

3/23/04

03-23-2004

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

RE



102700992

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):

Color Access Inc.

- Individual(s) Association General Partnership Limited Partnership Corporation-State - Delaware Other

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: March 19, 2004

2. Name and address of receiving party(ies)

Name: BeautyBank Inc.

Internal Address:

Street Address: 767 Fifth Avenue

City: New York State: NY Zip: 10153

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Delaware Other

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 No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

78/151965

B. Trademark Registration No.(s)

2454257

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Rita M. Odin

Internal Address: Estee Lauder Companies Inc.

Street Address: 767 Fifth Avenue

City: New York State: NY Zip: 10153

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 65.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

05-1315

(Attach duplicate copy of this page if paying by deposit account)

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.

Rita M. Odin

Name of Person Signing

Signature

March 19, 2004

Date

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

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

03/23/2004 6TON11 00000008 051315 78151956

01 FC:8521 40.00 BA 02 FC:8522 25.00 BA

ASSIGNMENT

This Assignment, effective nunc pro tunc as and from the 18th day of March, 2003, from Color Access, Inc., a corporation organized and existing under the laws of the state of Delaware, located at 7 Corporate Center Drive, Melville, New York 11747, (hereinafter the "ASSIGNOR"), to BeautyBank Inc., a corporation organized and existing under the laws of the state of Delaware, whose address is 767 Fifth Avenue, New York, New York 10153 (hereinafter the "ASSIGNEE"):

WITNESSETH THAT:

WHEREAS, the ASSIGNOR was, as of March 18, 2003, the owner of all right, title and interest in and to the trademarks in the attached Schedule A, for which an application and registration have been filed as indicated in such Schedule (collectively the "Trademarks") and in and to the goodwill of the business relating thereto;

WHEREAS, the ASSIGNEE, as successor in interest to ASSIGNOR, acquired all right, title and interest in the Trademarks, together with the goodwill of the business associated with the Trademarks nunc pro tunc as of March 18, 2003 for good and valuable consideration; and

WHEREAS, the parties desire to ratify said assignment;

NOW THEREFORE, to all whom it may concern, be it known that for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the ASSIGNOR by these presents does hereby sell, transfer, convey and assign unto the ASSIGNEE its entire right, title

and interest in and to the aforesaid Trademarks without limitation, together with the goodwill of the business appertaining thereto nunc pro tunc as of March 18, 2003.

IN WITNESS WHEREOF, the ASSIGNOR has hereunto executed this instrument this _____

19th day of March, 2004.

COLOR ACCESS INC.

By: Lesley A. Moradian
Lesley A. Moradian, Assistant Secretary

UNITED STATES OF AMERICA)
STATE OF NEW YORK) ss.:
COUNTY OF NEW YORK)

On this 19 day of March, 2004, before me personally appeared Lesley A. Moradian, to me known and known to me to be the Assistant Secretary of Color Access Inc., and who executed the foregoing instrument, and she duly acknowledged to me that she executed the same for the purposes set forth therein.

Patricia E. Donnelly
Notary Public

PATRICIA E. DONNELLY
Notary Public, State of New York
No. 01DO6051269
Qualified in New York County
Commission Expires November 20, 20 06

SCHEDULE A

TRADEMARK

U.S. REG. NO.

REGISTRATION DATE

GOOD SKIN

2454257

MAY 22, 2001
(Supplemental Reg. Date: November 13, 2000)

TRADEMARK

SERIAL NO.

FILING DATE

GOOD SKIN

78151965

AUGUST 7, 2002