

1/5/04

01-07-2004

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

REC T



U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

102639629

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

1. Name of conveying party(ies): Lornamead Home & Personal Care Limited
Individual(s) Association
General Partnership Limited Partnership
Corporation-State
[X] Other Company registered in Jersey, Channel Islands
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Lypsyl Holdings Limited
Internal Address:
Street Address: Oak Walk, St. Peter, Jersey Channel Islands JE3 7EF
City: State: Zip:
Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State
[X] Other Company registered in Jersey, Channel Islands
If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
[X] Assignment Merger
Security Agreement Change of Name
Other
Execution Date: 10/24/2003

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) 76/463,750; 76/463,751; 76/463,752
Additional number(s) attached Yes No

B. Trademark Registration No.(s) 0021085

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Leslie S. Blanchard
Internal Address:
Street Address: 208 East Main Street
City: Abingdon State: VA Zip: 24210

6. Total number of applications and registrations involved: 4
7. Total fee (37 CFR 3.41): \$ 115.00
Enclosed
[X] Authorized to be charged to deposit account
8. Deposit account number: 50-1748

2004 JAN -5 AM 7:12 OPR/FINANCE

DO NOT USE THIS SPACE

9. Signature.
Leslie S. Blanchard
Name of Person Signing
Signature
Date 12-22-03

Total number of pages including cover sheet, attachments, and document: 17

01/06/2004 EDCOOPER 00000076 501748 76463750

01 FC:8521 40.00 DA
02 FC:8522 75.00 DA

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

TRADEMARK REEL: 002892 FRAME: 0379

DATED

24 OCTOBER

2003

LORNAMEAD HOME & PERSONAL CARE LIMITED

- and -

LYPSYL HOLDINGS LIMITED

REGISTERED TRADE MARK ASSIGNMENT

Certified to be a true copy
of the original

Taylor Wessing
.....
Taylor Wessing

30 OCTOBER 2003

TAYLOR WESSING
Carmelite
50 Victoria Embankment
Blackfriars
London EC4Y 0DX

Tel No: 020 7300 7000
Fax No: 020 7300 7100
DX 41 London
Ref: TES/CSB/LOR-25-1

TRADEMARK
REEL: 002892 FRAME: 0380

Index

Clause No.	Page No.
1. Assignment.....	1
2. Counterparts.....	1
3. Contracts (Right of Third Parties) Act 1999	1
4. Law and Jurisdiction.....	2

BETWEEN

- (1) **LORNAMEAD HOME & PERSONAL CARE LIMITED** (company number 77124) a company incorporated in Jersey having its registered office at Oak Walk, St. Peter, Jersey JE3 7EF (the "Assignor"); and
- (2) **LYPSYL HOLDINGS LIMITED** (company number 85722) a company incorporated in Jersey, having its registered office at Oak Walk, St Peter, Jersey JE3 7EF (the "Assignee").

INTRODUCTION

- A. The Assignor agrees to assign the trade marks set out in the schedule to this Assignment (the "Registered Trade Marks") to the Assignee on the following terms and conditions.

AGREED TERMS

1. Assignment

- 1.1 The Assignor now assigns the Registered Trade Marks to the Assignee with full title guarantee, including without limitation:

- (a) all rights, privileges and advantages attaching thereto;
- (b) all such rights as the Assignor may have to institute and maintain proceedings for passing off and/or registered trade mark infringement against any person who in the past has wrongfully used or now or hereafter wrongfully uses any of the Registered Trade Marks;
- (c) all rights to claim priority from the Registered Trade Marks; and
- (d) all rights to any extensions, renewals or amendments to the Marks

to hold unto the Assignee, its successors and assigns absolutely.

2. Counterparts

This Agreement may be executed in any number of counterparts and by the parties to it on separate counterparts, each of which when so executed and delivered shall be an original, but all the counterparts together shall constitute one and the same agreement.

3. Contracts (Right of Third Parties) Act 1999

Nothing in this Agreement is intended to confer any benefit on any third party (whether referred to by name, class, description or otherwise) or any right to enforce a term contained in this Agreement.

4. Law and Jurisdiction

This Agreement shall be governed by and interpreted in accordance with the laws of England. The parties submit to the exclusive jurisdiction of the English courts in respect of any dispute arising out of or in relation to this Agreement.

The parties to this Agreement have signed and entered into this Agreement on the date and year first written above.

THE SCHEDULE

THE REGISTERED TRADE MARKS

PROPRIETOR	COUNTRY	KEY	TITLE	CLASS	RENEWAL DATE <input type="checkbox"/>
Seller	Australia	106471	LYPSYL (Word)	03	20.06.2007
Seller	Austria	144950	LIPSYL (Word)	03	30.11.2012
Seller	Austria	83546	LIPSYL (Word)	03	30.09.2006
Seller	Austria	100143	LIPSYL (Word)	03	31.07.2012
Seller	Austria	2320265	LIPSYL (CTM) (Word)	03 05	- (pending)

Seller	Benelux	25313	LYPSYL (Word)	05	06.04.2012
Seller	Benelux	2320265	LYPSYL (CTM) (Word)	03	-
Seller	Bulgaria	42519	LYPSYL (Word)	05	(pending)
Seller	Canada	NFLD002844	LYPSYL (Word)	03	01.03.2011
Seller	Canada	TMDA21573	LYPSYL (Word)	03	-
Seller	Canada	1,137,850	LYPSYL-AID OINTMENT (Word)	03	20.03.2011
Seller	Canada	1,137,851	LYPSYL MOISTURE BURST (Word)	03	-
Seller	Canada	1,147,687	LYPSYL CONDITION & PROTECT (Word)	03	(pending)

