

04-19-2002



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TRADEMARKS

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RE

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID# _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger Effective Date
Month Day Year
- Change of Name 03152002
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
03222002

Name Illuminations.com, Inc.

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Mark if additional names of conveying parties attached

Name Starlume, Inc.

DBA/AKA/TA _____

Composed of corporation of Delaware

Address (line 1) P.O. Box 33

Address (line 2) _____

Address (line 3) Glenbrook NV 89413
City State/County Zip Code

- Individual General Partnership Limited Partnership
- Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Delaware

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

FOR OFFICE USE ONLY

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Mail documents to be recorded with required cover sheet(s) information to:
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04/18/2002 LIMELETT 03000001 03 00 01 03 00 01

Domestic Representative Name and Address

Enter for the First Receiving Party only.

Name _____
Address (line 1) _____
Address (line 2) _____
Address (line 3) _____
Address (line 4) _____

Correspondent Name and Address

Area Code and Telephone Number 415-777-3999

Name Anna C. Silva, Esq.
Address (line 1) Steinhart & Falconer LLP
Address (line 2) 333 Market Street, Suite 3200
Address (line 3) San Francisco, CA 94105-2150
Address (line 4) _____

Pages Enter the total number of pages of the attached conveyance document including any attachment. # 1

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)		Registration Number(s)	
<u>78034409</u>	<u>78034411</u>	<u>2086606</u>	_____
<u>78034412</u>	_____	<u>2447124</u>	_____
<u>78034413</u>	_____	<u>2159375</u>	_____

Number of Properties Enter the total number of properties involved. # 7

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$ 190.00

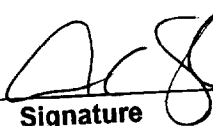
Method of Payment: Enclosed Deposit Account
Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.) # 19-4215
Deposit Account Number: _____

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Anna C. Silva
Name of Person Signing


Signature

March 25, 2002
Date Signed

TRADEMARK ASSIGNMENT

This ASSIGNMENT, dated as of March 22, 2002, is made from Illuminations.com, Inc., a Delaware corporation, whose principal place of business is 1995 South McDowell Boulevard, Building A, Petaluma, California 94954 (hereinafter "Assignor"), to Starlume, Inc., a Delaware corporation, whose principal place of business is P.O. Box 33, Glenbrook, Nevada 89413 (hereinafter "Assignee").

WHEREAS, Assignor is the owner of the following trademark(s), and the U.S. trademark registration(s)/application(s) therefor (hereinafter the "Mark(s)"):

<u>Trademark</u>	<u>Reg./Appl. No.</u>	<u>Reg./Filing Date</u>
AMERICA'S PREMIER CANDLE COMPANY	2,086,606	August 5, 1997
TEMPLE SCENTS	2,447,124	April 24, 2001
GLOWING IMPRESSIONS	2,159,375	May 19, 1998
GLOWING IMPRESSIONS NANA'S AROMATHERAPY	78/034,409	November 8, 2000
GLOWING IMPRESSIONS NANA'S FLOWER BED	78/034,412	November 8, 2000
GLOWING IMPRESSIONS NANA'S GARDEN	78/034,413	November 8, 2000
GLOWING IMPRESSIONS NANA'S PANTRY	78/034,411	November 8, 2000

WHEREAS, Assignor and Assignee have entered into a Stock Purchase Agreement, dated as of March 15, 2002, pursuant to which Assignor has sold to Assignee certain assets as defined therein;

WHEREAS, the assets include all rights, title and interest in and to the Mark, together with the good will of the business pertaining thereto.

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign to Assignee all right, title and interest in and to the Mark, and the registrations and applications therefor, together with the good will of the business pertaining thereto, and all claims for damages by reason of past infringements of the trademarks, along with the right to sue for and collect such damages for use and benefit of Assignee and its successors, assigns and other legal representatives.

Dated: March 22, 2002

Illuminations.com, Inc.

By: Paulette Sun Davis

Name: Paulette Sun Davis

Title: SVP / Treasurer

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RECORDED: 03/25/2002

TRADEMARK
REEL: 002487 FRAME: 0088