

MRO

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

11-20-2000

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



101521783

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

- New
- Resubmission (Non-Recordation)  
Document ID # \_\_\_\_\_
- Correction of PTO Error  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_
- Corrective Document  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_

Conveyance Type

- Assignment  License
- Security Agreement  Nunc Pro Tunc Assignment
- Merger  Effective Date  
Month Day Year \_\_\_\_\_
- Change of Name
- Other \_\_\_\_\_

Conveying Party

Mark if additional names of conveying parties attached

Name Business Factors, Inc.

Execution Date  
Month Day Year  
11 03 2000

Formerly \_\_\_\_\_

- Individual  General Partnership  Limited Partnership  Corporation  Association
- Other \_\_\_\_\_
- Citizenship/State of Incorporation/Organization California

Receiving Party

Mark if additional names of receiving parties attached

Name Aroma Candle and Scent Company

DBA/AKA/TA \_\_\_\_\_

Composed of \_\_\_\_\_

Address (line 1) c/o Tangent Fund Management II, LLC

Address (line 2) 180 Geary Street, Suite 500, One Union Square

Address (line 3) San Francisco  
City

CA  
State/Country

94108  
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

11/21/2000 DNGUYEN 00000098 75430399

FOR OFFICE USE ONLY

01 FC:481  
02 FC:482

40.00 OP  
475.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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: 002178 FRAME: 0890

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

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

#

**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)		
<input type="text" value="75430399"/>	<input type="text" value="75430383"/>	<input type="text" value="75360446"/>	<input type="text" value="2249251"/>	<input type="text" value="2149877"/>	<input type="text"/>
<input type="text" value="75430385"/>	<input type="text" value="75676782"/>	<input type="text" value="75361018"/>	<input type="text" value="2284728"/>	<input type="text" value="2184021"/>	<input type="text"/>
<input type="text" value="75430229"/>	<input type="text" value="75430028"/>	<input type="text" value="75373221"/>	<input type="text" value="2119756"/>	<input type="text" value="2249252"/>	<input type="text"/>

**Number of Properties** Enter the total number of properties involved.

#

**Fee Amount** Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment: Enclosed  Deposit Account

Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)

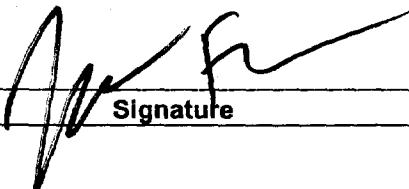
Deposit Account Number: #

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.

Jill Feldman  
Name of Person Signing



Signature

November 16, 2000  
Date Signed

RECORDATION FORM COVER SHEET  
CONTINUATION  
TRADEMARKS ONLY

**Conveying Party**

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date  
Month Day Year

Name

Formerly

Individual  General Partnership  Limited Partnership  Corporation  Association

Other

Citizenship State of Incorporation/Organization

**Receiving Party**

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

Individual  General Partnership  Limited Partnership

Corporation  Association

Other

Citizenship/State of Incorporation/Organization

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 the Assignment.)

**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)**

75373298  75430377  75319384

75373678  75361017

## ASSIGNMENT OF TRADEMARKS

This ASSIGNMENT OF TRADEMARKS (this "Assignment") is made as of November 3, 2000 (the "Effective Date") by and between **Business Factors, Inc.**, a California corporation ("Assignor"), and **Aroma Candle and Scent Company**, a Delaware corporation ("Assignee," and together with Assignor, the "Parties").

**WHEREAS**, Assignor has foreclosed on its security interest in certain assets of Big Wick Candle Company, Inc. and its predecessors in interest ("Big Wick") and, as a result thereof, is the sole owner of all rights, title and interest in and to the trademarks listed on Exhibit A hereto (the "Marks") and to the goodwill and reputation of the business connected with and symbolized by the Marks;

**WHEREAS**, pursuant to a Bill of Sale and Assignment, dated the date hereof and executed by Assignor in favor of Assignee (the "Bill of Sale"), Assignee has purchased the assets of Big Wick from Assignor at a public auction held on November 3, 2000;

**WHEREAS**, Assignor wishes to assign all rights, title and interest in and to the Marks to Assignee, and Assignee wishes to accept such assignment;

**NOW, THEREFORE**, in consideration of the mutual agreements, provisions and covenants contained herein, the Parties agree as follows:

**1. Assignment.** In consideration for the payment of all sums listed under the Bill of Sale, Assignor hereby transfers, conveys and assigns to Assignee all right, title and interest throughout the world in and to the Marks, together with (a) all national, foreign, state and common law registrations, applications for registration and renewals and extensions thereof, and (b) all goodwill associated therewith (collectively, the "Rights"). Assignor will immediately discontinue use of the Marks throughout the world in all forms and media.

