

12-02-2003



Form PTO 1594
5-29-03 (modified)

102612672

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): 12-1-03
Pro-Cuts Franchise Corp.
() Individual(s) () Association
() General Partnership () Limited Partnership
(X) Other Delaware corporation
Additional name(s) of conveying party(ies) attached? Yes () No (X)

2. Name and address of receiving party(ies)
Name: Regis Corporation
Internal Address: _____
Street Address: 7201 Metro Boulevard
City: Minneapolis State: MN ZIP 55439-2103
() Individual Citizenship _____
() Association, State _____
() General Partnership _____
() Limited Partnership _____
(X) Other Minnesota 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 (X) No ()

RECEIVED
2003 DEC -1 PM 2:45
OPR/FINANCE

3. Nature of conveyance:
(X) Assignment () Merger
() Security Agreement () Change of Name
() Other _____
Execution Date: May 9, 2003

4. Application number(s) or registration number(s):
A. Trademark Application Number(s):
Additional numbers attached? Yes () No (X)

B. Trademark Registration Number(s):
2,177,966; 1,461,575; 2,000,483; 1,937,937;
1,144,560; 1,937,938; and 1,899,300

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Malcolm L. Moore
Internal Address: MOORE, HANSEN & SUMNER
Street Address: 2900 Wells Fargo Center
90 South Seventh Street
City: Minneapolis State: MN ZIP 55402

6. Total number of applications and registrations involved: (7)
7. Total fee (37 CFR 3.41): \$ 190.00
(X) Enclosed
() Authorized to be charged to deposit account
8. Deposit account number:
13-4300
(Attach duplicate copy of this page if paying by deposit account)

12/02/2003 LMUELLER 00000072 2177966

01 FC:0521 40.00 OP
02 FC:0522 150.00 OP

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.
Malcolm L. Moore
Name of Person Signing

Malcolm L. Moore
Signature

November 26, 2003
Date

Total number of pages including cover sheet, attachments, and documents (10)
Mail documents to be recorded with required cover sheet information to:
Mail Stop Assignment Recordation Services, Director of the U.S. Patent and Trademark Office,
P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARK
REEL: 002871 FRAME: 0754

**CONTINUATION OF
RECORDATION FORM COVER SHEET**

Additional Names of Receiving Parties:

RPC Acquisition Corp.
7201 Metro Boulevard
Minneapolis, MN 55439-2103

(X) Other Minnesota corporation

Assignment of Servicemarks and Trademarks

ASSIGNMENT OF SERVICEMARKS AND TRADEMARKS made as of the 9th day of May, 2003, by Opal Concepts, Inc., a California corporation, Jose Eber Salons, Inc, a Delaware corporation, Jose Eber of South Coast Plaza, Inc., a California corporation, Jose Eber of White Plains, Inc., a Nevada corporation, Jose Eber of Dallas, Inc. a Texas corporation, Jose Eber - Las Vegas, Inc., a Nevada corporation, Jose Eber of Palm Desert, Inc., a California corporation, Jose Eber of Beverly Hills, Inc., a California corporation, PC Salons, Inc. a California corporation, AHF Salons, Inc., a Delaware corporation, Carlton Hair International, Inc., a California corporation, Carlton Hair California, Inc., a California corporation, Carlton Hair Downtown, Inc., a California corporation, Carlton Hair, San Francisco, Inc., a California corporation, Linear Hair Brea Salon, Inc., a California corporation, Haircuts Plus, Inc., a Utah corporation, SI Acquisition Corp., a Delaware corporation, Midwest Beauty Limited Partnership (HBS), a Delaware limited partnership, Stewarts School of Hairstyling, Inc., a Delaware corporation, Pro-Cuts Franchise Corp., a Delaware corporation (collectively "Assignor"), to Regis Corporation, a Minnesota corporation and RPC Acquisition Corp., a Minnesota corporation (collectively "Assignee").

