FORM PTO-1618A Expires 06/30/99 OMB 0651-0027

11-08-2000 101509870

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

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TO: The Commissioner of Patents and Trademarks:	Please record the attached original document(s) or copy(ies).			
Submission Type	Conveyance Type			
X New	X Assignment License			
Resubmission (Non-Recordation)	Security Agreement Nunc Pro Tunc Assignment			
Document ID #	Effective Date			
Correction of PTO Error	Merger Month Day Year 10 12 00			
Reel # Frame #	Change of Name			
Corrective Document	Onlinge of realite			
Reel # Frame #	Other			
Conveying Party	Mark if additional names of conveying parties attached Execution Date Month Day Year			
Name The Benjamin Ansehl Company	10 12 00			
	7678766			
Formerly	75703599			
Individual General Partnership	Limited Partnership X Corporation Association			
Other				
X Citizenship/State of Incorporation/Organiza	Missouri			
Receiving Party	Mark if additional names of receiving parties attached			
Name Cumberland Swan Holdings,	Inc.			
DBA/AKA/TA				
Composed of				
Address (line 1) One Swan Drive				
Address (line 2)				
Address (line 3) Smyrna	Tennessee/USA 37167			
City	State/Country Zip Code Limited Partnership If document to be recorded is an			
Individual General Partnership	assignment and the receiving party is			
X Corporation Association	nôt domiciled in the United States, an appointment of a domestic			
	representative should be attached.			
Other	(Designation must be a separate document from Assignment.)			
F				
X Citizenship/State of Incorporation/Organiza				

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REEL: 002169 FRAME: 0719

FORM PTO-1 Expires 06/30/99 OMB 0651-0027	Page 2	U.S. Department of Commerce Patent and Trademark Office TRADEMARK
Domestic R	epresentative Name and Address Enter for the first Receiving Par	ty only.
Name		
Address (line 1)		
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Correspond	lent Name and Address Area Code and Telephone Number (404) 81	5-2215
Name	Gretchen E. von Dwingelo, Esq.	
Address (line 1)	Paul, Hastings, Janofsky & Walker, LLP	
Address (line 2)	600 Peachtree Street, N.E., Suite 2400	
Address (line 3)	Atlanta, Georgia 30308-2222	
Address (line 4)		
Pages	Enter the total number of pages of the attached conveyance document including any attachments.	# 7
Enter either the	Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers to Registration Number) 315,513 2,234,982 1,003,143	ber(s) 7 1,476,475 3 1,987,585
Number of F	Properties Enter the total number of properties involved. # 39	
Fee Amoun	t Fee Amount for Properties Listed (37 CFR 3.41): \$ 990)
Deposit A	ayment by deposit account or if additional fees can be charged to the account.) Deposit Account Number: # 16-	-0752
Ctatament :	Authorization to charge additional fees: Yes	No
To th attac	and Signature the best of my knowledge and belief, the foregoing information is true and correct and the copy is a true copy of the original document. Charges to deposit account are auted herein.	
	E. von Dwingelo	10/24/00
Name	of Person Signing U Signature	Date Signed

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RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

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

Conveying Party Enter Additional Conveying Party	ark if additional names of conveying parties attached Execution Date Month Day Year
Name	
Formerly	
Individual General Partnership Limited	d Partnership Corporation Association
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Citizenship State of Incorporation/Organization	
Receiving Party Enter Additional Receiving Party Mark if a	additional names of receiving parties attached
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DBA/AKA/TA	
Composed of	
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City Individual General Partnership Limi	State/Country Zip Code ited Partnership If document to be recorded is an
Corporation Association	assignment and the receiving party is not domiciled in the United States, an appointment of a domestic
Association	representative should be attached (Designation must be a separate
Other	
	document from the Assignment.)
Citizenship/State of Incorporation/Organization	document from the Assignment.)
Trademark Application Number(s) or Registrat	tion Number(s) X Mark if additional numbers attached
Trademark Application Number(s) or Registrat Enter either the Trademark Application Number or the Registration	tion Number(s) X Mark if additional numbers attached Number (DO NOT ENTER BOTH numbers for the same property).
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Trademark Application Number(s) or Registrat Enter either the Trademark Application Number or the Registration	tion Number(s) X Mark if additional numbers attached Number (DO NOT ENTER BOTH numbers for the same property). Registration Number(s) 1,431,675 1,321,715 1,291,689
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FORM PTO-1618C Expires 06/30/99 OMB 0651-0027

RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

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

Conveying Party Enter Additional Conveying Party	Mari	k if additional names of con-	reying parties attached Execution Date Month Day Year
Name			
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Individual Gener	al Partnership Limited F	Partnership Cor	poration Association
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Citizenship State of Incorp	oration/Organization		
Receiving Party Enter Additional Receiving Party	Mark if add	ditional names of receiving p	arties attached
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DBA/AKA/TA			
Composed of			
Address (line 1)			·
Address (line 2)			
Address (line 3)			
Individual Ger	city neral Partnership Limite sociation	State/Country ed 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
Other			document from the Assignment.)
Citizenship/State of Incor			
Trademark Application N Enter either the Trademark Applic			Mark if additional numbers attached TH numbers for the same property).
Trademark Applica	_		stration Number(s)
		1,809,863	
		896,120	
		1,975,384	
		1,912,142	
		1,316,448	
		1,307,601	

ASSIGNMENT

WHEREAS, The Benjamin Ansehl Company, a Missouri corporation, located at 1555 Page Industrial Boulevard, St. Louis, Missouri 63132 (hereinafter the "Assignor"), is the owner of all right, title and interest in and to the trademarks and service marks listed in <u>Schedule</u> A, and the applications and registrations thereof (hereinafter the "Registration Marks");

WHEREAS, in the course of its business operations, Assignor may have developed common law rights in other trademarks, services marks and/or trade dress used in conjunction with its business (hereinafter the "Common Law Marks")(the Common Law Marks and Registration Marks shall hereinafter collectively be referred to as the "Marks");

WHEREAS, Cumberland Swan Holdings, Inc., a Tennessee corporation, located at One Swan Avenue, Smyrna, Tennessee 37167 (hereinafter the "Assignee"), is desirous of acquiring all of Assignor's right, title and interest in and to the Marks, and the goodwill of the business associated therewith.

NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN:

Be it known that for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee (1) all right, title, and interest in and to the Registration Marks, together with the applications and registrations thereof and the goodwill of the business symbolized by the Registration Marks, including all common law rights, and all claims for damages by reason of past infringement of the Registration Marks, with the right to sue and collect therefor, and (2) all of Assignor's right, title and interest in and to any Common Law Marks and the goodwill of the business symbolized by the Common Law Marks, including all common law rights, and all claims for damages by reason of past infringement of the Common Law Marks, with the right to sue and collect therefor

Assignor agrees to execute any further documents that may be needed in the future to record and vest full title in and to the Marks, the applications and registrations.

THIS ASSIGNMENT DOES NOT, NOR SHALL IT BE DEEMED TO, SUPERSEDE, SUPPLANT, EXTINGUISH, MERGE OR EXPAND ANY OF THE REPRESENTATIONS, WARRANTIES, INDEMNITIES OR LIMITATIONS CONTAINED IN THE AGREEMENT.

This Assignment is dated this 12th day of October, 2000.

THE BENJAMIN ANSEHL COMPANY

By: Mayne L. Smith, II, Secretary

STATE OF_	MUSICIA)
)SS.
COUNTY OF	ST. LOVIS)

Subscribed and sworn to before me this 12th day of October, 2000.

