

FORM PTO-1618A  
Expires 06/30/99  
OMB 0651-0027

U.S. Department of Commerce  
Patent and Trademark Office  
**TRADEMARK**

### RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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  
Effective Date  
Month Day Year
- Merger
- Change of Name
- Other

#### Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date  
Month Day Year

Formerly

- Individual  General Partnership  Limited Partnership  Corporation  Association
- Other

Citizenship/State of Incorporation/Organization

#### Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

Individual  General Partnership  Limited Partnership  Corporation  Association

Other

Citizenship/State of Incorporation/Organization

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

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. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), 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

# RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

FORM PTO-1618C  
Expires 06/30/99  
OMB 0851-0027

U.S. Department of Commerce  
Patent and Trademark Office  
TRADEMARK

### Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date  
Month Day Year

Name

Formerly

Individual  General Partnership  Limited Partnership  Corporation  Association

Other

Citizenship State of Incorporation/Organization

### Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

Individual  General Partnership  Limited Partnership

Corporation  Association

Other

Citizenship/State of Incorporation/Organization

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 the Assignment.)

### 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)

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FORM PTO-1618B  
Expires 06/30/99  
OMPL 0651-0027

U.S. Department of Commerce  
Patent and Trademark Office  
**TRADEMARK**

**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

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages**

Enter the total number of pages of the attached conveyance document including any attachments.

#

**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)**

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<input type="text" value="2239583"/>	<input type="text" value="1919250"/>	<input type="text" value="1255749"/>
<input type="text" value="1519889"/>	<input type="text" value="787281"/>	<input type="text" value="2250166"/>
<input type="text" value="1818339"/>	<input type="text" value="2423891"/>	<input type="text" value="1236967"/>

**Number of Properties**

Enter the total number of properties involved.

#

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

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:

#

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.

Stewart L. Gitler

10-17-03

Name of Person Signing

Signature

Date Signed

TRADEMARK ASSIGNMENT

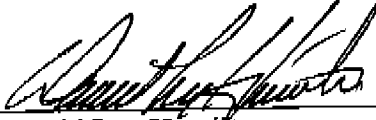
WHEREAS, CHESEBROUGH-POND'S INC., a corporation organized under the laws of the State of Delaware, USA having offices at 501 Silverside Road, Wilmington, DE 19809 (hereinafter "ASSIGNOR"), is owner of the trademarks listed on the attached Schedule A; and

WHEREAS, HELEN OF TROY LIMITED, a Barbados company, having offices at Whitepark House, White Park Road, P.O. Box 836E, Bridgetown, Barbados (hereinafter "ASSIGNEE"), is desirous of acquiring said trademarks.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, said ASSIGNOR does hereby assign to ASSIGNEE all right, title and interest in and to said trademarks, together with the goodwill of the business symbolized by said trademarks.


IN TESTIMONY WHEREOF, ASSIGNOR has caused this agreement to be executed effective as of this 23rd day of September, 2003.

CHESEBROUGH-POND'S INC.

By:   
David Ley Hamilton  
President

STATE OF DELAWARE            )  
  )     SS.  
COUNTY OF NEW CASTLE    )

Signed and attested before me on this 23<sup>rd</sup> day of September, 2003 by David Ley Hamilton



**SUSAN L. ELIA**  
**NOTARY PUBLIC**  
**STATE OF DELAWARE**  
My commission expires Mar. 4, 2006

**SCHEDULE A**

<b><u>TRADEMARK</u></b>	<b><u>REG. NO.</u></b>
BRUT	2,239,583
BRUT	1,919,250
BRUT 33 (Stylized)	1,255,749
BRUT and DESIGN	1,519,889
BRUT	787,281
IT'S ALL PART OF THE GAME	2,250,166
TRI-GUARD	1,818,339
TRIMAX	2,423,891
BRUT MEDALLION DESIGN	1,236,967
BRUT BOTTLE	842,660