RECITAL

Assignee and Assignor are parties to an Asset Purchase Agreement dated as of April 4, 2003 (the "Agreement"), pursuant to which Assignor has agreed to sell to Assignee and Assignee has agreed to buy from Assignor the Assets (as defined in the Agreement), including without limitation the servicemarks, trademarks and trade names of Assignor. Pursuant to the Agreement, Assignor has agreed to execute such instruments as the Assignee may reasonably request in order to more effectively assign, transfer, grant, convey, assure and confirm to Assignee and its successors and assigns, or to aid and assist in the collection of or reducing to possession by the Assignee of, all of such assets.

In accordance therewith, Assignor desires to transfer and assign to Assignee, and Assignee desires to accept the transfer and assignment of, all of Assignor's worldwide right, title and interest in, to and under Assignor's registered and unregistered domestic and foreign servicemarks, trademarks, trademark applications and trade names, including without limitation the servicemarks, trademarks, servicemark and trademark applications and trade names listed on Schedule A annexed hereto and incorporated herein by reference (all of the foregoing being referred to herein as the "Marks").

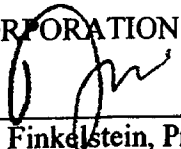
NOW, THEREFORE, Assignor, for and in exchange for the payment of the purchase price set forth in the Agreement, the receipt of which is hereby acknowledged, does hereby transfer and assign to Assignee, and Assignee hereby accepts the transfer and assignment of, all of Assignor's worldwide right, title and interest in, to and under the Marks, together with the goodwill of the business associated therewith and which is symbolized thereby, all rights to sue for infringement of any Mark, whether arising prior to or subsequent to the date of this Assignment of Servicemarks and Trademarks, and any and all renewals and extensions thereof that may hereafter be secured under the laws now or hereafter in effect in the United States, Canada and in any other jurisdiction, the same to be held and enjoyed by the said Assignee, its successors and assigns from and after the date hereof as fully and entirely as the same would have been held and enjoyed by the said Assignor had this Assignment of Servicemarks and Trademarks not been made.

Except to the extent that federal law preempts state law with respect to the matters covered hereby, this Assignment of Servicemarks and Trademarks shall be governed by and construed in accordance with the laws of the State of Minnesota without giving effect to the principles of conflicts of laws thereof.

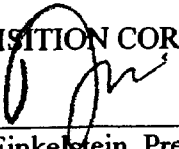
IN WITNESS WHEREOF, Assignor has caused its duly authorized officer to execute this Assignment of Servicemarks and Trademarks as of the date first above written.

ASSIGNEE:

REGIS CORPORATION

By: 
Paul D. Finkelstein, President

RPC ACQUISITION CORP.

By: 
Paul D. Finkelstein, President

ASSIGNOR:

OPAL CONCEPTS, INC.

By: 

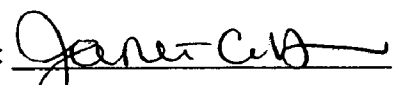
Seller: JOSE EBER SALONS, INC.

By: 

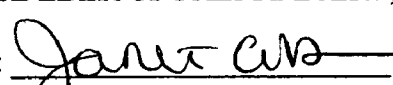
JOSE EBER OF SOUTH COAST
PLAZA, INC.

By: 

JOSE EBER OF DALLAS, INC.

By: 

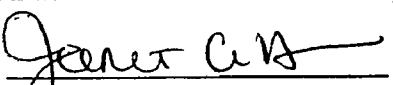
JOSE EBER OF PALM DESERT, INC.

By: 

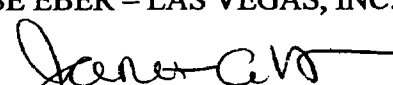
JOSE EBER OF BEVERLY HILLS, INC.

By: 

JOSE EBER OF WHITE PLAINS, INC.

By: 

JOSE EBER - LAS VEGAS, INC.

By: 

PC SALONS, INC. (PC)

By: Janet C. V.

AHF SALONS, INC.

By: Janet C. V.