Notary Public

(SEAL)

MY COMMISSION EXPIRES:

John W. Finger, Notary Public St. Louis County, State of Missouri My Commission Expires 3/23/2003

Exhibit A

Marks

MARK	SERIAL NO.	FILED	REG. NO.	ISSUED	FILE
LI'L BEAR (for baby	75/703,599	05/12/99			6437
lotion, skin care					
preparation for treating					
skin irritation, and skin					
care preparation for					
treating diaper rash in					
class 3 & 5)	76/060 696	06/12/00			6452
FANTASY	76/069,686	06/13/00			6453
SCENTS (for bubble					
bath, bath and shower gel, body wash, hand and					
body lotion, scented					
spray, bath salts, body					
and facial soaps, and					
potpourri in Class 3)					
CHIC CHIX (for	76/077,640	06/22/00		 	6446
bubble bath, body wash,	70/077,040	00/22/00			0440
body lotion, shampoo,					
conditioner, body spray;					
personal care product					
combination sets					
comprising 1) bubble					
bath, body wash, body					
lotion, shampoo,				[
conditioner, and/or body					
spray sold as a unit in					
combination with 2)					
paper notepads, bracelets, and/or hair clips in Class					
3)					
AMETHYST	71/348,794	03/19/34	R315,513	07/31/34	5957
(cosmetics and toilet	7175-10,774	05/17/54	1015,515	07/31/34	3731
preparations - namely,					
face powders, creams and					
lotions, rouges, skin and					
hair tonics, astringents,					
eyelash preparations,					
brilliantines, hair oils,					
shampoos, wave sets,					
talcum and body powders,					
deodorants, rubbing					
alcohol, nail polishes, nail					
polish removers, cuticle					
oils, hand creams, bay					
rum, witch hazel, after- shave lotion, toilet water,					

3

BLOSSOMS & BERRIES COLLECTION (for bubble bath, foaming bath oil, bath oil crystals, skin soap, body lotion and after bath toner, in Class	75/247,414	02/25/97	2,234,982	03/23/99	6416
BOTTLE DESIGN (for hair shampoo, hair conditioning rinses and foaming bath oils in Class 3)	73/371,712	06/25/82	R1,260,342	12/06/83	6342
CLEAR SAILING (for antiseptic skin cleanser in Class 3)	73/456,345	12/09/83	R1,341,877	06/18/85	6097
COUNTRY STORE (fragrance candles in Class 3)	72/452,843	03/29/73	R1,003,143	01/28/75	5953
COUNTRY STORE (for hair shampoo, hair conditioner, bubble bath, bath oil crystals and skin care lotion in Class 3)	73/440,979	08/25/83	R1,295,460	09/18/84	5953.2
COURTIME (for bubble bath in Class 3)	73/669,429	06/30/87	R1,476,475	02/16/88	6172
CREATURES OF THE DEEP (for bubble bath gel, bubble bath, toilet soap, liquid soap and shampoo, in Class 3)	74/559,171	08/10/94	1,987,585	07/16/96	6392
DUAL CARE (for shampoo and conditioner in Class 3)	74/036,950	03/12/90	R1,660,469	10/15/91	6260
FEMALE SILHOUETTE DESIGN (for skin lotion and creme in Class 3)	73/610,505	07/21/86	R1,431,675	03/10/87	6346
FRANCES HARRIET (toilet soap in Class 3)	72/208,801	12/24/64	R807,631	04/26/66	5942
FRANCES HARRIET (bubble bath, bath oil, cologne, after bath cologne, milk bath, and bath crystals in Class 3)	72/208,800	12/24/64	R807,616	04/26/66	5941

GOLDEN CREATIONS (for bubble bath, bath oil, bath gelee, bath crystals, toilet soap and body shampoo, in Class 3)	74/478,933	01/13/94	R2,051,100	04/08/97	6385
HOLIDAY HEARTH (for skin lotions, bubble bath and liquid skin soap in Class 3)	74/256,624	03/18/92	R1,730,572	11/10/92	6250
HONEYKINS (for bubble bath in Class 3)	73/555,283	08/26/85	R1,387,965	04/01/86	6129
KIDZ (for bubble bath in Class 3)	74/036,361	09/09/90	R1,857,428	10/11/94	6325
LI'L BEAR (for toiletries, namely, bubble bath, hair shampoo, hair conditioner and hair lotion in Class 3)	73/481,122	05/21/84	R1,321,715	02/26/85	6113
LIQUI SOAP (Stylized) (for toilet soap in Class 3)	73/260,820	05/05/80	R1,168,862	09/15/81	6341
MARY SHERMAN (Stylized) (for cosmetic preparation for perfuming and softening bath water in Class 3)	72/93,868	03/28/60	R718,346	07/11/61	6246
MEDI SKIN (Stylized) (for cosmetics, namely, body cleansing foams, sprays, and preparations, moisture barrier skin lotions and creams, skin and hands creams, skin barrier sprays and pastes, body wash and shampoo, body lotions, liquid soaps for use on hands, and foams and gels containing alcohol for use on hands in Class 3)	75/113,934	06/04/96	R2,191,250	09/22/98	
MEDISKIN (Stylized) (for cosmetics and toilet preparations-namely, lotions, talcum powder, face powder, deodorant, hair tonic, medicated skin cream, and after shaving lotion in Class 3 & 5)	71/378,544	05/18/36	R340,284	11/03/36	

