

05-07-2001



HEET

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Docket No.:

13118/25122

101705713

Tab settings

To the Honorable Commissioner of Patents and Trademarks, please return the attached original documents or copy thereof.

1. Name of conveying party(ies):

Garden Botanika, Inc.

- Individual(s)
- General Partnership
- Corporation-State Washington
- Other

Additional names(s) of conveying party(ies)  Yes  No

3. Nature of conveyance:

4-27-01

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

Execution Date: 3/15/2001

2. Name and address of receiving party(ies):

Name: Schroeder & Tremayne, Inc.

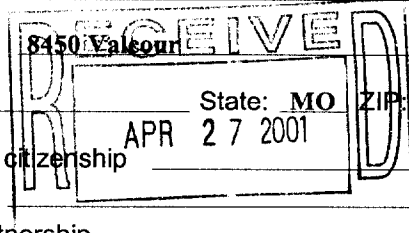
Internal Address:

Street Address: 8450 Valcour

City: St. Louis State: MO ZIP: 63123

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Missouri
- Other

If assignee is not domiciled in the United States, a domestic designation is  Yes  N  
(Designations must be a separate document from Additional name(s) & address(es)  Yes  N



4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

See attached Schedule

B. Trademark Registration No.(s)

See attached Schedule

Additional numbers  Yes  No

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

Name: Mitzi G. Cherry

Internal Address: Thompson Coburn LLP

Street Address: One Firstar Plaza

City: St. Louis State: MO ZIP: 63101

6. Total number of applications and registrations involved:.....

42

7. Total fee (37 CFR 3.41):.....\$ \$1,065.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

20-0823 for insufficiencies only

1065E

05/04/2001 DBYRNE 00000109 1963874

DO NOT USE THIS SPACE

01 FC:481 40.00 OP  
02 FC:482 1025.00 OP

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.

Mitzi G. Cherry

Name of Person Signing

*Mitzi G. Cherry*

Signature

4/24/2001

Date

Total number of pages including cover sheet, attachments, and

TRADEMARK

**SCHEDULE****Assignment by Garden Botanika, Inc. to Schroeder & Tremayne, Inc.**

<b>Reg./Appl. No.</b>	<b>Mark</b>
1963874	BOTANIKA CLEANSE
1966349	BOTANIKA CONDITION
2049587	BOTANIKA CONTROL
1848023	BOTANIKABABY
1783184	BOTANIKIDS
2241079	BRIDAL SUITE
2243298	BRIDAL SUITE
1890749	ESSENCE OF THE SEASON
1835945	GARDEN BOTANIKA
2107685	GARDEN BOTANIKA
2076273	GARDEN BOTANIKA
2257409	GARDEN BOTANIKA
1713750	GARDEN BOTANIKA
1711789	GARDEN BOTANIKA
2259704	GARDEN BOTANIKA
1690931	GARDEN BOTANIKA
1806602	GARDEN BOTANIKA
1847480	GARDEN BOTANIKA
1845308	GARDEN BOTANIKA NATURAL COLOR
1687495	GB
1859407	GB
1912158	GB
1826051	GB (and Design)
1719068	GB (and Design)
1802424	GB (and Design)
1811293	GB (and Design)
2269412	IMPETUOUS
1909665	Miscellaneous Design (Child)
1902318	Miscellaneous Design (Cow)
1921419	Miscellaneous Design (Flower)
1901424	Miscellaneous Design (Humpty)
1904038	Miscellaneous Design (Rabbit)
1960460	NAIL PALES
2257527	PERSPECTIVE
2243131	PREFIX
75/526882*	SEASONS IN THE GARDEN
2297034	SEASONS IN THE GARDEN
2056073	SPA SCAPES
1775680	SUN AND SPORT
2166309	TRANSPARENCIES
2124322	TRANSPARENCIES
2059871	VANILLA DAWN

\*Denotes Application No.

**TRADEMARK ASSIGNMENT**

**THIS ASSIGNMENT** is made as of March 15, 2001 by **GARDEN BOTANIKA, INC.**, a Washington corporation, with an address of 8624 154<sup>th</sup> Avenue, N.E., Redmond, Washington ("Assignor") to **SCHROEDER & TREMAYNE, INC.**, a Missouri corporation, with an address of 8450 Valcour, St. Louis, Missouri 63123 ("Assignee").

WHEREAS, Assignor has adopted, used and owns the trademarks and trademark registrations set forth on **Exhibit A** hereto (collectively referred to herein as the "Trademarks"); and

WHEREAS, Assignee desires to acquire from Assignor, and Assignor is willing to grant to Assignee, all of Assignor's right, title and interest in and to the Trademarks and the good will associated therewith.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereto agree as follows:

1. Assignor hereby sells, assigns and transfers to Assignee, its successors, assigns, and other legal representatives, all of Assignor's right, title and interest in and to the Trademarks, together with the good will of the business associated therewith and symbolized thereby, together with the right to recover for damages and profits and pursue all other remedies for past infringement thereof, with the right to sue for, and collect same for its own use, and for the use and on behalf of Assignee's successors, assigns or other legal representatives.

2. Assignor agrees to execute all documents and take all actions requested by Assignee to evidence, record, maintain and perfect the transfer of the right, title and interest of Assignee, its successors, assigns and legal representatives, in and to the Trademarks.

**GARDEN BOTANIKA, INC.**

**SCHROEDER & TREMAYNE, INC.**

By William Lawrence J.  
William Lawrence, Chief Executive Officer

By John A. Wilmsen Sr.  
John Wilmsen, Sr., President

**"Assignor"**

**"Assignee"**

STATE OF WASHINGTON) )

COUNTY OF KING )

On this 13 day of March, 2001, before me personally appeared William Lawrence, and being first duly sworn by me, executed the foregoing Trademark Assignment as legal representative of **GARDEN BOTANIKA, INC.**

*Babs McKenzie*  
Notary Public

My commission expires:

BABS MCKENZIE  
STATE OF WASHINGTON  
NOTARY --- PUBLIC  
MY COMMISSION EXPIRES 3-18-04

STATE OF MISSOURI ) )

COUNTY OF ST. LOUIS )

On this 15<sup>th</sup> day of March, 2001, before me personally appeared John Wilmsen, Sr., and being first duly sworn by me, executed the foregoing Trademark Assignment as legal representative of **SCHROEDER & TREMAYNE, INC.**

*Trenna Rene Dishman*  
Notary Public

My commission expires:

TRENNA RENE DISHMAN  
Notary Public-State of Missouri  
County of Jefferson  
My Commission Expires 12/15/2002

