

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Universal Esthetics, Inc.		10/07/2003	CORPORATION: VIRGINIA

RECEIVING PARTY DATA	
Name:	Universal Companies, Inc.
Street Address:	1401 Euclid Ave.
City:	Bristol
State/Country:	VIRGINIA
Postal Code:	24201
Entity Type:	CORPORATION: VIRGINIA

PROPERTY NUMBERS Total: 1		
Property Type	Number	Word Mark
Registration Number:	2502985	SPA MOMENTS

CORRESPONDENCE DATA	
Fax Number:	(206)464-0125
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	206-464-3939
Email:	jdelo@gsblaw.com
Correspondent Name:	Gary Swearingen
Address Line 1:	1191 2nd Ave., 18th Floor
Address Line 4:	Seattle, WASHINGTON 98092

ATTORNEY DOCKET NUMBER:	10319-00100/JD
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NAME OF SUBMITTER:	Julene Delo
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Total Attachments: 2 source=spa moments#page1.tif source=spa moments#page2.tif

OP \$40.00 2502985

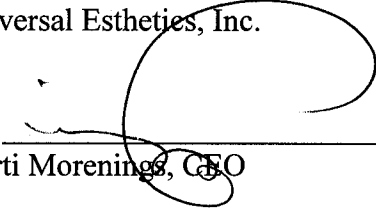
TRADEMARK ASSIGNMENT

WHEREAS, Universal Esthetics, Inc., a Virginia corporation with a place of business at 1401 Euclid Ave., Bristol, Virginia 24201. ("Assignor"), owns all right, title and interest in the U.S. trademark registration for SPA MOMENTS, Registration No. 2502985, dated October 30, 2001 (the "Mark") including, but not limited to, all common law rights, trade name rights and the right to sue and recover for the past infringement thereof; and

WHEREAS, Universal Companies, Inc., a Virginia corporation with a place of business at 1401 Euclid Ave., Bristol, Virginia 24201 ("Assignee") desires to acquire all rights, title and interest in and to the Trademarks;

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns, effective as of October 30, 2001, to Assignee all rights, title and interest in and to the Mark, together with the goodwill of the business symbolized by the Mark, and all causes of action for the past infringement thereof.

Universal Esthetics, Inc.

By 
Marti Morenings, CEO

Date: October 7, 2003

STATE OF VIRGINIA

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) ss:

COUNTY OF Washington

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On this 7 day of October, 2003, before me personally Sharon Fee, to me known to be the Notary of the corporation that executed the within and foregoing instrument, and acknowledged said instrument to be the free and voluntary act and deed of said corporation, for the uses and proposes therein mentioned, and on oath stated that he was authorized to execute said instrument on behalf of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year first above written.

Name of Notary: Sharon A. Fee Sharon A. Fee
Notary Public Virginia
Commission Expires: March 31, 2007

SEA_DOCS:680091.1 [10319-00100]