Seller	Canada	-	LYPESYL NATURALS (Word)	03	-	(pending)
Seller	Cyprus	32831	LYPESYL (Word)	03	21.08.2011	
Seller	Denmark	VR 01.273.1946	LYPESYL (Word)	03, 08, 21	24.08.2006	
Seller	Denmark	2320265	LYPESYL (Word) (CTM)	03, 05	-	(pending)
Seller	Egypt	141254	LYPESYL (Word)	03	-	(pending)
Seller	European Union (CTM) (see separate country schedules)	2320265	LYPESYL (Word) (CTM)	03, 05	-	(pending)
Seller	Finland	24889	LYPESYL (Word)	03, 05	23.11.2011	
Seller	Finland	2320265	LYPESYL (Word) (CTM)	03, 05	-	(pending)

Seller	Finland	32221	LIPSIL (Word)	01, 02, 03, 05	17.02.2008
Seller	France	2320265	LYPSYL (Word) (CTM)	03, 05	- (pending)
Seller	Germany	2320265	LYPSYL (CTM) (Word)	03, 05	- (pending)
Seller	Germany	1 117 341	LIPSIL (Word)	03	31.07.2007
Seller	Greece	2320265	LYPSYL (CTM) (Word)	03, 05	- (pending)
Seller	Hungary	172602	LYPSYL (Word)	03	19.10.2011
Seller	Ireland	2320265	LYPSYL (Word) (CTM)	03	- (pending)
Seller	Italy	2320265	LYPSYL (CTM) (Word)	03, 05	- (pending)

Seller	Nigeria	TP 49288/01	LYPSYL (Word)	05	- (pending)
Seller	Nigeria	TP 49286/01	LYPSYL (Word)	03	- (pending)
Seller	Poland	120838	LYPSYL (Word)	03	29.07.2006
Seller	Portugal	2320265	LYPSYL (Word) (CTM)	03, 05	- (pending)
Seller	Russian Federation	224220	LYPSYL (Word)	03	07.02.2011
Seller	South Africa	2001/16302	LYPSYL (Word)	03	- (pending)
Seller	Spain	2320265	LYPSYL (Word) (CTM)	03, 05	- (pending)
Seller	Sweden	19610	LYPSYL (Word)	03	23.01.2007

Seller	Sweden	2320265	LYPSYL (Word) (CTM)	03, 05	- (pending)
Seller	Sweden	175314	LYPSYL BOTTLE SHAPE	03	- (lapsed)
Seller	Sweden	226319	LYPSYL CHERRY (Word)	03	- (lapsed)
Seller	Switzerland	P-287580	LYPSYL (Word)	03	15.03.2007
Seller	United Kingdom	2320265	LYPSYL (Word) (CTM)	03	- (pending)
Seller	USA	0021085	LYPSYL (Word)	03	10.05.2012
Seller	USA	76/463751	LYPSYL MOISTURE BURST (Word)	03	- (pending)
Seller	USA	76/463750	LYPSYL-AID (Word)	03, 05	- (pending)

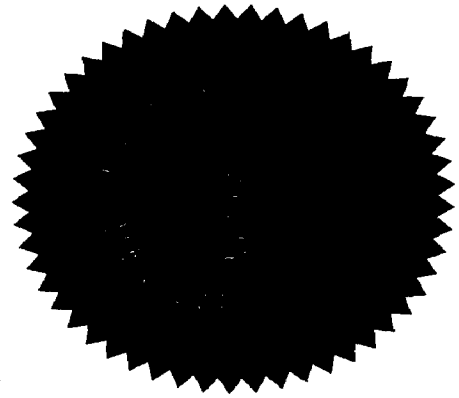
Seller	USA	76/463752	LYPSYL CONDITION & PROTECT (Word)	03	- (pending)
Seller	Ukraine	UA 2001031510	LYPSYL (Word)	05	- (pending)

KEY:

Trade Mark status is "Registered" unless indicated otherwise

EXECUTED as a DEED by
the affixing of the COMMON SEAL
of LORNAMEAD HOME &
PERSONAL CARE LIMITED
in the presence of:

)
)
)
)
)



[Handwritten signature]

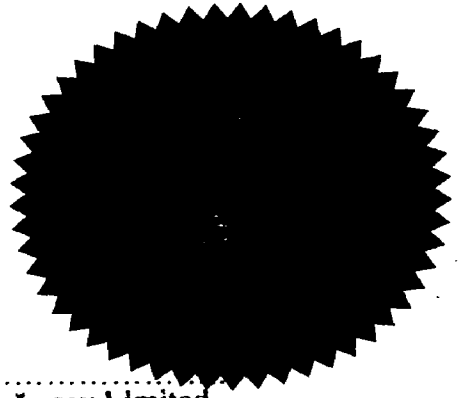
Director **Rathbone Secretaries Jersey Limited**

[Handwritten signature]
Duly Authorised

Director/Secretary

EXECUTED as a DEED by
the affixing of the COMMON SEAL
of LYPSTYL HOLDINGS LIMITED
in the presence of:

)
)
)
)



[Handwritten signature]
Director **Rathbone Secretaries Jersey Limited**

[Handwritten signature]
Duly Authorised

Director/Secretary