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U.S. DEPARTMENT OF COMMERCE
U.S. 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):
Carol Wright Promotions, Inc.

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

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

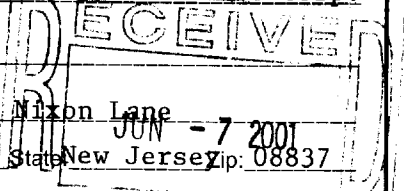
2. Name and address of receiving party(ies)

Name: **Dr. Leonard's Healthcare Corp.**
Internal Address: _____
Address: _____

Street Address: **100 Nixon Lane**
City: **Edison** State: **New Jersey** Zip: **08837**

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State **Delaware**
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No



3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: _____

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

A. Trademark Application No.(s)
B. Trademark Registration No.(s)

2,290,178 1,571,260
1,571,261 2,292,610

Additional number(s) attached Yes No

6. Total number of applications and registrations involved: **1**

7. Total fee (37 CFR 3.41)..... \$ **115**

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____

(Attach duplicate copy of this page if paying by deposit account)

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

Name: **Ray A. Mantle, Esq.**
Internal Address: **Reitler Brown LLC**

Street Address: **800 Third Avenue**
21st Floor

City: **New York** State: **New York** Zip: **10022**

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.

Ray A. Mantle, Esq. _____ **June**, 2001
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: **1**

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

ASSIGNMENT

WHEREAS, Cox Target Media Sales, Inc., formerly known as Carol Wright Promotions, Inc., ("Assignor"), a Delaware corporation, located at 8605 Largo Lakes Drive, Largo, Florida 34643 is the owner of the following marks (the "Marks"):

<u>Mark</u>	<u>U.S. Reg. Number</u>	<u>Date of Reg.</u>
CAROL WRIGHT GIFTS	2,290,178	November 2, 1999
CAROL WRIGHT	1,571,261	December 12, 1989
CAROL WRIGHT (Stylized)	1,571,260	December 12, 1989
MORE THAN EVER, IT PAYS TO GO SHOPPING WITH CAROL	2,292,610	November 16, 1999

WHEREAS, Dr. Leonard's Healthcare Corp. ("Assignee"), a Delaware corporation, located at 42 Mayfield Avenue, Edison, New Jersey 08837, desires to acquire said Marks;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, said Assignor does hereby assign to Assignee all of Assignor's right, title, and interest in and to the Marks, together with the goodwill of the business associated therewith, effective as of the date of execution below.

Signed this 23rd day of MAY, 2001.

COX TARGET MEDIA SALES, INC.

By: Charles B. Solomon
Charles B. Solomon
Secretary

STATE OF GEORGIA)

COUNTY OF DeKalb) ss:

On this 23rd day of May, 2001, before me appeared Charles B. Solomon, the person who signed this instrument, who acknowledged that he signed it as a free act on behalf of Cox Target Media Sales, Inc.

Linda S. Holler
Notary Public

My Commission Expires Notary Public, DeKalb County, Georgia
My Commission Expires Nov. 4, 2003