

04-12-2002

FOR: PTO-1594
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)
M&G 8830.1/6/10/12/15-US-01



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

102053982

RE

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

1. Name of conveying party(ies):
Graham Webb International Corporation
01-02-02

Individuals
 General Partnership
 Corporation-State of
 Other: Delaware

Association
 Limited Partnership

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

2. Name and address of receiving party(ies):
Graham Webb International Limited Partnership
5823 Newton Drive
Carlsbad, California 92008

JAN - 2 2001

3. Nature of conveyance:
 Assignment
 Security Agreement
 Other: Correction to Assignment recorded on 11/12/91

Merger
 Change of Name

Execution Date: October 28, 1991

Individual(s) citizenship
 General Partnership
 Corporation-State of
 Other: _____

Association
 Minnesota Limited Partnership

If assignee is not domiciled in the United States, a domestic representative designation is attached:
 Yes No
(Designations must be separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s)/ Mark(s)

B. Trademark Reg. No.(s)/Mark(s)
1,668,950-THERMACORE; 1,624,373-THERMACLAY;
1,749,164-THERMAL CARE; 1,699,676-EXOTHERMIC and
1,776,968-VOLTAGE

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Anna W. Manville
Address: MERCHANT & GOULD P.C.
P.O. Box 2910
Minneapolis, MN 55402-0910

6. Total number of applications and trademarks involved: 5

7. Total fee (37 CFR 3.41): \$140.00
 Enclosed
 Authorized to be charged to deposit account

8. Please charge any additional fees or credit any overpayments to our Deposit account number: 13-2725

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.

Anna W. Manville *Anna W. Manville* October 25, 2001
Name of Person Signing Signature Date

01/03/2002 LMUELLER 00000276 1668950

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

01 FC:481 40.00 OP
02 FC:482 100.00 OP

Do not detach this portion

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

Commissioner for Patents and Trademarks
Box Assignments
Washington, D.C. 20231

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TRADEMARK
REEL: 002481 FRAME: 0165

ASSIGNMENT

WHEREAS, Graham Webb International Corporation ("Assignor"), a Delaware corporation, having its principal office at Carlson Center, 13700-First Avenue North, Plymouth, Minnesota 55441, is the owner of the trademarks, U.S. trademark registrations and pending U.S. applications for registration in the attached Schedule A;

WHEREAS, Graham Webb International, ^{Limited Partnership} (Assignee"), a Limited Partnership organized under the laws of the State of Minnesota, having its principal office at Carlson Center, 13700-First Avenue North, Plymouth, Minnesota 55441, is desirous of acquiring all right, title and interest in and to said trademarks and trademark applications;

Name of General Partner: Graham Webb International Corporation
Address of General Partner: 13700 First Avenue North
Plymouth, MN 55441

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, said Assignor has sold, assigned and transferred, and by these presents does sell, assign and transfer unto said Assignee, its successors or assigns, the entire right, title and interest for all countries in and to said trademarks, U.S. registrations and trademark applications in the attached Schedule A including all common law trademark or trade name rights in said marks, and with the goodwill and other incidents of its business associated with or symbolized by said trademarks and the right to recover and have damages and profits for past infringement, if any.

IN WITNESS WHEREOF, the Assignor has caused this instrument to be executed by its duly authorized corporate officer this

28 day of October, 1991.

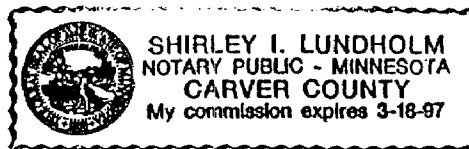
GRAHAM WEBB INTERNATIONAL CORPORATION
"Assignor"

By James R. Stelten
Printed Name James R. Stelten
Title Director of Finance and Oper

State of Minnesota)
County of Hennepin) ss

On this 28th day of October, 1991, before me, a Notary Public, within and for the county aforesaid, personally appeared James R. Stelten, who did say that he or she is Director of Finance and Operations of "Assignor" and that he or she executed said instrument on behalf of said corporation and with the full authority of its Board of Directors to do so.

