM, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Signature 

Signature of Notary Public

(Seal)

