

REC

04-17-2002

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

4/11/02 T



102057421

Hon. Commissioner of Patents & Trademarks: Please return the attached original documents or copy thereof.

1. Name of conveying party(ies):  
 REVLON (SUISSE) S.A.

Individual(s)                     Association  
 General Partnership        Other  
 Limited Partnership  
 Corporation

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

2. Name and address of receiving party(ies):

Name:  
 EDENWEST LIMITED

Street Address:  
 HOUSE OF EDENWEST  
 Stonefield Way, Ryislip  
 Middlesex HA4 0JW, United Kingdom

Individual(s) citizenship:  
 Association  
 General Partnership  
 Limited Partnership  
 Corporation  
 Other-Limited Company

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No

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

3. Nature of conveyance:

Assignment                     Merger  
 Change of Name             Other  
 Security Agreement

Execution Date: July 28, 2000

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

A. Trademark Application No(s).

B. Trademark Registration No(s).

2,067,838

Additional numbers attached?  Yes  No

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

Mark Lebow, Esquire  
 YOUNG & THOMPSON  
 Second Floor  
 745 South 23rd Street  
 Arlington, VA 22202

6. Total number of applications and registrations involved:  
 1

7. Total fee (37 CFR 3.41).....\$ 40.00  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit Account No. 25-0120  
 (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.*

Mark Lebow  
Name of Person Signing

Signature

Date 4/11/02

Total number of pages including cover sheet: [9]

04/16/2002 LHMJELLER 00000220 2067838  
01 FC:481 40.00 DP

Registration No.: 2067838  
Trade Mark: HEAD OVER HEELS & DEVICE


### POWER OF ATTORNEY

EDENWEST LIMITED hereby appoints **ROBERT J. PATCH**, Reg. No. 17, 355, **ANDREW J. PATCH**, Reg. No. 32, 925, **ROBERT F. HARGEST**, Reg. No. 25, 590, **BENOIT CASTEL**, Reg. No. 35, 041, **THOMAS W. PERKINS**, Reg. No. 33, 027, **ERIC JENSEN**, Reg. No. 37, 855, **ROLAND E. LONG, JR.**, Reg. No. 41, 949, and **MARK LEBOW**, c/o **YOUNG & THOMPSON**, 745 South Street, Arlington, VA 22202, telephone: (703) 521-2297, its attorneys for the purpose of maintaining its registration and transacting all business in the Patent and Trade Mark Office in connection therewith.

### APPOINTMENT OF DOMESTIC REPRESENTATIVE

Robert J. Patch, Andrew J. Patch, Robert F. Hargest, Benoît Castel, Thomas W. Perkins, Eric Jensen, Roland E. Long Jr., or Mark Lebow, whose postal address is c/o Young & Thompson, 745 South 23<sup>rd</sup> Street, Arlington, VA 22202, telephone: (703) 521-2297, telefax: (703) 685-0573, is hereby designated EDENWEST LIMITED'S representative upon whom notices or process in proceedings affecting this registration may be served.

Date: 31<sup>ST</sup> JANUARY 2002

Signature of Corporate Officer: 

Printed Name of Corporate Officer: \_\_\_\_\_

Title of Corporate Officer: DIRECTOR

## EXHIBIT A

### ASSIGNMENT

**THIS AGREEMENT** is made between **REVLON (SUISSE) S.A.**, a corporation of Switzerland, with a business address of Badenerstrasse 116, 8952 Schlieren, Switzerland (hereinafter "**REVLON (SUISSE)**"), and **EDENWEST LIMITED**, a company registered in England under number 2444543, with a business address of Unit A-1, Alpha Bldg., Bilton Centre, Walmgate Road, Perivale, Middlesex UB6 7LR United Kingdom (hereinafter "**EDENWEST**").

**WHEREAS, REVLON (SUISSE)** is the record owner of the trademark and registrations of the mark **HEAD OVER HEELS**, including the word mark itself and a design element as listed in Schedule 1 (excluding any right, title or interest of any kind whatsoever in the mark **ULTIMA II HEAD OVER HEELS with Design** in Argentina and any right, title or interest of any kind whatsoever in the mark **ULTIMA II HEAD OVER HEELS with Design** in Puerto Rico) (the foregoing being referred to collectively as the "Trademark") and the goodwill of the business associated solely with the Trademark; and

**WHEREAS, EDENWEST** or its designee wishes to acquire the Trademark from **REVLON (SUISSE)** and **REVLON (SUISSE)** desires to sell and transfer the Trademark to **EDENWEST** or its designee.

**NOW, THEREFORE,** it is hereby agreed by the parties as follows:

1. For good and valuable consideration paid to **REVLON (SUISSE)** by **EDENWEST** or its designee, **REVLON (SUISSE)** hereby assigns and transfers unto **EDENWEST** or its designee, forthwith, all of **REVLON (SUISSE)**'s right, title and interest in and to the Trademark throughout the world, together with any and all goodwill associated solely with the Trademark and all rights to damages or profits, due or accrued

arising out of past infringement of the Trademark or injury to said goodwill and the right to sue in EDENWEST's own name.

