

ASSIGNMENT OF FEDERAL INTENT-TO-USE APPLICATION

WHEREAS, Lip-Ink International ("Assignor"), a California corporation, having a place of business at 105 Eucalyptus Drive, El Segundo, California 90245, intends to use the mark SEMIPERMINENTLIPCOLOR.COM in commerce and has filed an application, now assigned Serial No. 76/143,850, with the United States Patent and Trademark office under Section 1(b) of the Trademark Act, indicating that intention, but has not yet filed an allegation of use under Sections 1(c) or 1(d) of the Trademark Act, and

WHEREAS, Assignor is assigning the mark in the above-identified application and substantially all of the business or the portion thereof to which the mark pertains, as required by 15 U.S.C. Section 1060; and

WHEREAS, Rosemarie Nichols ("Assignee"), an individual, having an address at 225 38th Street, Manhattan Beach, California, 90266, is desirous of acquiring said trademark and the pending intent-to-use application therefor;

NOW, THEREFOR, 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 the United States in and to said trademark and said application therefor, together with all common law rights and the goodwill of the business symbolized by said trademark.

Signed at EL SEGUNDO, CA, this 12 day of SEPT., 2001.

Lip-Ink International

Rosemarie Nichols
(Signature)

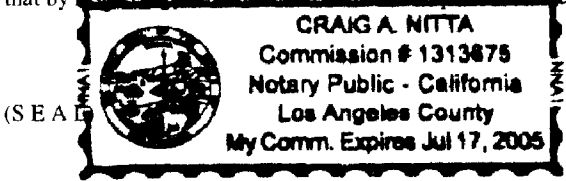
ROSEMARIE NICHOLS
(Print or type name and position - must be an officer).

STATE OF CALIFORNIA)
) ss.
COUNTY OF LOS ANGELES)

On SEPT 12, 2001 before me, the undersigned Notary Public, personally appeared ROSEMARIE NICHOLS.

_____ personally known to me
or
 proved to me on the basis of satisfactory evidence to be

the person whose name is subscribed to the within instrument, and acknowledged to me that he/she executed the same in his/her capacity, and that by his/her signature on the instrument the person is the entity upon behalf of which the person acted, executed the instrument.



C. A. Nitta

TRADEMARK