CARLTON HAIR INTERNATIONAL, INC.

By: Janet C. V.

CARLTON HAIR CALIFORNIA, INC.

By: Janet C. V.

CARLTON HAIR DOWNTOWN, INC.

By: Janet C. V.

CARLTON HAIR, SAN FRANCISCO, INC.

By: Janet C. V.

LINEAR HAIR BREA SALON, INC.

By: Janet C. V.

HAIRCUTS PLUS, INC.

By: Janet C. V.

SI ACQUISITION CORP.

By: Janet C. V.

MIDWEST BEAUTY LIMITED PARTNERSHIP
(HBS)

By: Janet C. V.

STEWARTS SCHOOL OF
HAIRSTYLING, INC.

By: Janet C. M.

PRO-CUTS FRANCHISE CORP.

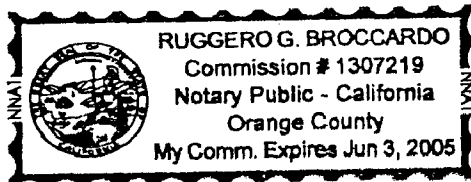
By: Janet C. M.

State of) California
) SS.:
County of) Orange

On this 9th day of May, 2003, before me, Ruggero Broccardo, personally appeared Janet Warner
of Travis, personally known to me (or proved to me on the basis of satisfactory evidence) to be the PP#60960
person whose name is subscribed to the within instrument and acknowledged to me that he
executed the same in his authorized capacity and that by his signature on the instrument the person,
or the entity upon behalf of which the person acted, executed the instrument.

Witness my hand and official seal.

[Signature]
Notary Public



SCHEDULE A

ENTITY	TRADEMARK	REG. DATE	REG. #
Midwest Beauty Limited Partnership	STEWART	7/24/90	1607737
Midwest Beauty Limited Partnership	HAIR EXPRESS	3/25/86	1387810
Midwest Beauty Limited Partnership	HAIR BY STEWARTS AND DESIGN	6/30/92	1698185
Midwest Beauty Limited Partnership	HAIR BY STEWARTS STYLIZED LETTERS	12/27/83	1262701
Opal Concepts, Inc.	ESSENCE OF OPAL	Application Pending	
American Hair Force	AMERICAN HAIR FORCE AND DESIGN	Application Pending	
Hawkins Pro-Cuts, Inc.	ALL-PRO	11/2/99	2290216
Hawkins Pro-Cuts, Inc.	CLEAR CHOICE	4/15/97	2051761
Hawkins Pro-Cuts, Inc.	CLEAR CHOICE & DESIGN	1/13/98	2127938
Hawkins Pro-Cuts, Inc.	CLEAR CHOICE	5/13/97	2060246
Carlton Hair Int'l	HAIR HEALTH BEAUTY PROFESSIONAL AND DESIGN	7/20/99	2263541
Carlton Hair Int'l	OUT OF AFRICA	Application Pending	
Carlton Hair Int'l	CARLTON HAIR INTERNATIONAL	Application Pending	
Carlton Hair Int'l	HHB HAIR CARE	Application Pending	
Carlton Hair Int'l	SUPER BELISSIMO	Application Pending	

