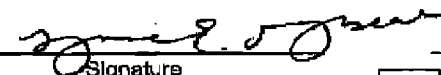


Form PTO-1594 (Rev. 10/02) OMB No. 0661-0027 (exp. 6/30/2005) Tab settings ⇌ ⇌ ⇌ ▼ ▼ ▼ ▼ ▼ ▼ ▼	RECORDATION FORM COVER SHEET TRADEMARKS ONLY	U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.		
1. Name of conveying party(ies): Annette Hanson, Inc. <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State (New York) <input type="checkbox"/> Other _____ Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No	2. Name and address of receiving party(ies) Name: <u>ProCyte Corporation</u> Internal _____ Address: _____ Street Address: <u>8511 - 154th Avenue NE</u> City: <u>Redmond</u> State: <u>WA</u> Zip: <u>98052</u> <input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>Washington</u> <input type="checkbox"/> Other _____ If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No	
3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Date: <u>12/30/2003</u>	4. Application number(s) or registration number(s): A. Trademark Application No.(s) _____ _____ Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No B. Trademark Registration No.(s) <u>2,642,438 and</u> <u>2,651,877</u>	
5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Lynne E. Graybeal</u> Internal Address: <u>Perkins Coie LLP</u> _____ _____ Street Address: <u>1201 Third Avenue, 48th Floor</u> _____ City: <u>Seattle</u> State: <u>WA</u> Zip: <u>98101-3099</u>	6. Total number of applications and registrations involved: 2 7. Total fee (37 CFR 3.41).....\$ <u>5.00</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account 8. Deposit account number: <u>50-2278</u>	
DO NOT USE THIS SPACE		
9. Signature. <u>Lynne E. Graybeal</u>  <u>8/2/04</u> Name of Person Signing Signature Date Total number of pages including cover sheet, attachments, and document: 3		

CH \$65.00 502278 2642438

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

TRADEMARK ASSIGNMENT

WHEREAS, Annette Hanson, Inc., a New York corporation, located and doing business at 386 Park Avenue South, Suit 1409, New York, NY 10016 ("Assignor") is the owner of the trademarks AQUASANTE and BLEMISH BEGONE (together, the "Marks"), the common law rights in and to the Marks and the trademark registrations and applications for the same, the particulars for which are attached hereto as Appendix A (the Marks, together with all registrations and applications are herein referred to as the "Trademarks");

WHEREAS, ProCyte Corporation, a Washington corporation, having a place of business at 8511 154th Avenue NE, Redmond, Washington 98052 ("Assignee"), is desirous of acquiring all right, title and interest in and to the Trademarks, and all goodwill and common law rights associated therewith, and Assignor is desirous of assigning the same to Assignee;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby sell, assign and transfer to Assignee all right title and interest in and to the Trademarks, and the goodwill and common law rights appurtenant thereto, and Assignee does hereby accept this assignment.

Assignor agrees to execute all instruments and documents and do such additional acts as Assignee may deem necessary or desirable to effect, evidence, record and perfect the sale, transfer, assignment and recordation of the rights being assigned hereunder.

Effective as of December 30, 2003.

ASSIGNOR:

ANNETTE HANSON, INC.

By Annette Hanson
Its President

ASSIGNEE:

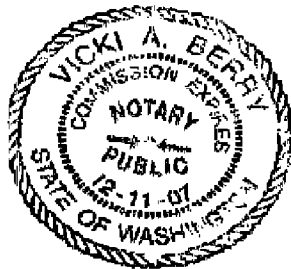
PROCYTE CORPORATION

By John F. Clapp
Its President

STATE OF)
) SS.
COUNTY OF)

On the 28th day of June, 2004, before me personally appeared Annette Hanson, the person who signed the foregoing instrument, who being by me duly sworn, acknowledged that he/she is the President of Annette Hanson, Inc. the corporation described in and which executed the foregoing instrument, that he/she has signed said instrument as a free act on behalf of said corporation, and that he/she has the authority to act on behalf of, and bind, said corporation.

SUBSCRIBED AND SWORN to before me on the date stated above.



Vicki A. Berry
NOTARY PUBLIC in and for the State of WA, residing at King County

My Appointment Expires: 12-11-2007

APPENDIX A

Mark	Registration No.	Registration Date
AQUASANTE	2,642,438	October 29, 2002
BLEMISH BEGONE	2,651,877	November 19, 2002