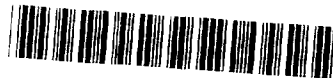


05-03-2002



FORM PTO-1594

EET

U.S. DEPARTMENT OF COMMERCE

(Rev. 03/01)

102077520

Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks or to the Director of the Patent and Trademark Office, or to the original document or certified copy thereof.

1. Name of conveying Party(ies):
Yardley of London (U.S.), L.L.C.
4-18-02

Individual Association
 General Partnership Limited Partnership
 Corporation- State -
 Other limited liability company

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

2. Name and Address of receiving Party(ies):
Name: Muelhens GmbH & Co. K.G.
Internal Address: _____
Street Address: Venloer Strasse 241-245
City: Köln State Germany Zip Code D-50823

Individual(s) Citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other German Kommanditgesellschaft

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: November 30, 2001

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
76044854

B. Trademark Registration No.(s)
0667872; 0669402; 0731285; 0764428; 0919892; 1470317; 1549739; 1850174; 1853985; 1860226; 1862141; 1903324; 2170140; 2304698; 2373383; 2374022; 2446688; 2448617
Additional sheet attached? Yes No

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

Bingham B. Leverich, Esq.
Covington & Burling
1201 Pennsylvania Avenue, N.W.
Washington, D.C. 20004

Attorney Docket No. 027091.00002

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41).....\$ 490

Enclosed
 Authorized to be charged to deposit account

8. Deposit Account No.: 033412

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.

Kristina Rosette Kristina Rosette April 18, 2002
Name of Person Signing Signature Date

05/02/2002 GTOW11 00000158 033412 76044854 Total number of pages including cover sheet, attachments, and document:

01 FC:481 40.00 CH
02 FC:482 450.00 CH
WASHINGTON 226112v1

TRADEMARK REEL: 002497 FRAME: 0631

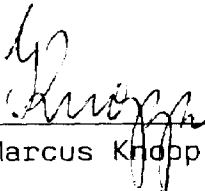
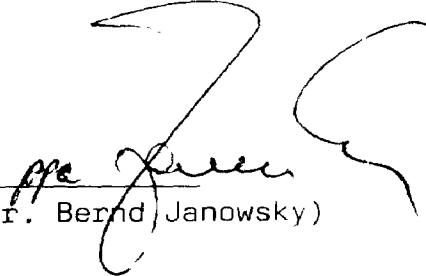
76044854

UNITED STATES PATENT AND TRADEMARK OFFICE

MÜLHENS GMBH & CO. KG,
also known as MUELHENS GMBH & CO. KG,
(a German Kommanditgesellschaft)
Venloer Strasse 241-245,
D-50823 Köln, Germany

Designation Of Domestic Representative

Bingham B. Leverich, Kathleen T. Gallagher-Duff, Marie A. Lavalleye, and
Kristina Rosette, whose postal address is Covington & Burling, 1201 Pennsylvania Avenue,
N.W., Washington, D.C. 20004-2401, and Albert L. Wells, whose postal address is Covington &
Burling, 1330 Avenue of the Americas, New York, NY 10019, are hereby appointed Registrant's
representatives upon whom notices or process in the proceedings affecting the registrations may
be served. Please address all correspondence to the attention of Bingham B. Leverich, Esq.,
Covington & Burling, 1201 Pennsylvania Avenue, N.W., Washington, D.C., 20004-2401 (Tel.
No. (202) 662-5188).

By: ppa.  
Name: (Marcus Knopp) (Dr. Bernd Janowsky)
Title: **Company Secretaries**

Date: 4th March 2002



ASSIGNMENT OF MARKS

This Assignment of Marks ("Assignment") is made as of November 30, 2001, by and between YARDLEY OF LONDON (U.S.), L.L.C., a Delaware limited liability company ("Assignor"), and MUELHENS GMBH & CO. KG, a German corporation ("Assignee").

WHEREAS, Assignor is the owner of the trademarks and registrations and applications identified in Schedule A attached hereto (collectively, the "Marks"); and

WHEREAS, pursuant to a certain Asset Purchase Agreement dated November 30, 2001 (the "Asset Purchase Agreement"), Assignor has agreed to transfer to Assignee the Marks and all goodwill associated therewith; and

WHEREAS, Assignor affirms the representations and warranties made by Assignor in the Asset Purchase Agreement;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties covenant and agree as follows.

1. Assignment. Assignor hereby assigns to Assignee, and Assignee hereby accepts from Assignor, all rights, title, and interest in and to the Marks and the goodwill of the business symbolized by the Marks.

2. Further Action. Assignor further covenants and agrees, at the reasonable request of Assignee and at no additional expense to Assignor, to execute and deliver any further documents and to take all further actions necessary to enable Assignee to become the owner of record of the Marks and to secure the benefits of the rights hereby assigned.

IN WITNESS WHEREOF, each of the parties have caused this Assignment to be duly executed and delivered as of the day and year first above written.

YARDLEY OF LONDON (U.S.), L.L.C.

By: Geard

Name: GEORGE L. MAJOROS, JR.

Title: PRESIDENT

SWORN TO AND SUBSCRIBED before me this 30 day of November, 2001.

Mary Gioia
Notary Public

MARY GIOIA
Notary Public, State of New York
No. 24-4939931
Qualified in Kings County
Commission Expires August 1, 2002

My commission expires 8/1/02

MUELHENS GMBH & CO. KG

By: ppa. Knopp Heinz-Joachim Schultner

Name: Marcus Knopp Heinz-Joachim Schultner

Title: General Counsel Vice President Finance & Administration

SWORN TO AND SUBSCRIBED before me this 11 day of December, 2001.

Notary Public

My commission expires _____

SCHEDULE A
TRADEMARKS AND REGISTRATIONS AND APPLICATIONS

U.S. Federal

<u>Trademark</u>	<u>Reg./App. Number</u>
CITRUS CHEER	Reg. 2,304,698
ENGLISH ROSE	Reg. 2,483,626
FLAIR	Reg. 731,285
FREESIA ESSENCE	Reg. 2,374,022
JASMINE BLOOM	App. 76/044,854
Miscellaneous Design (Three Figures)	Reg. 667,872
Miscellaneous Design (Three Figures)	Reg. 669,402
PEACH ELEGANCE	Reg. 1,853,985
PEAR BLOSSOM	Reg. 2,170,140
RASPBERRY BOUQUET	Reg. 1,903,324
Y (Stylized)	Reg. 1,860,226
Y (Stylized)	Reg. 2,373,383
YARDLEY	Reg. 1,470,317
YARDLEY and Design	Reg. 2,446,688
YARDLEY BATH SHOPPE	Reg. 1,850,174
YARDLEY BLACK LABEL (Stylized)	Reg. 764,428
YARDLEY ENGLISH LAVENDER and Design	Reg. 2,448,617
YARDLEY ORIGINAL (Stylized)	Reg. 919,892
YARDLEY OF LONDON	Reg. 1,549,739

Delaware

<u>Trademark</u>	<u>Reg. Number</u>
DELICATE ROSE	Reg. 17,829
ESSENCE OF SPRING	Reg. 17,825
PEACH ELEGANCE	Reg. 17,828
YARDLEY	Reg. 17,821
YARDLEY BATH SHOPPE	Reg. 17,823
YARDLEY ENGLISH LAVENDER	Reg. 17,827
YARDLEY OF LONDON	Reg. 17,822

Common Law

Trademark

NATURE'S SLICES

NATURE'S DROPS

YARDLEY LONDON & Design

UR.Nr. 2279/2001

On 11st day of december, 2001 before me, a Notary personally appeared


- a) Mr. Marcus K n o p p , profession General Counsel,
- b) Mr. Heinz-Joachim S c h u l t n e r , dealer,

known to me by the persons who have executed the hereunto annexed declaration on behalf of Muelhens GmbH & Co. KG with our office at Venloer Straße 241 - 245, D-50823 Köln, Germany.

I have seen the Constitution of the said Company and certify that Mr. Marcus Knopp and Mr. Heinz-Joachim Schultner are authorities to execute the annexed declaration on behalf of the said company.

I certify that the declaration so executed is binding on Muelhens GmbH & Co. KG under its Constitution and the laws of Germany.

11st of december 2001

Notary 

Wert: _____	00,--
§ 45 I _____	20,--
§ 58 I _____	20,--
§ 150 _____	25,--
§ 152 _____	1,10
_____	66,10
MwSt 16 % _____	10,58

Sa.: 76,68

=====

Notary: 