

09-05-2003

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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

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

1. Name of conveying party(ies):
FS CONCEPTS, INC.

9.2.03

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

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

2. Name and address of receiving party(ies)

Name: Fantastic Sams Franchise Corporation

Internal

Address:

Street Address: 10517 Garden Grove Boulevard

City: Garden Grove State: CA Zip: 92843

Individual(s) citizenship

Association

General Partnership

Limited Partnership

Corporation-State Delaware

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

3. Nature of conveyance:

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

Execution Date: August 5, 2003

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

A. Trademark Application No.(s) 75/164,284

B. Trademark Registration No.(s)

see attached Schedule I

Additional number(s) attached Yes No

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

Name: Scott M. Kareff, Esq.

Internal Address: Schulte, Roth & Zabel LLP

Street Address: 919 Third Avenue

City: New York State: NY Zip: 10022

6. Total number of applications and registrations involved: 35

7. Total fee (37 CFR 3.41) \$ 890

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

500675 - Schulte Roth & Zabel LLP

DO NOT USE THIS SPACE

9. Signature.

Reine H. Glanz

Name of Person Signing

Signature

August 29, 2003

Date

Total number of pages including cover sheet, attachments, and document: 8

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

09/03/2003 6TOM11 00000002 500675 75164284

01 FC:6521
02 FC:6522

40.00 DA
850.00 BA

TRADEMARK
REEL: 002818 FRAME: 0065

SCHEDULE I**U.S. TRADEMARKS**

Trademark	Country	Registration No.
SAM	United States	892,597
SAM'S	United States	892,598
FANTASTIC SAM'S AND DESIGN	United States	1,126,066
THE ORIGINAL AMERICAN FAMILY HAIRCUTTERS	United States	1,221,322
FANTASTIC SAMS AND DESIGN	United States	1,238,922
THE ORIGINAL FAMILY HAIRCUTTERS	United States	1,327,500
HIBISCUS DESIGN	United States	1,357,383
EL PRIMER SALON FAMILIAR	United States	1,530,283
QUICK & EASY PERM	United States	1,576,976
FANTASTIC FUZZY	United States	1,593,104
FANTASTIC	United States	1,611,636
SAM'S	United States	1,728,332
FANTASTIC SAM'S SERVICE AND MORE SERVICE	United States	1,875,692
FANTASTIC COLOR	United States	1,894,764
FANTASTIC TANS	United States	1,895,436
FANTASTIC COLOR	United States	1,899,337
FANTASTIC SAMS	United States	1,909,009
FANTASTIC SAMS	United States	1,953,680
FS AND DESIGN	United States	1,978,797
YOU CAN AFFORD TO LOOK THIS GOOD	United States	2,019,425
A PROFESSIONAL LOOK WITH A PERSONAL TOUCH	United States	2,045,953
BOTANIC	United States	2,090,231
FS (STYLIZED)	United States	2,099,297
FS (STYLIZED)	United States	2,147,180
GOTTA BE THE HAIR	United States	2,170,303
FANTASTIPS	United States	2,180,663
FS NATIONAL ACADEMY ON TOUR	United States	2,190,697
FS NATIONAL ACADEMY	United States	2,195,280
TEAMMENTOR	United States	2,198,140
FS NATIONAL ACADEMY	United States	2,254,792
LIFECIRCLE	United States	2,308,223
FANTASTIC SAMS (STYLIZED)	United States	2,374,938
SMOOTHEE	United States	2,422,755
SMOOTHEE	United States	2,498,783