Shirley I. Lundholm
Notary Public



SCHEDULE A

Registrations

<u>Registration No.</u>	<u>Mark</u>	<u>Issue Date</u>
1,623,221	BEAUTY THERMAL UNITS and Design	11/20/90
1,619,355	ENERGY LOCK	10/30/90
1,619,356	HOT FLASH	10/30/90
1,639,478	INFRARED	4/2/91
1,619,354	JET STREAM	1,619,354
1,624,373	THERMACLAY	1,624,373

Applications

<u>Appln. No.</u>	<u>Mark</u>	<u>Filing Date</u>
74/032,476	ENERGY PLUS and Design	2/26/90
74/032,922	EXOTHERMIC	2/26/90
74/032,644	ICE CAP	2/26/90
74/032,618	INFUSION SHAMPOO	2/26/90
74/032,225	THERMACORE	2/26/90
74/032,916	THERMAL CARE	2/26/90
74/154,673	VOLTAGE	4/8/91

0826/0706



UNITED STATES DEPARTMENT OF COMMERCE
Patent and Trademark Office

ASSISTANT SECRETARY AND COMMISSIONER
OF PATENTS AND TRADEMARKS
Washington, D.C. 20231

DECEMBER 26, 1991

TO: PHILLIP M. SMITH
MERCHANT, GOULD, SMITH, EDELL, ET AL.
3100 NORWEST CENTER
90 S. SEVENTH ST.
MINNEAPOLIS, MN 55402

UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT

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ASSIGNOR:

GRAHAM WEBB INTERNATIONAL CORPORATION DOC DATE : 10/28/1991
CARLSON CENTER, 13700-FIRST AVENUE NORTH CITIZENSHIP : DELAWARE
PLYMOUTH, MN 55441
ENTITY : CORPORATION

ASSIGNEE:

GRAHAM WEBB INTERNATIONAL
CARLSON CENTER, 13700-FIRST AVENUE NORTH CITIZENSHIP : MINNESOTA
PLYMOUTH, MN 55441
ENTITY : LIMITED PARTNERSHIP

BRIEF:

ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

NO. OF PAGES : 004
REEL/FRAME : 0826/0706 DATE RECORDED : 11/12/1991

APPLICATION NUMBER : 74-032225 FILING DATE : 02/26/1990
REGISTRATION NUMBER: 1668950 REGISTRATION DATE: 12/17/1991

MARK: THERMACORE

APPLICATION NUMBER : 74-032315 FILING DATE : 02/26/1990
REGISTRATION NUMBER: 1619354 REGISTRATION DATE: 10/30/1990

MARK: JET STREAM

RECEIVED

JAN 06 1992

TRADEMARK MERCHANT, GOULD, SMITH,
EDELL, WELTER & SCHMIDT, P.A.
REEL: 002481 FRAME: 0169

APPLICATION NUMBER : 74-032476
REGISTRATION NUMBER:

FILING DATE : 02/26/1990
REGISTRATION DATE:

MARK: ENERGY PLUS

APPLICATION NUMBER : 74-032618
REGISTRATION NUMBER:

FILING DATE : 02/26/1990
REGISTRATION DATE:

MARK: INFUSION SHAMPOO

APPLICATION NUMBER : 74-032623
REGISTRATION NUMBER: 1624373

FILING DATE : 02/26/1990
REGISTRATION DATE: 11/27/1990

MARK: THERMACLAY

APPLICATION NUMBER : 74-032644
REGISTRATION NUMBER:

FILING DATE : 02/26/1990
REGISTRATION DATE:

MARK: ICE CAP

APPLICATION NUMBER : 74-032645
REGISTRATION NUMBER: 1639478

FILING DATE : 02/26/1990
REGISTRATION DATE: 04/02/1991

MARK: INFRARED

APPLICATION NUMBER : 74-032718
REGISTRATION NUMBER: 1623221

FILING DATE : 02/26/1990
REGISTRATION DATE: 11/20/1990

MARK: B.T.U. BEAUTY-THERMAL-UNITS

APPLICATION NUMBER : 74-032722
REGISTRATION NUMBER: 1619355

FILING DATE : 02/26/1990
REGISTRATION DATE: 10/30/1990

MARK: ENERGY LOCK

APPLICATION NUMBER : 74-032723
REGISTRATION NUMBER: 1619356

FILING DATE : 02/26/1990
REGISTRATION DATE: 10/30/1990

MARK: HOT FLASH

APPLICATION NUMBER : 74-032916
REGISTRATION NUMBER:

FILING DATE : 02/26/1990
REGISTRATION DATE:

MARK: THERMAL CARE

APPLICATION NUMBER : 74-032922
REGISTRATION NUMBER:

FILING DATE : 02/26/1990
REGISTRATION DATE:

MARK: EXOTHERMIC

APPLICATION NUMBER : 74-154673
REGISTRATION NUMBER:

FILING DATE : 04/08/1991
REGISTRATION DATE:

MARK: VOLTAGE