

FORM PTO-1584

(Rev. 10/02)

RECORDATION FORM COVER SHEET

U.S. DEPARTMENT OF COMMERCE

OMB No. 0651-0027 (exp. 6/30/2005)

TRADEMARKS ONLY

U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies) thereof.

1. Name of conveying party(ies):
 Kanebo Kabushiki Kaisha

Individual Association
 General Partnership Limited Partnership
 Corporation
 Other

Citizenship - Japan

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

2. Name and address of receiving party(ies):
 Name: Filwel Co., Ltd.
 Address: 3-1, Kanebo-cho, Hofu-city, Yamaquchi, Japan

Individual
 Association
 General Partnership
 Limited Partnership
 XX Corporation
 Other

Citizenship - Japan

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes

(Designations must be a separate document from assignment)
 Additional name(s) & address(es) attached? No

3. Nature of conveyance:

XX Assigns the entire interest and goodwill
 Merger
 Security Agreement
 Change of Name
 Change of Assignee Address

Execution Date: May 11, 2005

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

A. Trademark Application No.(s)
 76/560,694

B. Trademark Registration No.(s)
 1,664,136

Additional numbers attached? No

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

Name: WENDEROTH, LIND & PONACK, L.L.P.
 Internal Address: Kaushal R. Odedra
 Street Address: 2033 K Street, N.W., Suite 800
 City: Washington, State: DC ZIP: 20006-1021

6. Total number of applications and registrations involved: 2

7. Total fee (37 C.F.R. 2.6(b)(6) & § 3.41) \$65
 (7105-053)

Enclosed Check No. _____
 XX Authorized to be charged to deposit account

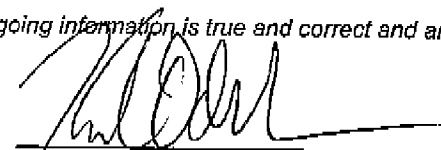
8. Deposit account number: 23-0975

(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.

Kaushal R. Odedra
 Name of Person Signing


 Signature

May 25, 2005
 Date

Total number of pages including cover sheet, attachments, and document: 4

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450.

CIH \$65.00 230975 76560694

ASSIGNMENT AGREEMENT

Whereas,

**Kanebo Kabushiki Kaisha (Kanebo, Ltd.),
No. 17-4, Sumida 5-chome, Sumida-ku, Tokyo, Japan ("ASSIGNOR")**

is the current owner of U.S. Trademark Registration No. 1,664,136, registered June 22, 1990 and U.S. Trademark Application Serial No. 76/560,694, filed November 18, 2003; and

Whereas,

**Filwel Co., Ltd., a corporation of Japan
3-1, Kanebo-cho, Hofu-city, Yamaguchi, Japan ("ASSIGNEE")**

is desirous of acquiring said marks and the applications/registrations thereof;

Now, therefore, for good and valuable consideration, receipt of which is hereby acknowledged, said ASSIGNOR does hereby assign unto the said ASSIGNEE all right, title, goodwill and the business symbolized by the marks, and the above-identified applications/registrations thereof.

Kanebo Kabushiki Kaisha (Kanebo, Ltd.)


Signature

May 11, 2005
Date

Hironori Matsui

Name

Manager, Intellectual Property Center

Title