

06-17-2003



Form PTO-1594 (Rev. 10/02) **5-15-03 REC** **102475186** **TRADEMARKS ONLY** U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

OMB No. 0651-0027 (exp. 6/30/2005)

Tab settings

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

1. Name of conveying party(ies): **COLOR ME BEAUTIFUL, INC.**

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

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

2. Name and address of receiving party(ies)
 Name: **WILLIAM F. HENRI, ESQ., as Agent**
 Internal Address: _____
 Address: _____
 Street Address: **6633 Mercer**
 City: **Houston** State: **TX** Zip: **77005**
 Individual(s) citizenship **Texas, U.S.A.**
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other _____

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: **November 5, 2002**

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) **2,304,313**

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: **Paul Garrity, Esq.**
 Internal Address: **Kelley Drye & Warren LLP**

 Street Address: **101 Park Avenue**

 City: **New York** State: **NY** Zip: **10178**

6. Total number of applications and registrations involved: **1**

7. Total fee (37 CFR 3.41).....**\$40.00**
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____
 (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.

Paul Garrity
 Name of Person Signing

Signature

5-15-03
 Date

Total number of pages including cover sheet, attachments, and document:

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

06/16/2003 TDIAZ1 00000081 2304313 40.00 DP

BILL OF SALE AND ASSIGNMENT

SOP Effective as of ^{November 5} ~~October~~ 2002 (the "Effective Date"), COLOR ME BEAUTIFUL, INC., a corporation organized and existing under the laws of the State of Maryland, having its principal office at 14900 Conference Center Drive, Suite 450, Chantilly, Virginia 20151 for good and valuable consideration, hereby sells, assigns and transfers to WILLIAM F. HENRI, ESQ., as Agent ("HENRI, as Agent"), a citizen of Texas, residing at 6633 Mercer, Houston, Texas 77005 whatsoever right, title and interest throughout the world COLOR ME BEAUTIFUL, INC. has or may have, in and to all designations consisting of or including the words DOUBLE IMPACT used as a trademark or service mark for goods and services of any kind or nature whatsoever, including, but not limited to, cosmetics, fragrances and toiletry products, as well as all trademark applications and registrations for the name and mark DOUBLE IMPACT worldwide, including, but not limited to, U.S. Registration No. 2,304,313 for the trademark DOUBLE IMPACT for "eye shadow" (collectively identified hereinafter as the "DOUBLE IMPACT Trademark"), together with the goodwill of the business symbolized thereby and associated therewith.

COLOR ME BEAUTIFUL, INC. further agrees to cooperate in executing any further documents necessary for recordation in any governmental office or agency and/or to otherwise give effect to the purpose of this Agreement; and any associated costs shall be paid by HENRI, as Agent.


COLOR ME BEAUTIFUL, INC. represents and warrants to HENRI, as Agent, that the DOUBLE IMPACT Trademark: has been in continuous use in interstate commerce in the United States since at least as early as September 12, 1997; is still in use; is free and clear of all liens, security agreements and claims; is not known to infringe upon the rights of any third party; that

U.S. Registration No. 2,304,313 is valid and in full force and effect, and that COLOR ME BEAUTIFUL, INC. has the authority to sell the DOUBLE IMPACT Trademark and to make this Bill of Sale and Assignment.

COLOR ME BEAUTIFUL, INC. has caused this Bill of Sale and Assignment to be ratified by a proper corporate officer of COLOR ME BEAUTIFUL, INC. and its corporate seal to be affixed on the date set forward below.

HENRI, as Agent, has signed this Bill of Sale and Assignment on the date set forward below.

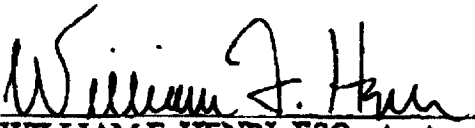
COLOR ME BEAUTIFUL, INC.

By: 

Title: Charmert CEO

Date: 11/5/02

[Corporate Seal]


WILLIAM F. HENRI, ESQ., As Agent

Date: