

Form **PTO-1594** (Rev. 03/01)  
 OMB No. 0651-0027 (exp. 5/31/2002)  
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**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.

<p>1. Name of conveying party(ies):  <b>Jonel, Inc.</b></p> <p><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 <u>Illinois</u>  <input type="checkbox"/> Other _____</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)        Name: <u>Markwins Beauty Products, Inc.</u>        Internal        Address: _____        _____        Street Address: <u>22067 Ferrero Parkway</u>        City: <u>City of Industry</u> State: <u>CA</u> Zip: <u>91789</u></p> <p><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 <u>California</u>  <input type="checkbox"/> Other _____</p> <p><small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No        (Designations must be a separate document from assignment)        Additional name(s) &amp; address( es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</small></p>
<p>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 _____</p> <p>Execution Date: <u>February 28, 2003</u></p>	

<p>4. Application number(s) or registration number(s):        A. Trademark Application No.(s)        _____</p>	<p>B. Trademark Registration No.(s)  <u>1265344 1730432 1120402 1120332 1266171</u>  <u>2386258 1446311 1458938</u></p> <p>Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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<p>5. Name and address of party to whom correspondence concerning document should be mailed:        Name: <u>Christine L. Lofgren, Esq.</u>        Internal Address: _____        _____        _____        Street Address: <u>Jeffer, Mangels, Butler &amp; Marmaro LLP,</u>  <u>1900 Avenue of the Stars, Seventh Floor</u>        City: <u>Los Angeles</u> State: <u>CA</u> Zip: <u>90067</u></p>	<p>6. Total number of applications and registrations involved: ..... <span style="border: 1px solid black; padding: 2px;">8</span></p> <p>7. Total fee (37 CFR 3.41)..... \$ <u>215.00</u>  <input type="checkbox"/> Enclosed  <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number:        _____  <u>10-0440</u></p> <p><small>(Attach duplicate copy of this page if paying by deposit account)</small></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.*

Christine L. Lofgren    Christine L. Lofgren    November 19, 2003  
 Name of Person Signing    Signature    Date

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 \$215.00 100440 1266344

**ASSIGNMENT OF TRADEMARKS/SERVICE MARKS**

FOR GOOD AND VALUABLE CONSIDERATION, the receipt and sufficiency of which is hereby acknowledged, Jonel, Inc., an Illinois corporation formerly known as Barristo, LTD, 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 Ferrero 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.

JONEL, INC.,  
an Illinois corporation,  
formerly known as Barristo, LTD

MARKWINS BEAUTY PRODUCTS,  
INC., a California corporation

By: Stephen Heit  
Stephen Heit, President

By: Eric Chen  
Eric Chen, President

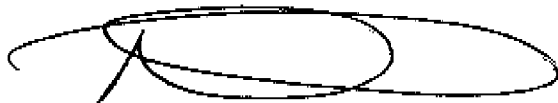
**EXHIBIT "A"**

<b>Mark</b>	<b>U.S. Reg. No.</b>	<b>Reg. Date</b>
BUFF'N SHINE	1,265,344	January 24, 1984
GROWTH ACCELERATOR	1,730,432	November 3, 1992
JONEL	1,120,402	June 19, 1979
JONEL	1,120,332	June 19, 1979
JONEL	1,266,171	February 7, 1984
PRECIOUS METALS	1,875,770	January 24, 1995
QUICK-TIPS	1,798,459	October 12, 1993
SUREHOLD	2,386,258	September 12, 2000
SUREHOLD	1,446,311	July 7, 1987
ULTRA-COAT	1,458,938	September 29, 1987

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 Jonel, 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. 01LI0072406  
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 Cheir,

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<br>Officer(s) <u>President</u> | <input type="checkbox"/> Other:               |
- Title(s)

**SIGNER IS REPRESENTING:**

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