(for cosmerics, namely, body, cleamsing foams, sproys, and preparations, moisture barrier skin lottons and creams, skin and hand skin creams, skin care lotton, bubble bath, in Class 3) PARIS NIGHT (for hand) PARIS NIGHT (for 73/473,989 and 12/10/47 R502,178 (59/14/48 6335) PARIS NIGHT (for 73/342,959 bath in Class 3)	MEDISKIN	75/113,709	06/04/96	R2,166,341	06/16/98	
body, cleansing foams, sprays, and preparations, moisture barrier skin lotions and creams, skin and hand creams, skin and hand creams, skin barrier sprays and pastes, budy wash and shampoo, budy lotions, liquid soaps for use on hands in Class 3) 73/573,444 12/16/85 R1,400,056 07/08/86 6135 11/19/82 11/19/82 R1,291,689 08/28/84 6070 REATION (for bubble bath in Class 3) 73/403,263 11/19/82 R1,291,689 08/28/84 6070 REATION (for body lotion, shampoo, hair conditioner and bubble bath in Class 3) 73/403,263 73	(for cosmetics, namely,	· - · , · - ·				
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(for shampoo, hair conditioners, body lotion, bubble bath, cologne, bath oil, antiperspirants and vitamins) 73/217,431 05/29/79 R1,154,398 05/19/81 5984 OIL OF CHARM (for skin lotion in Class 3) 73/217,429 05/29/79 R1,154,397 05/19/81 5983 OIL OF NATURE & Design (for skin lotion in Class 3) 73/217,429 05/29/79 R1,154,397 05/19/81 5983 PARIS NIGHT (for hair conditioner, skin care lotion, bubble bath and baby shampoo in Class 3) 73/473,989 04/02/84 R1,370,788 11/19/85 5973.1 PARIS NIGHT (for bubble bath in Class 3) 73/342,959 12/22/81 R1,254,230 10/18/83 5973 PE-RU-NA (Stylized) (for tonic medicines in Class 5) 71/543,894 12/10/47 R502,178 09/14/48 6335 PEARL FRESH (for skin lotion and hair shampoo in Class 3) 73/270,003 05/17/80 R1,207,749 09/14/82 6020 ROYAL BOUQUET (for bubble bath, foaming bath oil and bath oil crystals in Class 3) 74/274,246 05/11/92 R1,809,863 12/07/93 6371 SCRUBBLES (for 72/337,203 09/05/69 R896,120 08/04/70 6094 <td>i</td> <td></td> <td></td> <td></td> <td></td> <td></td>	i					
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SCRUBBLES (for 72/337,203 09/05/69 R896,120 08/04/70 6094	oil and bath oil crystals in					
bubble bath in Class 3)	l ·	72/337,203	09/05/69	R896,120	08/04/70	6094
	bubble bath in Class 3)					

SWAMP GOO (for	74/559,041	08/09/94	R1,975,384	05/21/96	6390
bubble bath in Class 3)			, ,		!
TROPICAL	74/478,574	01/12/94	R1,912,142	08/15/95	6386
DELIGHT (bath oil					
and bath gelee, in Class 3)					
TUBZA	73/470,423	03/15/84	R1,316,448	01/29/85	6343
BUBBLES (for				1	
bubble bath in Class 3)					
ULTRABATH (for	73/401,675	06/07/82	R1,307,601	12/04/84	6067
bath and shower gel, in					
Class 3)					

RECORDED: 10/24/2000