Form PTO 1584
(Rev. 9-93)
OMB No. 0651-0011 (exp. 4/94)

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Brooks Industries, Inc.

[ ] Individual(s) [ ] Association
[ ] General Partnership [ ] Limited Partnership
[X] Corporation-State of New Jersey
[ ] Other

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

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

Name: Arch Personal Care Products, L.P.
Internal Address:
Street Address: 70 Tyler Place
City: State: Zip: South Plainfield, New Jersey 07080, USA

[ ] Individual(s) citizenship
[ ] Association
[ ] General Partnership
[X] Limited Partnership – State of New Jersey
[ ] Other

If assignee is not domiciled in the United States, a domestic Representative designation is attached: [ ] Yes [X] No

(Designations must be a separate document from Assignment)
Additional name(s) & address(es) attached? [ ] Yes [ ] No

3. Nature of conveyance:

[X] Assignment [ ] Merger
[ ] Security Agreement [ ] Change of Name
[ ] Other

Execution Date: August 7, 2001

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

A. Trademark Application No.(s)

B. Trademark registration No.(s) 1,632,062; 2,380,062, 2,227,473; 2,227,472; 2,143,224; 2,148,165; 2,148,166; 2,148,164; 2,008,559; 2,080,115; 2,065,888; 1,903,883; 1,877,348; 1,917,113; 1,760,876; 1,701,327; 1,619,300; 1,816,533; 1,520,387; 1,505,461; 1,412,787

Additional numbers attached? [] Yes [x] No

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

Name: Francis J. Duffin
Internal Address: Wiggin & Dana
Street Address: One Century Tower
City: New Haven, State: CT Zip: 06508-1832

CERTIFICATE OF FACSIMILE TRANSMISSION

I hereby certify that, on the date indicated below, this document was transmitted via telefacsimile to: Commissioner of Patent & Trademarks, Box Assignments, via telefacsimile to telefacsimile no. 703-306-5995.

Francis J. Duffin
Name (Print) Signature

(Date of Signature) August 14, 2001

6. Total number of applications and registrations involved: 21

7. Total fee (37 CFR 3.41):.....$540.00

[ ] Enclosed

[x] Authorized to be charged to deposit account

8. Deposit account number: 23-1665

(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.

Francis J. Duffin
Name of Person Signing

Signature

8/14/2001
Date

Total number of pages including cover sheet, attachments, and document: 4

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231
(Submitted Via Telefacsimile)

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ASSIGNMENT

WHEREAS, Brooks Industries, Inc., a corporation organized and existing under and by virtue of the laws of New Jersey, and having a place of business at 70 Tyler Place, South Plainfield, New Jersey 07080, hereinbelow called "Assignor", owns and has used in its business certain trademarks which are registered as follows:

REGISTRATION NO.	REGISTRATION DATE	MARK
1,632,062	January 22, 1991	VITAZYME
2,380,062	August 22, 2000	PHYTOKERATIN
2,227,473	March 2, 1999	TRF
2,227,472	March 2, 1999	BIODYNES TRF
2,143,224	March 10, 1998	ß-etavera (Stylized)
2,148,165	March 31, 1998	ßetavera (Stylized)
2,148,166	March 31, 1998	ßetavera (Stylized)
2,148,164	March 31, 1998	ß-etavera (Stylized)
2,008,559	October 15, 1996	BIO-OIL GLA10
2,080,115	July 15, 1997	BIO-OIL HBSL
2,065,888	May 27, 1997	MULTIPLEX
1,903,883	July 4, 1995	MALMSTROM
1,877,348	February 7, 1995	MULTIFRUIT
1,917,113	September 5, 1995	CORTEXPROTEIN
1,760,876	March 30, 1993	BROOKOSOME
1,701,327	July 21, 1992	PLANELL OIL
1,619,300	October 30, 1990	FLEXIQUAT
1,816,533	January 18, 1994	BIO-POL
1,520,387	January 17, 1989	BIOMIN

1,505,461	September 27, 1988	COSMETIC INGREDIENTS AND IDEAS
1,412,787	October 14, 1986	BIODYNES

and;

WHEREAS, Arch Personal Care Products, L.P., a Limited Partnership organized and existing under the laws of the State of New Jersey, and having a place of business at 70 Tyler Place, South Plainfield, New Jersey 07080, hereinbelow called "Assignee", is desirous of acquiring the entire right, title and interest in and to the trademarks, the trademark registrations and in and to any renewals and extensions that may be granted thereon, together with the goodwill of the business connected therewith;

THEREFORE, BE IT KNOWN that for and in consideration of the sum of One Dollar ($1.00) to it in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, said Assignor does hereby sell, assign, transfer unto the said Assignee, its successors or assigns, the entire right, title and interest in and to the trademarks, the trademark registrations, and in and to any extensions and renewals that may be granted thereon, together with the goodwill of the business connected therewith and any right to recover for past infringement thereof.

BROOKS INDUSTRIES, INC.

By: Geoffrey J. Brooks
Title: Executive Vice President

BROOKS INDUSTRIES, INC.

By: Ivar Malmstrom
Title: President

STATE OF NEW JERSEY)
) SS.
COUNTY OF MIDDLESEX)

On this 7 day of AUGUST, 2001, before me a Notary Public in and for said County and State, personally appeared Geoffrey J. Brooks who being duly sworn, deposes and says that he is Executive Vice President of BROOKS INDUSTRIES, INC. the corporation described in the above ASSIGNMENT and that he executed the above ASSIGNMENT as a free act on behalf of BROOKS INDUSTRIES, INC.

SEAL: Constance Vincent
Notary Public

CONSTANCE VINCENT
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires April 11, 2004

STATE OF NEW JERSEY)
) SS.
COUNTY OF MIDDLESEX)

On this 7 day of AUGUST, 2001, before me a Notary Public in and for said County and State, personally appeared Ivar Malmstrom who being duly sworn, deposes and says that he is President of BROOKS INDUSTRIES, INC. the corporation described in the above ASSIGNMENT and that he executed the above ASSIGNMENT as a free act on behalf of BROOKS INDUSTRIES, INC.

SEAL: Constance Vincent
Notary Public

CONSTANCE VINCENT
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires April 11, 2004

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