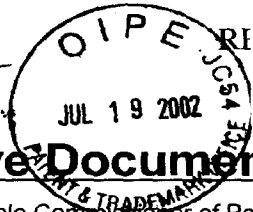


FORM PTO-1594

07-24-2002



102165917

ET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Corrective Document

Attorney Docket No. 3002-1014

To the Honorable Commissioner of Patents & Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

REVLON (SUISSE) S.A. 07/19/02

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, Ruislip
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: 07-28-2000
Correction of the spelling of the assignee's address, previously recorded on Reel 002484 and Frame 0626.

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
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).....\$
 Enclosed
 Authorized to be charged to deposit account

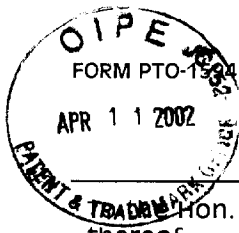
8. Deposit Account No. **25-0120**
(Attach duplicate copy of this page if paying by deposit account.)

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 [Signature] July 19, 2002
Name of Person Signing Signature Date

Total number of pages including cover sheet: **[12]**



REC

04-17-2002

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

4/11/02



J02057421

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

1. Name of conveying party(ies):

REVLON (SUISSE) S.A.

- Individual(s)
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other

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

3. Nature of conveyance:

- Assignment
- Change of Name
- Security Agreement
- Merger
- Other

Execution Date: July 28, 2000

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

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 LIMELLER 00000220 2067838

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40.00 EP

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.

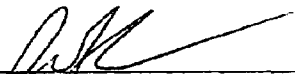
IN WITNESS WHEREOF, this Assignment has been executed as of this 28th day of July, 2000.


Assignor:

Assignee:

REVLON (SUISSE) S.A.

EDENWEST LIMITED

By 
ROBERT K. KRETZMAN
Title: Authorized Representative
Date:

By 
Name: N R THAXTON
Title: Director.
Date: 15/5/00

SCHEDULE 1

TRADEMARKS AND REGISTRATIONS AND APPLICATIONS

SCHEDULE I

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 WITH DESIGN	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 WITH DESIGN	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.

161340.1

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.

161340.1

7

USA



Registration No. 2069838
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

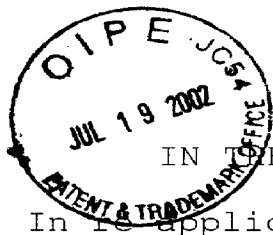
Robert J. Patch, Andrew J. Patch, Robert F. Hargest, Benoit Castel, Thomas W. Perkins, Eric Jensen, Roland E. Long Jr., or Mark Lebow, whose postal address is c/o Young & Thompson, 745 South 23rd Street, Arlington, VA 22202, telephone: (703) 521-2297, telefax: (703) 685-0573, is hereby designated EDENWEST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

Date: 31ST JANUARY 2002

Signature of Corporate Officer: 

Printed Name of Corporate Officer: _____

Title of Corporate Officer: DIRECTOR



D

TRADEMARKS
Attorney Docket No. 3002-1014

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re application of

Mark: HEAD OVER HEELS

Serial No.: 2,067,838

Box ASSIGNMENTS

Applicant: EDENWEST LIMITED

Address: House of Edenwest
Stonefield Way, Ruislip
Middlesex HA4 0JW
United Kingdom

CORRECTION OF COVER SHEET ERROR PURSUANT TO 37 CFR §3.51

Commissioner for Trademarks

Washington, D.C. 20231

Sir:

It is respectfully requested that the Notice of Recordation dated June 11, 2002 be corrected as noted below. The original document is resubmitted.

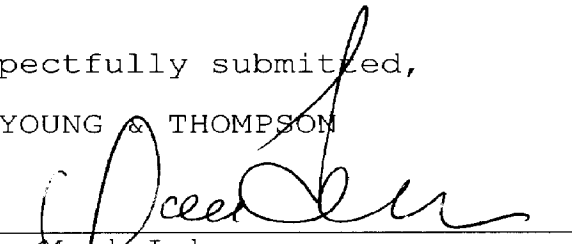
The new cover sheet corrects the assignee's address as follows:

House of Edenwest
Stonefield Way, Ruislip
Middlesex HA4 0JW
United Kingdom

Respectfully submitted,

YOUNG & THOMPSON

By



Mark Lebow
Attorney for Applicants
745 South 23rd Street
Arlington, VA 22202
Telephone: 521-2297

July 19, 2002



TRADEMARKS ONLY

Corrective Document

Attorney Docket No. **3002-1014**

To the Honorable Commissioner of Patents & Trademarks: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies):</p> <p>REVLON (SUISSE) S.A.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Other <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: EDENWEST LIMITED</p> <p>Street Address: House of Edenwest Stonefield Way, Ruislip Middlesex HA4 0JW, United Kingdom</p> <p><input type="checkbox"/> Individual(s) citizenship: <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation - <input checked="" type="checkbox"/> Other - Limited Company</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Change of Name <input checked="" type="checkbox"/> Other <input type="checkbox"/> Security Agreement</p> <p>Execution Date: 07-28-2000 Correction of the spelling of the assignee's address, previously recorded on Reel 002484 and Frame 0626.</p>	

<p>4. Application number(s) or registration (numbers):</p> <table style="width:100%; border: none;"> <tr> <td style="width:50%; border: none; vertical-align: top; padding: 5px;"> <p>A. Trademark Application No(s).</p> </td> <td style="width:50%; border: none; vertical-align: top; padding: 5px;"> <p>B. Trademark Registration No(s).</p> <p style="margin-left: 20px;">2,067,838</p> </td> </tr> </table> <p style="text-align: center; margin-top: 10px;">Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>A. Trademark Application No(s).</p>	<p>B. Trademark Registration No(s).</p> <p style="margin-left: 20px;">2,067,838</p>
<p>A. Trademark Application No(s).</p>	<p>B. Trademark Registration No(s).</p> <p style="margin-left: 20px;">2,067,838</p>	

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p style="margin-left: 20px;">Mark Lebow YOUNG & THOMPSON Second Floor 745 South 23rd Street Arlington, VA 22202</p>	<p>6. Total number of applications and registrations involved: 1</p> <hr/> <p>7. Total fee (37 CFR 3.41).....\$</p> <p><input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <hr/> <p>8. Deposit Account No. 25-0120 (Attach duplicate copy of this page if paying by deposit account.)</p>
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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.

<p><u>Mark Lebow</u> Name of Person Signing</p>	 Signature	<p>July 19, 2002 Date</p>
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Total number of pages including cover sheet: **[12]**



UNITED STATES
PATENT AND
TRADEMARK OFFICE



JUNE 11, 2002

PTAS

Chief Information Officer
Washington, DC 20231
www.uspto.gov

YOUNG & THOMPSON
MARK LEBOW, ESQUIRE
745 SOUTH 23RD STREET
ARLINGTON, VA 22202



102057421A

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

THE ENCLOSED DOCUMENT HAS BEEN RECORDED BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. A COMPLETE MICROFILM COPY IS AVAILABLE AT THE ASSIGNMENT SEARCH ROOM ON THE REEL AND FRAME NUMBER REFERENCED BELOW.

PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY CONTACT THE EMPLOYEE WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723. PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, CG-4, 1213 JEFFERSON DAVIS HWY, SUITE 320, WASHINGTON, D.C. 20231.

RECORDATION DATE: 04/11/2002

REEL/FRAME: 002484/0626
NUMBER OF PAGES: 9

BRIEF: ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

ASSIGNOR:
REVLON (SUISSE) S.A.

DOC DATE: 07/28/2000
CITIZENSHIP:
ENTITY: CORPORATION

ASSIGNEE:
EDENWEST LIMITED
STONEFIELD WAY, RYISLIP **RYISLIP**
HOUSE OF EDENWEST
MIDDLESEX HA4 0JW, UNITED KINGDOM

CITIZENSHIP:
ENTITY: LIMITED COMPANY

APPLICATION NUMBER: 74722632
REGISTRATION NUMBER: 2067838

FILING DATE: 08/29/1995
ISSUE DATE: 06/03/1997

MARK: HEAD OVER HEELS
DRAWING TYPE: WORDS, LETTERS, OR NUMBERS IN TYPED FORM

88
7-19-02

TRADEMARK
REEL: 2547 FRAME: 0652

SHARON LATIMER, EXAMINER
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS