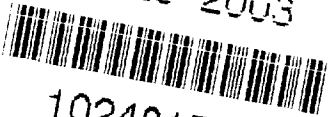


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Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings

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): Northside Development, Inc.

6.24.03

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 1/15/2002

2. Name and address of receiving party(ies)

Name: Rise International Group L.L.C.

Internal Address:

Street Address: 300-IC Route 17 South

City: Lodi State: NJ Zip: 07644

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Other limited liability corporation

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) 1,763,952

1,759,370; 2,026,620; 2,028,764

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Michael B. Chesal, Esq.

Internal Address: 17th Floor, Miami Center

Street Address: 201 S. Biscayne Blvd.

City: Miami State: FL Zip: 33131

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41) \$ 115.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Michael B. Chesal, Esq. Name of Person Signing

Signature

6-18-2003 Date

Total number of pages including cover sheet, attachments, and document: 3

06/24/2003 ECODPER 00000204 1763952

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

01 FC:8521 02 FC:8522

40.00 OP 75.00 OP

TRADEMARK REEL: 002763 FRAME: 0192

**U.S. TRADEMARK ASSIGNMENT
(VIBRANCE)**

WHEREAS, Northside Development, Inc., a New York corporation (hereinafter "Assignor"), is the owner of the trademarks and registrations therefor listed on the attached Schedule "A"; and

WHEREAS, Rise International^{Group}, LLC, a Delaware limited liability company (hereinafter "Assignee"), is desirous of acquiring said trademarks and Registration.

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 and registrations therefore, together with the goodwill, if any, of the business symbolized by said trademarks.

IN TESTIMONY WHEREOF, ASSIGNOR, has caused this agreement to be executed effective as of this 15 day of JANUARY, 2002.

Northside Development, Inc.,
a New York Corp.

By: 

Printed Name: Joseph DeKama

Title: President

SCHEDULE "A"

TRADEMARK	REG. NO.
VIBRANCE	1,763,952
VIBRANCE and Design	1,759,370
VIBRANCE ORGANIC CARE STRONG HEALTHY HAIR FROM ROOT TO TIP and Design	2,026,620
VIBRANCE ORGANIC CARE	2,028,764