RE. Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)



U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings	V V V		
To the Honorable Commissioner of Patents and Trademarks: F	lease record the attached original documents or copy thereof.		
Name of conveying party(ies):	Name and address of receiving party(ies)		
Autumn-Harp, Inc. $z-2/-02$	Name: Avalon Natural Cosmetics, Internal Incorporated		
	Internal Incorporated Address:		
Individual(s) Association	Street Address: 1129 Industrial Ave., Suite 200		
☐ General Partnership ☐ Limited Partnership ☐ Corporation-State Vermont	City: Petaluma State: CA Zip: 94952		
Other	Individual(s) citizenship		
	Association		
Additional name(s) of conveying party(ies) attached? Tyes No	General Partnership		
3. Nature of conveyance:	Limited Partnership		
Assignment	Corporation-State California		
Security Agreement Change of Name	Other If assignee is not domiciled in the United States, a domestic		
Other	representative designation is attached: Yes No (Designations must be a separate document from assignment)		
Execution Date: January 29, 1999	Additional name(s) & address(es) attached? 📮 Yes 🛂 No		
Application number(s) or registration number(s):			
A. Trademark Application No.(s)	B. Trademark Registration No.(s)		
	1,970,218		
Additional number(s) at	tached 🖫 Yes 🔀 No		
5. Name and address of party to whom correspondence concerning document should be mailed:	6. Total number of applications and registrations involved:		
Name: Gregory N. Owen, Esq.	10.00		
Internal Address: Suite 1910	7. Total fee (37 CFR 3.41)\$ 40.00		
Owen, Wickersham & Erickson, P.C.	Enclosed		
Owen, Wickersnam & Elickson, 1.e.	Authorized to be charged to deposit account		
455 Market Street			
Street Address:	8. Deposit account number:		
Street Address.			
21105	79		
City: San FranciscoState: CA Zip: 94105	(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.			
Gregory N. Owen	February 6, 2002 Date		
Name of Person Signing Total number of pages including cover sheet, attachments, and document: 5			

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patent & Trademarks, Box Assignments

Washington, D.C. 20231

00000034 1970218)3/13/2002 GTON11

40.00 DF)1 FC:481

TRADEMARK

REEL: 002463 FRAME: 0068

-29-99 01:49P

4...B...B

TRADEMARK ASSIGNMENT AGREEMENT

MARKS: As per Schedule 1

REGISTRATION AND SERIAL NUMBERS: As per Schedule 1

OWNER/ASSIGNOR:

AUTUMN-HARP, INC., a Vermont corporation

ASSIGNEE:

AVAION NATURAL COSMETICS, INCORPORATED, a California corporation

WHEREAS, Autumn -Hasp, Inc., a Vermont corporation with its address at 61 Pine Street, Bristol, Vermont ("Assignor"), has adopted used, is using or had a horm fide intent to use the marks listed in Schedule 1 attached and made a part of this Agreement; and

WHEREAS, Avalon Natural Cosmetics, Incorporated, a California corporation ("Assignce"), with its address at 1129 Industrial Avenue, Suite 200, Petaluma, California, desires to acquire the marks and all right, title and interest in the marks, including domestic and foreign trademark registrations and applications for trademark registration;

WHEREAS, Assignor has sold to Assignce the portion of its business to which the marks pertain;

NOW THEREFORE

For good and valuable consideration, the receipt and sufficiency of which is acknowledged, Autumn-Harp. Inc., Vermont corporation, does hereby assign and transfer to Avalon Natural Cosmetics, Incorporated, a California corporation, all of its right, title and interest in and to the marks listed on Schedule 1 attached and made a part of this Agreement, together with the goodwill symbolized by the marks, including any and all right, title and interest in the marks, whether registered or unregistered, throughout the world, and the registrations and applications for registration listed on such Schedule 1.

1-29-99 01:49P

Assignor recognizes and agrees that henceforth Assignee shall be the exclusive owner of the marks and the goodwill represented thereby, and Assignor shall refrain from adoption or use in connection with the goods identified in the registrations or applications of any identical marks or marks confusingly similar thereto.

Assignor warrants and represents that it is the owner of the marks, that the marks have been in use or Assignor had a bona fide intent to use such marks as described in such registrations and applications for registration, that Assignor is authorized to make this assignment and transfer, that there has been no abandonment of the marks, registrations or applications except as indicated on Schedule 1, and that Assignor has granted no right or license in the marks inconsistent with this Agreement.

DATED:

January 29, 1999

AUTUMN-HARP, INC.

By:

in Harper, President

VERIFICATION

State of Vermont

County of Add 160 C

On this I day of January, 1999, appeared before me Kevin Harper, the person who executed this instrument as President of Autumn-Harp, Inc. (Assignor), who acknowledged this instrument as his free act and deed in such capacity with the authority of Autumn-Harp, Inc. to do so.

ary public commission expires: 2/10/94

Winnterer Chicagi AUTHAR(011) Divertisare of Retail Branded Assets's mingmant of vadaratiles upd

Registrations

<u>Name</u>	Registration#	<u>Status</u>
Un-petroleum Jelly		•
U.S.A.	1,597,079	Registered
Canada	458,205	Registered
U.K.	1,447,831	Registered
Un-petroleum	ı	
U.S.A.	1,817,217	Registered
Canada	480,486	Registered
Benelux	556,966	Registered
France	94,517,095	Registered
U.K.	2,019,430	Registered
Israel	92,177	Registered
Un-petroleum Lip Jelly		
U.S.A.	1,870,963	Registered
Benelux	552,945	Registered
Canada	497,606	Registered
France	94,525,081	Registered
U.K.	2,035,690	Registered
Un-petroleum Stylized Logo		
U.S.A.	1,980,218	Registered
Smart Mouth		
U.S.A.	2,062,320	Registered
Canada	,	Filed
E.C.		Pending
Plant Powered Lip Care		
U.S.A.		Pending
Australia		Pending
Canada		Pending
•		1 chaing
Terra Tints		Pending

TRADEMARK REEL: 002463 FRAME: 0071

<u>Name</u>	Registration#	<u>Status</u>
Lip Spice U.S.A. Benelux Canada France U.K.	1,889,144 554,291 467,406 94,523,147 1,557,010	Registered Registered Registered Registered Registered
Un-chap U.S.A.	1,801,338	Registered
Honey Pot U.S.A. Benelux France	1,841,131 552,683 94,525,080	Registered Registered Registered
Hot Spots U.S.A.	1,930,255	Registered
Hot Spots for Tots U.S.A.	1,950,977	Registered

RECORDED: 02/06/2002

TRADEMARK REEL: 002463 FRAME: 0072