

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	MERGER
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
TanTowel U.S.		05/12/2004	CORPORATION: NEVADA

RECEIVING PARTY DATA	
Name:	TanTowel, Inc.
Street Address:	7747 West Lake Mead Boulevard
City:	Las Vegas
State/Country:	NEVADA
Postal Code:	89128
Entity Type:	CORPORATION: NEVADA

PROPERTY NUMBERS Total: 5		
Property Type	Number	Word Mark
Serial Number:	78421437	BEAUTY PUCK
Registration Number:	2302811	TANTOWEL
Registration Number:	2761380	CLEANZTOWEL
Registration Number:	2841244	X-TEND
Registration Number:	2853881	LOOK GOOD NAKED

CORRESPONDENCE DATA	
Fax Number:	(702)792-9002
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	702-792-3773
Email:	pto@quirkandtratos.com
Correspondent Name:	Quirk & Tratos
Address Line 1:	3773 Howard Hughes Parkway
Address Line 2:	Suite 500N
Address Line 4:	Las Vegas, NEVADA 89109

ATTORNEY DOCKET NUMBER:	5626 TANTOWEL MERGER
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NAME OF SUBMITTER:	Jason D. Firth, Esq.
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TRADEMARK

REEL: 002885 FRAME: 0453

CH \$140.00 78421437

Total Attachments: 6

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DEAN HELLER
 Secretary of State
 204 North Carson Street, Suite 1
 Carson City, Nevada 89701-4299
 (775) 684 5708
 Website: secretaryofstate.biz

Articles of Merger
 (PURSUANT TO NRS 92A.200)
 Page 1

Important: Read attached instructions before completing form.

ABOVE SPACE IS FOR OFFICE USE ONLY

(Pursuant to Nevada Revised Statutes Chapter 92A)
 (excluding 92A.200(4b))
SUBMIT IN DUPLICATE

1) Name and jurisdiction of organization of each constituent entity (NRS 92A.200). If there are more than four merging entities, check box and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity.

TanTowel U.S.	
Name of merging entity	
Nevada	Corporation
Jurisdiction	Entity type *
Name of merging entity	
Jurisdiction	Entity type *
Name of merging entity	
Jurisdiction	Entity type *
Name of merging entity	
Jurisdiction	Entity type *
and,	
TanTowel, Inc.	
Name of surviving entity	
Nevada	Corporation
Jurisdiction	Entity type *

* Corporation, non-profit corporation, limited partnership, limited-liability company or business trust.

This form must be accompanied by appropriate fees. See attached fee schedule.

Nevada Secretary of State Add Merger 2003
 Revised on: 10/24/03

TRADEMARK
REEL: 002885 FRAME: 0455



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Articles of Merger
 (PURSUANT TO NRS 92A.200)
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2) Forwarding address where copies of process may be sent by the Secretary of State of Nevada (if a foreign entity is the survivor in the merger - NRS 92A.190):

Attn: _____
 c/o: _____

3) (Choose one)

- The undersigned declares that a plan of merger has been adopted by each constituent entity (NRS 92A.200).
- The undersigned declares that a plan of merger has been adopted by the parent domestic entity (NRS 92A.180)

4) Owner's approval (NRS 92A.200)(options a, b, or c must be used, as applicable, for each entity) (if there are more than four merging entities, check box and attach an 8 1/2" x 11" blank sheet containing the required information for each additional entity):

(a) Owner's approval was not required from

 Name of merging entity, if applicable

 Name of merging entity, if applicable

 Name of merging entity, if applicable

 Name of merging entity, if applicable

and, or;

 Name of surviving entity, if applicable

This form must be accompanied by appropriate fees. See attached fee schedule.

Nevada Secretary of State AM Merger 2003
 Revised on: 10/24/03



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Articles of Merger
 (PURSUANT TO NRS 92A.200)
 Page 3

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(b) The plan was approved by the required consent of the owners of *:

TanTowel U.S., a Nevada corporation
 Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

Name of merging entity, if applicable

and, or;

TanTowel, Inc., a Nevada Corporation
 Name of surviving entity, if applicable

* Unless otherwise provided in the certificate of trust or governing instrument of a business trust, a merger must be approved by all the trustees and beneficial owners of each business trust that is a constituent entity in the merger.

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Articles of Merger
 (PURSUANT TO NRS 92A.200)
 Page 4

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(c) Approval of plan of merger for Nevada non-profit corporation (NRS 92A.160):

The plan of merger has been approved by the directors of the corporation and by each public officer or other person whose approval of the plan of merger is required by the articles of incorporation of the domestic corporation.

 Name of merging entity, if applicable

 Name of merging entity, if applicable

 Name of merging entity, if applicable

 Name of merging entity, if applicable

and, or;

 Name of surviving entity, if applicable

This form must be accompanied by appropriate fees. See attached fee schedule.

Nevada Secretary of State AM Merger 2003
 Revised on: 10/24/03

TRADEMARK
REEL: 002885 FRAME: 0458



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Articles of Merger
 (PURSUANT TO NRS 92A.200)
 Page 5

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5) Amendments, if any, to the articles or certificate of the surviving entity. Provide article numbers, if available. (NRS 92A.200)*:

None

6) Location of Plan of Merger (check a or b):

(a) The entire plan of merger is attached;

or,

(b) The entire plan of merger is on file at the registered office of the surviving corporation, limited-liability company or business trust, or at the records office address if a limited partnership, or other place of business of the surviving entity (NRS 92A.200).

7) Effective date (optional)":

* Amended and restated articles may be attached as an exhibit or integrated into the articles of merger. Please entitle them "Restated" or "Amended and Restated," accordingly. The form to accompany restated articles prescribed by the secretary of state must accompany the amended and/or restated articles. Pursuant to NRS 92A.180 (merger of subsidiary into parent - Nevada parent owning 90% or more of subsidiary), the articles of merger may not contain amendments to the constituent documents of the surviving entity except that the name of the surviving entity may be changed.

** A merger takes effect upon filing the articles of merger or upon a later date as specified in the articles, which must not be more than 90 days after the articles are filed (NRS 92A.240).

This form must be accompanied by appropriate fees. See attached fee schedule.

Novada Secretary of State AM Merger 2006
 Revised on: 10/24/03



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Articles of Merger
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 Page 6

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- 8) Signatures - Must be signed by: An officer of each Nevada corporation; All general partners of each Nevada limited partnership; All general partners of each Nevada limited partnership; A manager of each Nevada limited-liability company with managers or all the members if there are no managers; A trustee of each Nevada business trust (NRS 92A.230)* (if there are more than four merging entities, check box and attach an 8 " x 11 " blank sheet containing the required information for each additional entity.):

TanTowel U.S.
 Name of merging entity
 Signature: [Handwritten Signature]
 Title: President
 Date: 5/12/2004

Name of merging entity
 Signature
 Title
 Date

Name of merging entity
 Signature
 Title
 Date

Name of merging entity
 Signature
 Title
 Date

TanTowel, Inc.
 Name of surviving entity
 Signature: [Handwritten Signature]
 Title: President
 Date: 5/12/2004

* The articles of merger must be signed by each foreign constituent entity in the manner provided by the law governing it (NRS 92A.230). Additional signature blocks may be added to this page or as an attachment, as needed.

IMPORTANT: Failure to include any of the above information and submit the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees. See attached fee schedule.

Nevada Secretary of State AM Merger 2003
 Revised on: 10/24/03

TRADEMARK

RECORDED: 07/02/2004

REEL: 002885 FRAME: 0460