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To the Honorable Commissioner of

101496101

attached original documents or copy thereof.

1. Name of conveying party(ies):

HERBERT STEVENS, INC.

- Individual(s)
- General Partnership
- Corporation-State (NEW YORK)
- Other
- Association
- Limited Partnership

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: as of JUNE 1, 1996

2. Name and address of receiving party(ies)

Name: FRAN WILSON CREATIVE COSMETICS, INC.

Internal Address: 515 MADISON AVENUE

Street Address: \_\_\_\_\_

City: NY State: NY ZIP: 10022

- 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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

- 1. NICOLE LEE - No. 1,473,799
- 2. YOUNG LIPS - No. 1,479,250
- 3. YOUNG EYES - No. 1,480,364

URD 10.5.00

Additional numbers attached?  Yes  No

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

Name: HOWARD N. ARONSON

Internal Address: \_\_\_\_\_

Street Address: LACKENBACH SIEGEL

ONE CHASE ROAD

City: SCARSDALE State: NY ZIP: 10583

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41).....\$ 90.00

Enclosed

Authorized to be charged to deposit account

Please charge any additional fees due, or credit any over payment to:

8. Deposit account number:

10-0100

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

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.

HOWARD N. ARONSON

Name of Person Signing

Signature

10/3/00

Date

Total number of pages including cover sheet, attachments, and document: 3



## ASSIGNMENT

WHEREAS, Herbert Stevens, Inc., a New York corporation, with offices located at 515 Madison Avenue, New York, New York 10022, was the owner of all right, title and interest in and to the below listed marks which has been registered at the United States Patent and Trademark Office, particulars of which are as follows:

<u>MARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>
NICOLE LEE	1,473,799	9/22/93
YOUNG LIPS	1,479,250	9/28/93
YOUNG EYES	1,480,364	9/28/93

(hereinafter referred to as the "Marks");

WHEREAS, Fran Wilson Creative Cosmetics, Inc., a corporation organized and existing under the laws of the State of New York, with offices located at 515 Madison Avenue, New York, New York 10022, was desirous of acquiring the aforesaid Marks, together with the goodwill of the business symbolized by the Marks;

WHEREAS, by agreement, Fran Wilson Creative Cosmetics, Inc. received the entire right, title, and interest in and to the aforesaid Marks, together with the goodwill of the business symbolized thereby; and

WHEREAS, the parties hereto are desirous of executing a document for purposes of recordation at the United States Patent and Trademark Office recording title in and to the aforesaid Marks in the name of Fran Wilson Creative Cosmetics, Inc.

NOW, THEREFORE, effective as of June 1, 1996 for and in consideration of and in exchange of valuable consideration to it paid, the receipt and sufficiency of which is hereby acknowledged, said Herbert Stevens, Inc. hereby acknowledges and confirms its prior said transfer, and does hereby sell, assign, and transfer unto said Fran Wilson Creative Cosmetics, Inc. all rights, title and interest in and to said Marks, including the registrations thereof and the Certificates of Registration duly and legally issued therefor, and any and all renewals thereof for the Marks, together with the goodwill of the business symbolized thereby, and further including, without limitation, all claims for damages by reason of past infringement and the right to sue for and the right to collect the same for its own use and behoof, and for the use and behoof of its successors, assigns, or legal representatives and the right to defend the Marks and the registration thereof.

HERBERT STEVENS, INC.

BY:  \_\_\_\_\_

NAME: Herbert L. Wilson

TITLE: President

EFFECTIVE AS OF: June 1, 1996