

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
TACTICA INTERNATIONAL INC.		04/30/2004	CORPORATION:
TACTICA INTERNATIONAL INC.		04/30/2004	CORPORATION: NEVADA

RECEIVING PARTY DATA

Name:	HELEN OF TROY LIMITED
Street Address:	P.O. Box 836E, Whitepark House
Internal Address:	Suite 522
City:	Bridgetown
State/Country:	BARBADOS
Entity Type:	CORPORATION: BARBADOS

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2162229	EPIL-STOP

CORRESPONDENCE DATA

Fax Number: (703)418-2768

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 703-556-6204

Email: sgitler@hwglaw.com

Correspondent Name: Stewart L. Gitler

Address Line 1: 2461 So. Clark St., Crystal Center 2

Address Line 2: Suite 522

Address Line 4: Arlington, VIRGINIA 22202

DOMESTIC REPRESENTATIVE

Name: Stewart L. Gitler

Address Line 1: 2461 So. Clark St., Crystal Center 2

Address Line 2: Suite 522

Address Line 4: Arlington, VIRGINIA 22202

OP \$40.00 2162229

900008866

TRADEMARK
REEL: 002867 FRAME: 0866

NAME OF SUBMITTER:

Stewart L. Gitler

Total Attachments: 7

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ASSIGNMENT AGREEMENT

THIS AGREEMENT is made the 30 day of APRIL 2004

BETWEEN

TACTICA INTERNATIONAL INC., a corporation organized under the laws of NEVADA, 11 West 42nd Street, 7th Floor, New York, NEW YORK 10036 (hereinafter referred to as "the Assignor") of the one part

AND

HELEN OF TROY LIMITED, a corporation organized under the laws of BARBADOS, P.O. Box 836E, Whitepark House, White Park Road, Bridgetown, BARBADOS (hereinafter referred to as "the Assignee") of the other part.

WHEREAS:

1. To the best of its knowledge, the Assignor is the sole and exclusive proprietor of the right, title and interest of the trademarks and the applications and registrations therefore with the United States Patent and Trademark Office and the respective trademark offices of certain other foreign countries, all as specified in Schedules A, B, C, D, and E attached hereto (hereinafter referred to collectively as the "Trademarks").
2. The Assignor wishes to assign the entire rights, title and interest in and to the Trademarks and any common law rights associated therewith or trade dress related to the products sold under the Trademarks, and the goodwill of the business symbolized by the Trademarks to the Assignee on the basis hereinafter set out (the Trademarks, the associated common law rights, the trade dress related to the products sold under the Trademarks, and any associated goodwill of the business symbolized by the Trademarks are collectively referred to herein as the "Transferred Property").

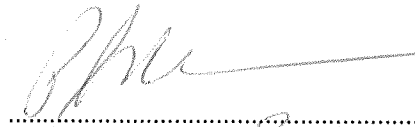
NOW THIS AGREEMENT WITNESSES as follows:

In consideration of the sum of \$10 (ten U.S. dollars) (the sufficiency of which the Assignor hereby acknowledges), the Assignor hereby sells, assigns and transfers unto the Assignee all right, title, and interest in and to said Transferred Property and all rights of action, remedies, powers and benefits pertaining thereto to hold unto the Assignee, and the right to sue and recover for past infringement thereof, TO HOLD the same unto the Assignee, its successors and assigns absolutely.

IN WITNESS WHEREOF of the Assignor and the Assignee have duly executed this Assignment the day and year first above written.

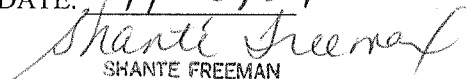
Executed for and on behalf of
TACTICA INTERNATIONAL INC.
(Assignor) in accordance with the laws
of its incorporation

}
}
}
}



Name: PREM RAMANATHAN
Title: PRESIDENT

DATE: 4/30/04

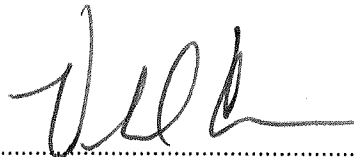


SHANTE FREEMAN
Notary Public, State of New York
No. 01FR6084253
Qualified in New York County
Commission Expires Dec. 2, 2006

Notary certification:

Executed for and on behalf of
HELEN OF TROY LIMITED
(Assignee) in accordance with the laws
of its incorporation

}
}
}
}



Name: VINCENT D. CARSON
Title: VICE PRESIDENT

DATE: 4/30/2004

Notary certification:



SHANTE FREEMAN
Notary Public, State of New York
No. 01FR6084253
Qualified in New York County
Commission Expires Dec. 2, 2006

Schedule "A"

U.S. Trade Marks

MARK	REGISTRATION NUMBER OR SERIAL NUMBER
EPILMIT	78/225,012
EPIL-STOP HAIR REMOVAL TOWELETTES	76/486,398
EPIL-STOP WIPES	76/483,728
EPIL-TOWEL	76/483,727
EPIL-TOWELETTE	76/483,721
EPIL-STOP & WIPE-AWAY	76/482,885
EPIL-STOP SPRAY AND WIPE	76/471,262
EPIL-STOP WIPE AWAY	76/471,261
EPIL-STOP HAIR REMOVAL WIPES	76/486,399
EPIL-STOP DRY	76/478,130
EPIL DRY	76/478,136
EPIL STOP & FOAM	2,773,165
EPIL-BRONZE	2,758,425
EPIL BLOCK	76/405,396
EPIL-STOP SPORT	2,695,463
EPIL-STOP	2,162,229
HAIR B GONE	76/476,657
HAIR BLOCK & SPRAY OFF	76/471,263

Schedule "B"

Canada Trade Mark

MARK

REGISTRATION NUMBER
OR APPLICATION NUMBER

EPIL-STOP

TMA 542,720

Schedule "C"

Australia Trade Mark

MARK

REGISTRATION NUMBER
OR APPLICATION NUMBER

EPIL-STOP

770,214

Schedule "D"

New Zealand Trade Mark

MARK

REGISTRATION NUMBER
OR APPLICATION NUMBER

EPIL-STOP

296,509

Schedule "E"

European Community Trade Mark

MARK

REGISTRATION NUMBER
OR APPLICATION NUMBER

EPIL-STOP
opposition)

905,547 (subject to the pending