


Form PTO-1594 (Rev. 03/01) OMB No. 0851-0027 (exp. 5/31/2002) Tab settings ⇌ ⇌ ⇌		RECORDATION FORM COVER SHEET TRADEMARKS ONLY		U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office	
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.					
1. Name of conveying party(ies): The Cosmetics Factory, Inc.		2. Name and address of receiving party(ies) Name: Markwins Beauty Products, Inc. Internal Address: _____ Address: _____ Street Address: 22067 Ferrero Parkway City: City of Industry State: California Zip: 91789			
<input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State New York <input type="checkbox"/> Other _____		<input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State California <input type="checkbox"/> Other _____			
Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		If assigned to not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____		Execution Date: February 28, 2003			
4. Application number(s) or registration number(s). A. Trademark Application No.(s)		B. Trademark Registration No.(s) 2116825 2132309			
		Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
5. Name and address of party to whom correspondence concerning document should be mailed: Name: Christine L. Lofgren, Esq. Internal Address: _____ _____ Street Address: Jeffer, Mangels, Butler & Marmaro LLP, 1900 Avenue of the Stars, Seventh Floor City: Los Angeles State: CA Zip: 90067		6. Total number of applications and registrations involved: 2			
		7. Total fee (37 CFR 3.41).....\$ 65.00 <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account			
		8. Deposit account number: 10-0440 (Attach duplicate copy of this page if paying by deposit account)			
DO NOT USE THIS SPACE					
9. Statement and signature. <i>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.</i>					
Christine L. Lofgren Name of Person Signing		 Signature		November 19, 2003 Date	
		<input type="checkbox"/>		<input type="checkbox"/>	
Total number of pages including cover sheet, attachments, and document: 5					

Mail documents to be recorded with required cover sheet information to:
 Commissioner of Patent & Trademarks, Box Assignments
 Washington, D.C. 20231

CH \$65.00 100440 2116825

ASSIGNMENT OF TRADEMARKS/SERVICE MARKS

FOR GOOD AND VALUABLE CONSIDERATION, the receipt and sufficiency of which is hereby acknowledged, The Cosmetics Factory, Inc., a New York corporation, having its principal office at 100 Porete Avenue, North Arlington, New Jersey 07031 ("Assignor"), hereby assigns and transfers to Markwins Beauty Products, Inc., a California corporation, having its principal office at 22067 Ferreiro Parkway, City of Industry, California 91789 ("Assignee"), and Assignee hereby accepts from Assignor:

- A. All worldwide right, title and interest held by Assignor in and to the business names, domain names, trade names, trademarks and/or service marks listed on Exhibit "A" attached hereto and incorporated herein by this reference, and the applications and/or registrations thereof (hereinafter collectively referred to as the "Marks");
- B. The goodwill of the business connected with the use of and symbolized by the Marks; and
- C. All rights to damages or profits, due or to become due, accrued or to accrue, arising out of past, present, or future infringement of said Marks or injury to said goodwill, together with the right to sue or recover the same in the Assignee's name.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands as of

February 28, 2003

THE COSMETICS FACTORY, INC.
a New York corporation

MARKWINS BEAUTY PRODUCTS,
INC., a California corporation

By: Stephen H. Hitt
Stephen Hitt, President

By: Eric Chen
Eric Chen, President


EXHIBIT "A"

Mark	U.S. Reg. No.	Reg. Date
CF	2,116,825	November 25, 1997
CF DESIGN	2,132,309	January 27, 1998
THE COSMETIC FACTORY, INC.	2,104,930	October 14, 1997
THE COSMETICS FACTORY, INC.	2,104,930	October 14, 1997

ACKNOWLEDGEMENT OF ASSIGNOR

STATE OF NEW YORK)
 : ss.:
COUNTY OF NEW YORK)

On the 28th day of February, 2003, before me personally came Stephen A. Heit to me known, who, being by me duly sworn did depose and say that he is the President of The Cosmetics Factory, Inc., the Assignor described in and which executed the above instrument; and that he was authorized to sign his name thereto.



Notary Public

DEREK T. LIVELY
Notary Public, State of New York
No. 01LIG072406
Qualified in Bronx County
Commission Expires April 1, 2006

STATE OF CALIFORNIA)
COUNTY OF Los Angeles)

On May 20, 2003 before me, Ching Yee Cheung
personally appeared Eric Chen,

personally known to me. proved to me on the basis of
satisfactory evidence

to be the person whose name is subscribed to the within instrument and acknowledged to me
that he executed the same in his authorized capacity, and that by his signature on the
instrument the person, or the entity upon behalf of which the person acted, executed the
instrument.

WITNESS my hand and official seal.



Ching Yee Cheung
Signature of Notary

CAPACITY CLAIMED BY SIGNER:

- | | |
|---|---|
| <input type="checkbox"/> Individual(s) | <input type="checkbox"/> Attorney-In-Fact |
| <input type="checkbox"/> Partner(s) | <input type="checkbox"/> Subscribing Witness |
| <input type="checkbox"/> Trustee(s) | <input type="checkbox"/> Guardian/Conservator |
| <input checked="" type="checkbox"/> Corporate | <input type="checkbox"/> Other: |
- Officer(s) President
Title(s)

SIGNER IS REPRESENTING:

Name of Person(s) or Entity(ies): Markwins Beauty Products, Inc.