

Form PTO-1594

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):

AM Products Company

- Individual(s)
- General Partnership
- Corporation-State **Delaware**
- Other _____
- Association
- Limited Partnership

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

3. Nature of conveyance:

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

Execution Date: **February 28, 2003**

2. Name and address of receiving party(ies)

Name: **Markwins Beauty Products, Inc.**

Internal

Address: _____

Street Address: **22067 Ferrero Parkway**

City: **City of Industry** State: **CA** Zip: **91789**

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State **California**
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

**2434084 2455276 2398072 2485979 2562224
1881097 1867409 1899533 2417341**

Additional number(s) attached Yes 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: 9

7. Total fee (37 CFR 3.41).....\$ **240.00**

- Enclosed
- 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.

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

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

700053771

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ASSIGNMENT OF TRADEMARKS/SERVICE MARKS

FOR GOOD AND VALUABLE CONSIDERATION, the receipt and sufficiency of which is hereby acknowledged, AM Products Company, a Delaware 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 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.

AM PRODUCTS COMPANY,
a Delaware corporation

By: Stephen Heit
Stephen Heit, President

MARKWINS BEAUTY PRODUCTS,
INC., a California corporation

By: Eric Chen
Eric Chen, President

EXHIBIT "A"**U.S. Federal Registrations**

Mark	U.S. Reg. No.	Reg. Date
BACK TO COOL	2,434,084	March 6, 2001
CONCEAL-IT	2,455,276	July 3, 2001
LINE 'N SHADE	2,398,072	October 24, 2000
LIP PATROL	2,485,979	September 4, 2001
MEGAWINK	2,562,224	April 16, 2002
MIGHTY LASH	1,881,097	February 28, 1995
NATURE'S KISS	1,867,409	December 13, 1994
QUIK GLAZE	1,899,533	June 13, 1995
SOFTSHINE LIPSTICK	2,417,341	January 2, 2001
WET 'N WILD U.S.A.	2,337,607	April 4, 2000


U.S. Federal Applications

Mark	App. Serial No.	File Date
MEGA SPARKLE	78/193543	December 11, 2002

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 AM Products Company, 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. 01LI6072408
Qualified in Bronx County
Commission Expires April 1, 2006

