

04-19-2002



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

Submission Type

- New 3-22-02
- 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
03152002

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 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.)
- Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Delaware

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Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

04/18/2002 LINDLER 00000189 194215 73623298

01 FC:481 40.00 CH
02 FC:482 00.00 CH

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>75625298</u>	<u>2168066</u>
<u>78027617</u>	_____
_____	_____

Number of Properties **Enter the total number of properties involved.** # 3

Fee Amount **Fee Amount for Properties Listed (37 CFR 3.41):** \$ 90.00

Method of Payment: Enclosed Deposit Account

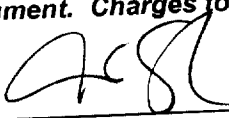
Deposit Account
(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: # 19-4215

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 22, 2002
Date Signed

TRADEMARK ASSIGNMENT

This ASSIGNMENT, dated as of March 15, 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>
MAR AZUL	75/625,298	1/22/1999
STARLIGHT	2,168,066	6/23/1998
STARLIGHT CANDLE COMPANY	78/027,617	9/26/2000

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.

Illuminations.com, Inc.

Dated: 3/15/02

By: John Martin
Name: John Martin
Title: President + CEO

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