ENTITY	TRADEMARK	REG. DATE	REG. #
Carlton Hair Int'l	BELISSIMO	Application Pending	
Hawkins Pro-Cuts, Inc.	PRO-PLUS	Application Pending	
Hawkins Pro-Cuts, Inc.	PROFESSIONAL HAIR CARE FOR THE ENTIRE FAMILY	Application Pending	
Hawkins Pro-Cuts, Inc.	PRO-CUTS THE OFFICIAL HAIRCARE COMPANY OF THE YEAR 2000	Application Pending	
Biolure, Inc.	BIO-INTENSE	Application Pending	
Hawkins Pro-Cuts, Inc.	PRO-CUTS	8/4/98	2177966
Hawkins Pro-Cuts, Inc.	PRO-PAY	6/16/98	2165388
Hawkins Pro-Cuts, Inc.	PRO-KUT AND DESIGN	10/20/87	1461575
Hawkins Pro-Cuts, Inc.	GO PRO!	7/28/98	2177509
Hawkins Pro-Cuts, Inc.	PRO-CUTS	9/17/96	2000483
Hawkins Pro-Cuts, Inc.	PRO-CUTS PLUS SUPER SALON	7/23/98	2167113
Hawkins Pro-Cuts, Inc.	PROFESSIONAL HAIR CUTTING FOR THE ENTIRE FAMILY	2/9/99	2223337
Hawkins Pro-Cuts, Inc.	PRO-KUTS PLUS SUPER SALON	6/23/98	2167114
Hawkins Pro-Cuts, Inc.	PRO-CUTS THE OFFICIAL HAIRCARE COMPANY OF THE NEW MILLENNIUM	Application Pending	
Hawkins Pro-Cuts, Inc.	PRO CUTS	11/28/95	1937937
Hawkins Pro-Cuts, Inc.	PRO-KUT AND DESIGN	12/23/80	1144560
Hawkins Pro-Cuts, Inc.	PRO-KUT	11/28/95	1937938
Hawkins Pro-Cuts, Inc.	PRO-CUTS AND DESIGN	6/13/95	1899300

<u>ENTITY</u>	<u>TRADEMARK</u>	<u>REG. DATE</u>	<u>REG. #</u>
José Eber Salons, Inc.(1)	JEMS COLORS	Application Pending	
José Eber Salons, Inc.(1)	"J" DESIGN	Application Pending	
José Eber Salons, Inc.(1)	BIOLURE AND DESIGN	Application Pending	
José Eber Salons, Inc.(1)	BEAUTY RECOGNIZED	11/19/91	1665394
José Eber Salons, Inc.(1)	JOSÉ EBER ATELIER	10/6/98	2193903
José Eber Salons, Inc.(1)	JOSÉ EBER	12/1/92	1735953
José Eber Salons, Inc.(1)	JOSÉ EBER AND DESIGN	6/14/88	1491812
José Eber Salons, Inc.(1)	JOSÉ EBER	6/2/98	2162175
José Eber Salons, Inc.(1)	BIOLURE AND DESIGN	4/1/97	2048793
José Eber Salons, Inc.(1)	I DON'T MAKE WOMEN BEAUTIFUL, I SHOW THEM THEY ALREADY ARE	8/4/92	1705731
Hawkins Pro-Cuts, Inc.	PRO SHOW	Application Pending	
Hawkins Pro-Cuts, Inc.	WHAT A DIFFERENCE A PRO-CUT MAKES	Application Pending	

(1) Licensed by José Eber Salons, Inc. from Jose Eber, individually, pursuant to that certain
Amended
and Restated Royalty Agreement dated October 14, 1999.

International Trademarks

ENTITY	TRADEMARK	REG. DATE	REG. #	COUNTRY
Hawkins Pro-Cuts, Inc.	PRO-PAY	Application Pending		Canada
Hawkins Pro-Cuts, Inc.	PRO-CUTS PLUS SUPER SALON	3/12/97	TMA472555	Canada
Hawkins Pro-Cuts, Inc.	PRO-CUTS	3/12/97	TMA472423	Canada
Hawkins Pro-Cuts, Inc.	PRO-CUTS	Published		European Community
FS Concepts, Inc.	LOGO DESIGN	10/5/90	109140	Finland
FS Concepts, Inc.	FANTASTIC SAM'S	2/24/88	1451389	France
Hawkins Pro-Cuts, Inc.	PRO-CUTS	10/28/94	478135	Mexico
Hawkins Pro-Cuts, Inc.	PRO-PAY	8/29/97	557087	Mexico
Hawkins Pro-Cuts, Inc.	PRO-CUTS PLUS SUPER SALON	3/26/96	519535	Mexico
Hawkins Pro-Cuts, Inc.	PRO-PAY	7/12/96	525691	Mexico