2. EDENWEST SHALL NOT, IN ANY MANNER, USE THE TRADEMARK "REVLON" OR "ULTIMA II" OR ANY OTHER TRADEMARK OF REVLON (SUISSE) OR ITS AFFILIATES OR ANY DERIVATIVE, VARIATION OR CONTRACTION THEREOF IN ASSOCIATION WITH THE TRADEMARK ASSIGNED HEREUNDER OR OTHERWISE AND EDENWEST ACKNOWLEDGES AND AGREES THAT IT IS NOT ACQUIRING ANY RIGHT, TITLE OR INTEREST OF ANY KIND WHATSOEVER IN THE "REVLON" OR "ULTIMA II" TRADEMARK OR ANY OTHER TRADEMARK OF REVLON (SUISSE) OR ITS AFFILIATES OR ANY CONTRACTION, DERIVATIVE OR VARIATION THEREOF OR REGISTRATIONS THEREFOR ANYWHERE IN THE WORLD, OTHER THAN THE TRADEMARK ASSIGNED HEREUNDER.

3. REVLON (SUISSE) MAKES NO OTHER REPRESENTATIONS OR WARRANTIES, EXPRESS OR IMPLIED, WITH RESPECT TO THE TRADEMARK AND ASSOCIATED GOODWILL BEING TRANSFERRED BY IT HEREUNDER TO EDENWEST OR ITS DESIGNEE. EXCEPT AS OTHERWISE SET FORTH IN THE INTELLECTUAL PROPERTY PURCHASE AGREEMENT OF EVEN DATE HERewith BETWEEN THE PARTIES, REVLON (SUISSE) TRANSFERS THE TRADEMARK TO EDENWEST OR ITS DESIGNEE, AND EDENWEST OR ITS DESIGNEE ACCEPTS SAID TRADEMARK, ON AN "AS IS" BASIS.

IN WITNESS WHEREOF, this Assignment has been executed as of this 28th day of July, 2000.


Assignor:

Assignee:

REVLON (SUISSE) S.A.

EDENWEST LIMITED

By   
ROBERT K. KRETZMAN  
Title: Authorized Representative  
Date:

By   
Name: N R THAKRAN  
Title: DIRECTOR.  
Date: 15/5/00

**SCHEDULE 1**

**TRADEMARKS AND REGISTRATIONS AND APPLICATIONS**

SCHEDULE 1

TRADEMARK	COUNTRY	APP. DATE	REG. NO.	REG. DATE	RECORD OWNER
HEAD OVER HEELS WITH DESIGN	Australia		649072	12/19/1994	Revlon (Suisse) S.A.
HEAD OVER HEELS WITH DESIGN	Benelux		566815	12/19/1995	Revlon (Suisse) S.A.
HEAD OVER HEELS WITH DESIGN	Brazil		818291516	04/22/1997	Revlon (Suisse) S.A.
HEAD OVER HEELS WITH DESIGN	Canada		458705	05/31/1996	Revlon (Suisse) S.A.
HEAD OVER HEELS WITH DESIGN	France		94549781	12/19/1994	Revlon (Suisse) S.A.
HEAD OVER HEELS WITH DESIGN	Germany West		39716293	07/08/1997	Revlon (Suisse) S.A.
HEAD OVER HEELS WITH DESIGN	Hong Kong		5119/1996	02/20/1995	Revlon Consumer Prod
HEAD OVER HEELS WITH DESIGN	Indonesia		354441	01/09/1995	Revlon (Suisse) S.A.
HEAD OVER HEELS WITH DESIGN	Ireland		171009	12/20/1994	Revlon (Suisse) S.A.
HEAD OVER HEELS WITH DESIGN	Israel		96170	06/02/1996	Revlon (Suisse) S.A.
HEAD OVER HEELS WITH DESIGN	Italy		712825	06/13/1997	Revlon (Suisse) S.A.
HEAD OVER HEELS & DESIGN WITH KATAKANA	Japan		3344235	09/05/1997	Charles Revson Inc.
HEAD OVER HEELS WITH DESIGN	Malaysia		95/00411	01/29/1997	Revlon (Suisse) S.A.
HEAD OVER HEELS	United States of America		2067838	06/03/1997	Charles Revson Inc.
HEAD OVER HEELS WITH DESIGN	Mexico		491340	05/11/1995	Revlon (Suisse) S.A.

HEAD OVER HEELS WITH DESIGN	New Zealand		244141	12/19/1994	Revlon (Suisse) S.A.
HEAD OVER HEEL WITH DESIGN	Singapore		11238/94	12/28/1994	Revlon (Suisse) S.A.
HEAD OVER HEELS WITH DESIGN	South Africa		95/10160	08/07/1995	Charles Revson Inc.
HEAD OVER HEELS WITH DESIGN	Spain		1943159	09/05/1995	Revlon (Suisse) S.A.
HEAD OVER HEELS WITH DESIGN	Taiwan		698102	12/01/1995	Revlon (Suisse) S.A.
HEAD OVER HEELS WITH DESIGN	Thailand		TM38314	11/24/1995	Revlon (Suisse) S.A.
HEAD OVER HEELS WITH DESIGN	United Kingdom		2010539	02/08/2005	Charles Revson Inc.
HEAD OVER HEELS WITH DESIGN	Venezuela	17446-94			Revlon (Suisse) S.A.
HEAD OVER HEELS WITH DESIGN	Korea, South		360334	04/21/1997	Revlon (Suisse) S.A.



USA

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