**EXHIBIT A TO TRADEMARK ASSIGNMENT**

	MARK	CLASS	Country	CATEGORY	STATUS	Registration #
(1)	BOTANIKA CLEANSE	Int'l 003	USA	Cosmetics & Toiletries	Active	1963874
(2)	BOTANIKA CONDITION	Int'l 003	USA	Cosmetics & Toiletries	Active	1966349
(3)	BOTANIKA CONTROL	Int'l 003	USA	Cosmetics & Toiletries	Active	2049587
(4)	BOTANIKABABY	Int'l 003	USA	Cosmetics & Toiletries	Active	1848023
(5)	BOTANIKIDS	Int'l 003	USA	Cosmetics & Toiletries	Active	1783184
(6)	BRIDAL SUITE	Int'l 003	USA	Cosmetics & Toiletries	Active	2241079
(7)	BRIDAL SUITE	Int'l 004	USA	Candles	Active	2243298
(8)	ESSENCE OF THE SEASON	Int'l 003	USA	Cosmetics & Toiletries	Active	1890749
(9)	GARDEN BOTANIKA	Int'l 003	China	Cosmetics & Toiletries	Active	900434
(10)	GARDEN BOTANIKA	Int'l 003	USA	Cosmetics & Toiletries	Active	1835945
(11)	GARDEN BOTANIKA	Int'l 003	Japan	Cosmetics & Toiletries	Active	3302826
(12)	GARDEN BOTANIKA	Int'l 003	Hong Kong	Cosmetics & Toiletries	Active	B1888/96
(13)	GARDEN BOTANIKA	Int'l 003	Singapore	Cosmetics & Toiletries	Active	B7830/92
(14)	GARDEN BOTANIKA	Int'l 004	USA	Candles	Active	2107685
(15)	GARDEN BOTANIKA	Int'l 009	USA	Audio/Video Cassettes	Active	2076273
(16)	GARDEN BOTANIKA	Int'l 016	China	Paper goods & printed matter	Active	908365
(17)	GARDEN BOTANIKA	Int'l 018	USA	Cosmetic Bags, Travel Bags, etc.	Active	2257409
(18)	GARDEN BOTANIKA	Int'l 021	USA	Personal Care Accessories	Active	1713750
(19)	GARDEN BOTANIKA	Int'l 024	USA	Towels & Face Cloths	Active	1711789
(20)	GARDEN BOTANIKA	Int'l 025	USA	Clothing	Active	2259704
(21)	GARDEN BOTANIKA	Int'l 035	China	Services - advertising & business	Active	923732
(22)	GARDEN BOTANIKA	Int'l 042	USA	Misc. Services	Active	1690931
(23)	GARDEN BOTANIKA	Int'l 042	USA	Misc. Services	Active	1806602
(24)	GARDEN BOTANIKA	Int'l 042	USA	Misc. Services	Active	1847480
(25)	GARDEN BOTANIKA	Int'l 042	Hong Kong	Misc. Services	Active	B4873/97
(26)	GARDEN BOTANIKA	Int'l 3,4,18 25,42	Russian Federation		Active	173385
(27)	GARDEN BOTANIKA		Canada	Wares	Active	TMA447889
(28)	GARDEN BOTANIKA NATURAL COLOR	Int'l 003	USA	Cosmetics & Toiletries	Active	1845308
(29)	GB	Int'l 003	USA	Cosmetics & Toiletries	Active	1687495
(30)	GB	Int'l 003	USA	Cosmetics & Toiletries	Active	1859407
(31)	GB	Int'l 003	USA	Cosmetics & Toiletries	Active	1912158
(32)	GB (and Design)	Int'l 003	China	Cosmetics & Toiletries	Active	904417
(33)	GB (and Design)	Int'l 003	USA	Cosmetics & Toiletries	Active	1826051
(34)	GB (and Design)	Int'l 003	Japan	Cosmetics & Toiletries	Active	3354314
(35)	GB (and Design)	Int'l 003	Hong Kong	Cosmetics & Toiletries	Active	1887/96
(36)	GB (and Design)	Int'l 003	Singapore	Cosmetics & Toiletries	Active	B8270/92
(37)	GB (and Design)	Int'l 016	China	Paper goods & printed matter	Active	904254
(38)	GB (and Design)	Int'l 035	China	Services - advertising & business	Active	923792
(39)	GB (and Design)	Int'l 042	USA	Misc. Services	Active	1719068
(40)	GB (and Design)	Int'l 042	USA	Misc. Services	Active	1802424
(41)	GB (and Design)	Int'l 042	USA	Misc. Services	Active	1811293
(42)	GB (and Design)	Int'l 042	Hong Kong	Misc. Services	Active	10110/96
(43)	GB (and Design)		Canada	Wares	Active	TMA457080
(44)	IMPETUOUS	Int'l 003	USA	Cosmetics & Toiletries	Active	2269412
(45)	Miscellaneous Design (Child)	Int'l 003	USA	Cosmetics & Toiletries	Active	1909665
(46)	Miscellaneous Design (Cow)	Int'l 003	USA	Cosmetics & Toiletries	Active	1902318
(47)	Miscellaneous Design (Flower)	Int'l 003	USA	Cosmetics & Toiletries	Active	1921419
(48)	Miscellaneous Design (Humpty)	Int'l 003	USA	Cosmetics & Toiletries	Active	1901424
(49)	Miscellaneous Design (Rabbit)	Int'l 003	USA	Cosmetics & Toiletries	Active	1904038

**EXHIBIT A TO TRADEMARK ASSIGNMENT**

	MARK	CLASS	Country	CATEGORY	STATUS	Registration #
(50)	NAIL PALES	Int'l 003	USA	Cosmetics & Toiletries	Active	1960460
(51)	PERSPECTIVE	Int'l 003	USA	Cosmetics & Toiletries	Active	2257527
(52)	PREFIX	Int'l 003	USA	Cosmetics & Toiletries	Active	2243131
(53)	SEASONS IN THE GARDEN	Int'l 003	USA	Cosmetics & Toiletries	Active	75/526882*
(54)	SEASONS IN THE GARDEN	Int'l 004	USA	Candles	Active	2297034
(55)	SERAPHIM	Int'l 004	USA	Candles	Active	75/189721*
(56)	SPA SCAPES	Int'l 009	USA	Audio/Video Cassettes	Active	2056073
(57)	SUN AND SPORT	Int'l 003	USA	Cosmetics & Toiletries	Active	1775680
(58)	TRANSPARENCIES	Int'l 003	USA	Cosmetics & Toiletries	Active	2166309
(59)	TRANSPARENCIES	Int'l 004	USA	Candles	Active	2124322
(60)	VANILLA DAWN	Int'l 003	USA	Cosmetics & Toiletries	Active	2059871
(61)	VANILLA GARDENS	Int'l 3, 21	France	Cosmetics & Toiletries	Active	95552854

\* denotes application number

14-Feb-01