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OMB 0651-0027



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U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

AUG 28 2000

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		Conveyance Type	
<input checked="" type="checkbox"/> New	<input type="checkbox"/> Resubmission (Non-Recordation) Document ID # _____	<input checked="" type="checkbox"/> Assignment	<input type="checkbox"/> License
<input type="checkbox"/> Correction of PTO Error Reel # _____ Frame # _____	<input type="checkbox"/> Corrective Document Reel # _____ Frame # _____	<input type="checkbox"/> Security Agreement	<input type="checkbox"/> Nunc Pro Tunc Assignment Effective Date Month Day Year _____
		<input type="checkbox"/> Merger	<input type="checkbox"/> Change of Name
		<input type="checkbox"/> Other _____	

Conveying Party Mark if additional names of conveying parties attached

Name LPI COSMETICS, INC. Execution Date 07 05 2000
Month Day Year

Formerly _____ 75402057

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization NEW YORK CORPORATION

Receiving Party Mark if additional names of receiving parties attached

Name GALE HAYMAN ENTERPRISES, LLC

DBA/AKATA _____

Composed of _____

Address (line 1) 762 MADISON AVENUE

Address (line 2) _____

Address (line 3) NEW YORK NEW YORK 10021
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

09/18/2000 DNGUYEN 00000388 75402057
11 FC:481 40.00 DP
12 FC:482 275.00 DP

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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: 002144 FRAME: 0777

Domestic Representative Name and Address Enter for the first Receiving Party only.

Name KAPLAN, THOMASHOWER & LANDAU LLP

Address (line 1) 26 Broadway

Address (line 2) 20th Floor

Address (line 3) New York, New York 10004

Address (line 4)

Correspondent Name and Address Area Code and Telephone Number 212-593-1700

Name JONATHAN P. WOLFERT

Address (line 1) KAPLAN, THOMASHOWER & LANDAU LLP

Address (line 2) 26 Broadway

Address (line 3) 20th Floor

Address (line 4) New York, New York 10004

Pages Enter the total number of pages of the attached conveyance document including any attachments. # 1

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)

75402057 75619992

1594813 1647945 1816582

75696301

1523096 1480363 1761949

75694748

1897255 1497350

Number of Properties Enter the total number of properties involved. # 12

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$ 315.00

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: #

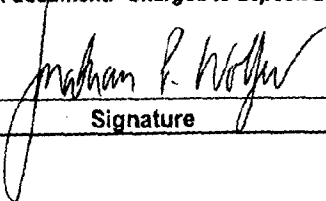
Authorization to charge additional fees: Yes No

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.

JONATHAN P. WOLFERT

Name of Person Signing



Signature

8/17/00

Date Signed

ASSIGNMENT

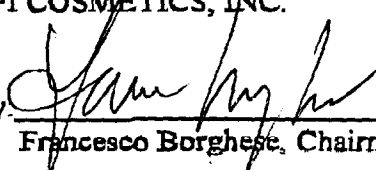
WHEREAS, LPI Cosmetics, Inc. a New York corporation having its principal offices at 300 Kennedy Drive, Sayreville, New Jersey 08872, is the owner of record of and is using the trademarks set forth on the annexed Exhibit, which trademarks have been registered in the United States Patent and Trademark Office as indicated on the annexed Exhibit,

AND WHEREAS, Gale Hayman Enterprises, LLC, a Delaware limited liability company having its principal offices at 762 Madison Avenue, New York, New York 10021, is desirous of acquiring said trademarks and the registrations therefor,

NOW THEREFORE, in consideration of the sum of one dollar and other good and valuable consideration, the receipt of which is hereby acknowledged, LPI Cosmetics, Inc. hereby assigns to Gale Hayman Enterprises, LLC all right, title and interest in and to said trademarks, and registrations therefor, together with the goodwill of the business symbolized by said trademarks, including the right to sue for prior infringements.

Signed at New York, New York, this 5 day of July 2000.

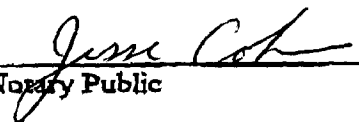
LPI COSMETICS, INC.

By: 

Francesco Borghese, Chairman and CEO

STATE OF NEW YORK)
) ss.
COUNTY OF NEW YORK)

On this 5 day of July 2000, personally came Francesco Borghese, to me known and, being by me duly sworn, did depose and say that he is Chairman and Chief Executive Officer of LP Cosmetics, Inc., the assignor above named, and that he executed the foregoing Assignment on behalf of said assignor and by its authority.



Notary Public

JESSE L. COHEN
NOTARY PUBLIC OF NEW JERSEY
MY COMMISSION EXPIRES APRIL 6, 2004