**2. Transfer of Rights.** Assignor will take all steps reasonably requested by Assignee to transfer the Rights to Assignee, including, without limitation, executing the all forms required to be filed with the United States Patent and Trademark Office (the "PTO") or other appropriate individuals or entities.

Dated: November 3, 2000

**Business Factors, Inc.**

By: \_\_\_\_\_

David Drogos

Title: Executive Vice President

## Exhibit "A"

## Trademarks

<u>Trademark Description</u>	<u>Country</u>	<u>Application No.</u>	<u>Registration No.</u>	<u>Status</u>
Mark: L'Assoluto Drawing Type: Miscellaneous Design	USA	75429965		pending
Mark: Fleur Du Rome Drawing Type: Words, Letters, Or Numbers in Typed Form	USA	75430399		pending
Mark: Meditation Blend Drawing Type: Words, Letters, Or Numbers in Typed Form	USA	75430384		pending
Mark: The Aromatherapy of Rome Drawing Type: Words, Letters, Or Numbers and Design	USA	75208675	2119756	registered
Mark: Colour Drawing Type: Words, Letters, Or Numbers in Typed Form	USA	75208653	2149877	registered
Mark: Essenza Drawing Type: Words, Letters, Or Numbers in Typed Form	USA	75334697	2184021	registered
AOR Border Design	USA	75429965	2249251	registered
Meditation Blend	USA	75430384	2284728	registered
Roman Spring	USA	75430034	2249252	registered
The Aromatherapy of Rome	USA	75208675	2119756	registered
Rejuvenating Blend	USA	75430385		pending
Relaxation Blend	USA	75430229		pending
Sensual Blend	USA	75430383		pending
Fleur de Rome	USA	75676782		pending
The Aromatherapy of Rome and Design	USA	75430028		pending
Concrete Perfume	USA	75360446		pending

## Exhibit "A" Continued

## Trademarks

<u>Trademark Description</u>	<u>Country</u>	<u>Application No.</u>	<u>Registration No.</u>	<u>Status</u>
Rome	USA	75361018		pending
Apothecario de Roma	USA	75373221		pending
Apothecario de Roma	USA	75373298		pending
Apothecario de Roma	USA	75373678		pending
Design Only (Stylized Wax Design)	USA	75430377		abandoned
Essenza	USA	75319384		abandoned
L'Assoluto	USA	75361017		abandoned

# MORRISON & FOERSTER LLP

LOS ANGELES  
PALO ALTO  
WALNUT CREEK  
SACRAMENTO  
ORANGE COUNTY  
SAN DIEGO  
DENVER  
WASHINGTON, D.C.

ATTORNEYS AT LAW

425 MARKET STREET  
SAN FRANCISCO, CALIFORNIA 94105-2482  
TELEPHONE (415) 268-7000  
TELEFACSIMILE (415) 268-7522

NEW YORK  
BUENOS AIRES  
LONDON  
BRUSSELS  
BEIJING  
HONG KONG  
SINGAPORE  
TOKYO

November 16, 2000

Writer's Direct Contact  
(415) 268-6169  
PMarquez@mofo.com

By U.S. Express Mail Label No. EI812169487US

U.S. Patent & Trademark Office  
Assignments Division  
Crystal Gate Four, 3rd Floor  
1213 Jefferson Davis Highway  
Arlington, VA 22202

Re: Assignment of Trademarks  
Our reference: 37877/3

Dear Sir or Madam:

Enclosed for recordation is Recordation Form Cover Sheet for Trademarks with an attached copy of an Assignment of Trademarks, dated November 3, 2000, a check in the amount of \$515.00 for the recordation fee, and a receipt verification postcard.

The recorded document should be returned to the attention of Jill Feldman, Morrison & Foerster LLP, 425 Market Street, San Francisco, CA 94105, as noted in the Recordation Form Cover Sheet.

Very truly yours,



Patricia Marquez  
Legal Assistant

Enclosures

cc: Jill Feldman, Esq.

sf-1002387

RECORDED: 11/20/2000

TRADEMARK  
REEL: 002178 FRAME: 0896