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PAGE 1

TRADEMARK
REEL: 002818 FRAME: 0066

SCHEDULE A**TRADEMARKS**

Trademark	Country	Registration No.
Fantastic Sams (Stylized)	United States	2,374,938
A Professional Look with A Personal Touch	United States	2,045,953
Botanic	United States	2,090,231
Fantastic	United States	1,611,636
Fantastic Color	United States	1,899,337
Fantastic Color	United States	1,894,764
Fantastic Fuzzy	United States	1,593,104
Fantastic Sam's and Design	United States	1,126,066
Fantastic Sams and Design	United States	1,238,922
Fantastic Sams	United States	1,909,009
Fantastic Sams	United States	1,953,680
Fantastic Tans	United States	1,895,436
FS (Stylized)	United States	2,147,180
FS (Stylized)	United States	2,099,297
FS and Design	United States	1,978,797
Sam's	United States	1,728,332
You Can Afford To Look This Good	United States	2,019,425
Fantastic Sam's with Hibiscus Design and the Original Family Haircutters	Canada	TMA354175
Fantastic Sam's	Canada	TMA295151
Fantastic	Canada	TMA511385
FS	Canada	TMA511388
FS Design and Hair Care	Canada	TMA511360
Fantastic Sam's	Japan	4127226
Fantastic Sam's (In Katakana)	Japan	4127227
Hibiscus Logo	Japan	4151337
Gotta be the Hair	United States	2170303
Hibiscus Design	United States	1357383
Quick & Easy Perm	United States	1576976
Sam's	United States	892598
The Original Family Haircutters	United States	1327500
FS National Academy	United States	2254792
Smoothee	United States	2,422,755
Smoothee	United States	2,498,783
El Primer Salon Familiar	United States	1,530,283
FS National Academy	United States	2,195,280
FS National Academy On Tour	United States	2,190,697

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PAGE 4

TRADEMARK
REEL: 002818 FRAME: 0067

Fantastic Sam's	Austria	122387
Fantastic Sam's	Benelux	445558
Fantastic Sam's Logo	Benelux	445559
The Original Family Haircutters	Benelux	442549
Fantastic Sam's	Bolivia	49084
Fantastic Sam's	Brazil	814647910
Fantastic Sam's With Hibiscus Design And Coiffure Our La Famille In Lower Case Letters	Canada	TMA351535
Fantastic Sam's	China P.R.	873960
Fantastic Sam's	China P.R.	876109
Fantastic Sam's Service and More Service	China P.R.	900439
The Original Family Haircutters	China P.R.	900440
Fantastic Sam's and Hibiscus Design	Columbia	135656
Hibiscus Design	Columbia	135633
Hibiscus Design	Columbia	135630
The Original Family Haircutters	Columbia	141479
The Original Family Haircutters and Design	Columbia	135674
Fantastic Sam's	Denmark	VR1992/00143
Fantastic Sam's	Finland	112750
Fantastic Sam's	France	1451389
The Original Family Haircutters	France	1477612
Fantastic Sam's	Germany	1162987
Hibiscus Design	Germany	1127041
Fantastic Sam's	Great Britain	B1316374
Hibiscus Design	Great Britain	1429490
Hibiscus Design	Great Britain	1429491
The Original Family Haircutters	Great Britain	1316562
Fantastic Sam's	Greece	88723
Hibiscus Design	Greece	88728
The Original Family Haircutters	Greece	88727
The Original Family Haircutters	India	
Fantastic Fuzzy	India	
Fantastic Fuzzy and Design	India	
FS Logo	India	
Fantastic Sam's	Italy	838525
Hibiscus Design	Italy	521063
The Original Family Haircutters	Italy	838524
Fantastic Sam and Katakana Characters	Japan	1851613
Fantastic Sam's	Japan	2218299

