

02-19-2002



To the Honorable Commissioner

101985047

Attached original documents or copy thereof.

1. Name of conveying party(ies):
 Essanelle Salon Co. 1-31-02
 Individual(s) Association
 General Partnership Limited Partnership
 Other a Minnesota Corporation
 Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
 Name: GEMM, Inc.
 Internal Address: _____ 31 2002
 Street Address: 3780 Fourteenth Avenue, Suite 106
 City: Markham State: Ontario, CANADA ZIP L3R 9Y5
 Individual Citizenship _____
 Association, State _____
 General Partnership _____
 Limited Partnership _____
 Other a Delaware Corporation
 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: December 16, 1993

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
 B. Trademark Registration No.(s)
1,619,206 and 1,436,918
 Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Malcolm L. Moore
 Internal Address: MOORE & HANSEN
 Street Address: 2900 Wells Fargo Center
90 South Seventh Street
 City: Minneapolis State: MN ZIP 55402

6. Total number of applications and registrations involved:(2)
 7. Total fee (37 CFR 3.41): \$ 65.00
 Enclosed
 Authorized to be charged to deposit account
 8. Deposit account number:
13-4300
 (Attach duplicate copy of this page if paying by deposit account)

02/15/2002 DBYRNE 00000042 1619206
 01 FC:481 40.00 DP
 02 FG:482 25.00 DP

DO NOT USE THIS SPACE

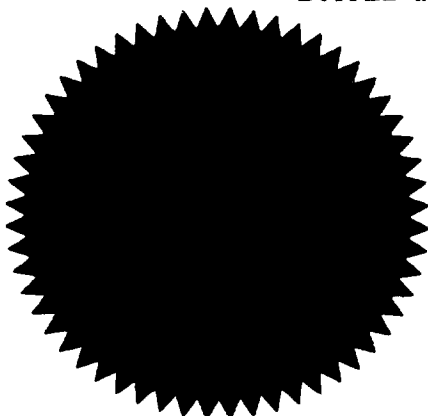
9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.
Malcolm L. Moore 1-17-02
 Name of Person Signing Signature Date

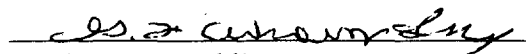
Total number of pages including cover sheet, attachments, and documents (4)

CANADA)
Province of Ontario)
Town of Markham)
TO WIT:)
)

I, Gordon Frank Luborsky, a Notary Public in and for the Province of Ontario, by Royal Authority duly appointed, residing in the Town of Whitchurch-Stouffville, in the Regional Municipality of York in the said Province DO HEREBY CERTIFY that the paper writing hereto annexed, which is stamped with an impression of my seal, is a true and correct photostatic copy of a document produced and shown to me by Brian A. Luborsky, of whose identity I have personal knowledge, and purporting to be the original Assignment of Patent, Trademark and Service Mark Registrations from Essanelle Salon Co., to GEMM, Inc., the said photostatic copy having been compared by me with the said original document, an act whereof being requested I have granted the same under my hand and notarial seal of office to serve and avail as occasion shall or may require.

DATED at Markham, Ontario this 30th day of May, 2001.




A Notary Public
in and for the Province of Ontario

ASSIGNMENT OF TRADEMARK AND SERVICE MARK REGISTRATIONS

WHEREAS, Essanelle Salon Co., a Minnesota corporation, ("Assignor"), has adopted and used the trademarks and service mark listed below which are registered with the United States Patent and Trademark Office (referred to collectively as the "Marks"); and

WHEREAS, Gemm, Inc., a Delaware corporation ("Assignee"), located and doing business at: 3780 Fourteenth Avenue, Suite 106, Markham, Ontario, L3R 9Y5, is desirous of acquiring the Marks and the registrations thereof.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest in and to the Marks and the registrations thereof, together with the goodwill of the business symbolized by the Marks.

ESSANELLE-UNITED STATES

| <u>Service Mark/ Trademark</u> | <u>Owner</u> | <u>Registration Number</u> | <u>Renewal Date</u> |
|------------------------------------|----------------------------------|--------------------------------|-------------------------|
| BEAUTY BREAK | Essanelle Salon Co. | 1,436,918 | 04-14-07 |
| BEAUTY BREAK X-PRESS | Essanelle Salon Co. | 1,630,471 | 01-01-01 |
| BEAUTYWORKS | Essanelle Salon Co. | 1,288,305 | 07-31-04 |
| DIRECTIVES(SM) | S&L Acquisition Company, L.P. | 1,278,440 | 05-15-04 |
| DIRECTIVES(TM) | Essanelle Salon Co. | 1,464,147 | 11-10-07 |
| SOUL SCISSORS & Design | Essanelle Salon Co. | 1,035,047 | 03-02-96 |
| THE TRIMMERS & Design | Essanelle Salon Co. | 959,550 | 05-22-93* |
| THE MEN'S DEN | Essanelle Salon Co. | 945,985 | 11-07-92* |

| | | |
|---------------------------------|---------------------|-----------|
| TRIMMERS SALON | Essanelle Salon Co. | 1,620,581 |
| ESSANELLE | Essanelle Salon Co. | 1,619,206 |
| SHEAR OPTIONS | Essanelle Salon Co. | 1,428,837 |
| CAMPUS HAIR COMPANY & Design | Essanelle Salon Co. | 1,021,270 |

*Marks were due for renewal in 1993 and 1992, respectively, but were not renewed as they are in use.

**Still shown as active, although the mark will be cancelled after 6 years for failure to file an aff

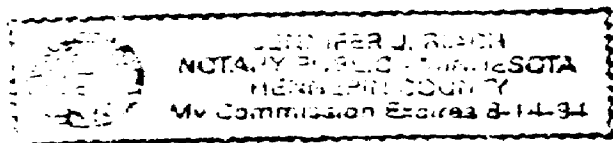
This Assignment of Trademark and Service Mark Registrations is executed this December, 1993.

ESSANELLE SALON CO.
a Minnesota corporation

By: *Robert P.*
Its: CEO

STATE OF MINNESOTA)
) ss.
COUNTY OF HENNEPIN)

On the 16th day of December, 1993, personally appeared before me known personally by me as the Chief Executive Officer of Essanelle Sa acknowledged the within Bill of Sale executed by him to be his free act a duly authorized free act and deed of said corporation.



Jennifer J. Rabin
Notary Public
My commission expires