

03-16-2001



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RECORDATION FORM COVER SHEET  
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To: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

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Conveyance Type

- Assignment  License
- Security Agreement  Nunc Pro Tunc Assignment  
Effective Date  
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- Merger
- Change of Name
- Other

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Trademark Application Number(s)			Registration Number(s)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1257388"/>	<input type="text"/>	<input type="text"/>
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**Number of Properties** Enter the total number of properties involved. #

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

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Michael J. Dalton

Name of Person Signing Signature Date Signed

**EXHIBIT A**  
**TRADEMARK ASSIGNMENT**

THIS TRADEMARK ASSIGNMENT ("Assignment"), dated as of December 15, 2000 (the "Effective Date") is made by Heritage Products Corporation, a Virginia corporation ("Assignor"), with its principal place of business at 314 Caslin Rd., Virginia Beach, VA 23451 in favor of Aesthetic Devices, Inc., a California corporation ("Assignee"), with its principal place of business at 621 Professional Center, Novato, California 94947.

For good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest in and to the mark DERMAGLOW (the "Mark") and the U.S. registration therefor, registration no. 1,257,388 on the Principal Register, together with (i) the goodwill of the business of Assignor associated with and symbolized by the Mark; and (ii) all causes of action, claims and demands arising from any infringement or misappropriation, including past infringements and misappropriations, of the Mark.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be duly executed by its authorized officer, as of the day and year first above written.

HERITAGE PRODUCTS CORPORATION,  
a Virginia corporation

By: Ethan N. Johnson  
Its: General Manager

Sworn to and subscribed before me this 15<sup>th</sup>  
day of December 2000.

Alan Ronald Steel  
Notary Public

My commission expires:

My Commission Expires April 30, 2004