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PAGE 5

TRADEMARK
REEL: 002818 FRAME: 0068

Fantastic Sam's Japan	Japan	2336922
Fantastic Sam's Japan	Japan	2335535
Fantastic Sam's Japan	Japan	2419323
Hibiscus Design	Japan	2310976
Hibiscus Logo Design	Japan	4140240
Original Family Haircutters	Japan	2693539
El Primer Salon Familiar	Mexico	477647
Fantastic Color	Mexico	477650
Fantastic Sam's	Mexico	351857
Fantastic Sam's	Mexico	353413
Hibiscus Design	Mexico	354185
Hibiscus Design	Mexico	354184
Hibiscus Design	Mexico	354186
The Original Family Haircutters	Mexico	353241
The Original Family Haircutters	Mexico	353532
The Original Family Haircutters	Mexico	353531
Fantastic Sam's	Norway	139425
Fantastic Sam's	Paraguay	215774
Fantastic Sam's	Paraguay	215773
Fantastic Sam's	Singapore	S/B4202/88
Hibiscus Design	Singapore	S/3349/88
The Original Family Haircutters	Singapore	B4201/88
FS & Design	South Africa	98/06873
Fantastic Sam's	South Africa	98/06874
Fantastic Sams (Stylized)	South Korea	3399
Fantastic Sam's	Spain	1241329
Fantastic Sam's	Sweden	213926
Fantastic Sam's	Switzerland	362233
Hibiscus Design	Switzerland	362375
The Original Family Haircutters	Switzerland	362232
Fantastic Sams (Stylized)	Taiwan	929679
Fantastic Sams (Stylized)	Taiwan	S132088
Fantastic Sam's	Uruguay	326983
Fantastic Sam's	Venezuela	64-S
Fantastic Sam's Service And More Service	United States	1875692
Lifecircle	United States	2308223
Teammentor	United States	2198140
The Original American Family Haircutters	United States	1221322
Backstage	United States	75/164,284
SAM	United States	892597
Fantastips	United States	2180663

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TRADEMARK ASSIGNMENT

PAGE 6

TRADEMARK
REEL: 002818 FRAME: 0069

TRADEMARK ASSIGNMENT

WHEREAS FS CONCEPTS, INC., a corporation duly organized and existing under the laws of the State of Delaware, ("Assignor"), owns all right, title and interest in and to the trademarks, and any applications and registrations therefor, as set forth in the attached Schedule A, and all common law rights to such trademarks and all of the goodwill of the business symbolized thereby and associated therewith (all collectively, the "Trademarks"); and

WHEREAS, FANTASTIC SAMS FRANCHISE CORPORATION, a corporation duly organized and existing under the laws of the State of Delaware, ("Assignee") wishes to acquire all of Assignor's right, title and interest in and to the Trademarks together with the goodwill of the business symbolized thereby and the entire business and/or portion thereof to which the Trademarks pertain, and Assignor wishes to assign same to Assignee.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns, sells and transfers unto Assignee its entire right, title and interest throughout the world in perpetuity in and to the Trademarks, including common law rights, together with the goodwill of the business symbolized thereby and the entire business and/or portion thereof to which the Trademarks pertain, and the right to sue and recover for all past, present and future infringements and other violations of the Trademarks, the same to be held and enjoyed by Assignee, its successors and assigns to the same extent that such would have been held and enjoyed by Assignor had this assignment not been made. Assignor hereby covenants and agrees to provide any further necessary documentation and do all further acts reasonably requested by Assignee in this regard to confirm and perfect title in and to the Trademarks in Assignee, its successors, assigns, or other legal representatives.

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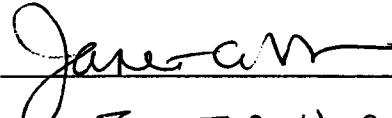
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IN WITNESS WHEREOF, Assignor has executed this Trademark Assignment as an instrument under seal as of this 5TH day of AUGUST 2003.

ASSIGNOR: FS CONCEPTS, INC.



Name: JANET A. HARMER
Title: CFO


CERTIFICATE OF ACKNOWLEDGMENT

STATE OF CALIFORNIA
COUNTY OF ORANGE

ss.:

On this 5TH day of AUGUST 2003, before me, the undersigned, personally appeared JANET A. HARMER, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her capacity, and that by his/her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.





[NOTARY SEAL]

ASSIGNEE:

FANTASTIC SAMS FRANCHISE CORPORATION

John F. Keilt

Name:

JOHN F. KEILT

Title:

PRESIDENT

CERTIFICATE OF ACKNOWLEDGMENT

STATE OF New York

ss.:

COUNTY OF New York

On this 7th day of August 2003, before me, the undersigned, personally appeared John F. Keilt, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her capacity, and that by his/her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

Brett Director

[NOTARY SEAL]

BRETT DIRECTOR
Notary Public, State of New York
No. 02015059997
Qualified in New York County
Commission Expires May 6, ~~1998~~
2004