

RECORDATION FORM COVER SHEET

5.16.00

06-09-2000

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To the Honorable Commissioner of Patents



attached original documents or copy thereof.

1. Name of conveying party(ies):

Walden-Hays, Inc.

101376684

Name and address of receiving party(ies)

Name: Lipton Investments, Inc.

Internal Address: _____

Street Address: 501 Silverside Road

City: Wilmington State: DE ZIP: 19809

- Individual(s)
- General Partnership
- Corporation-State New York
- Other _____

- Association
- Limited Partnership

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

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: 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 25, 1998

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,966,799

Additional numbers attached? Yes No

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

Name: Rowena S. DeLeon

Internal Address: _____

Street Address: 33 Benedict Place

City: Greenwich State: CT ZIP: 06836

06/08/2000 DMSUYEN 00000108 031595 1966799

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

8. Deposit account number:

03-1595

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

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DO NOT USE THIS SPACE

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.

Rowena S. DeLeon

Name of Person Signing

Signature

5/16/2000

Date

Total number of pages including cover sheet, attachments, and document: 2

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 002084 FRAME: 0936

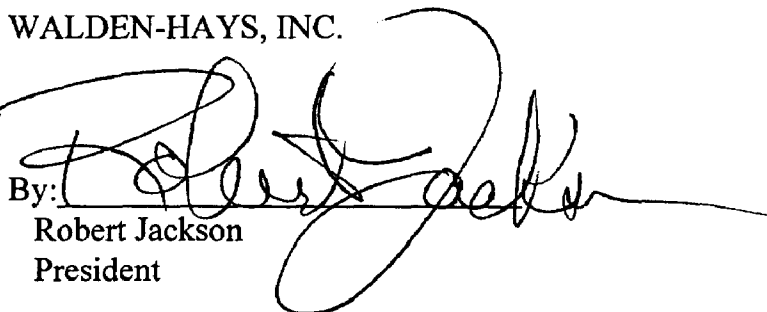
TRADEMARK ASSIGNMENT

WHEREAS, Walden-Hays, Inc., located at 853 Broadway, New York, New York, 10003 (hereinafter "ASSIGNOR"), is owner of certain rights to the trademark TAKE CONTROL, by virtue of a trademark assignment from M S International Laboratories, Inc. (a copy of which is attached hereto);

WHEREAS, Lipton Investments Inc., located at 501 Silverside Road, Wilmington, Delaware (hereinafter "ASSIGNEE"), is desirous of acquiring any and all of the right to said TAKE CONTROL trademark, held by ASSIGNOR;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, said ASSIGNOR does hereby assign to ASSIGNEE any and all of its rights, title and interest in and to said TAKE CONTROL trademark, together with the goodwill of the business symbolized by said trademark, if any. ASSIGNOR agrees that it will not take any action to challenge the rights of ASSIGNEE, or of its successors and assignees, to the mark TAKE CONTROL, nor will it at any time assert any rights to the mark TAKE CONTROL, nor to any mark confusingly similar thereto.

WALDEN-HAYS, INC.

By: 
Robert Jackson
President