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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

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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): New Concepts for Beauty, Inc. Individual(s) Association General Partnership Limited Partnership Corporation-State Florida Other Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies) Name: DeMert Brands, Inc. Internal Address: Street Address: 15402 N. Nebraska Avenue City: Lutz State: FL Zip: 33549 Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Florida 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

3. Nature of conveyance: Assignment Merger Security Agreement Change of Name Other Execution Date: February 28, 2005

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 718,007 Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Vincent L. Ramik Internal Address: Diller, Ramik & Wight Street Address: 7345 McWhorter Place Suite 101 City: Annandale State: VA Zip: 22003

6. Total number of applications and registrations involved: 1 7. Total fee (37 CFR 3.41): \$ 40.00 Enclosed Authorized to be charged to deposit account if enclosed is insufficient 8. Deposit account number: 50-1716

DO NOT USE THIS SPACE

9. Signature: Vincent L. Ramik Name of Person Signing

Signature

Date: April 11, 2005

Total number of pages including cover sheet, attachments, and document: 6

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

TRADEMARK REEL: 003147 FRAME: 0408

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

ASSIGNMENT

WHEREAS, New Concepts for Beauty, Inc., a corporation existing under the laws of the State of Florida, with a principal place of business at 1480 S.W. 30th Avenue, Boynton Beach, Florida 33426, is the owner of the trademark DRYFAST of Reg. No. 718,007 registered on July 4, 1961, as set forth in the Articles of Merger (Exhibit A) attached hereto evidencing the merger of registrant (Monique Quality Products Co. Inc.) into New Concepts for Beauty, Inc.;

WHEREAS, DeMert Brands, Inc., a corporation existing under the laws of the State of Florida, with a principal place of business at 15402 N. Nebraska Avenue, Lutz, Florida 33549, is desirous of acquiring said trademark;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, New Concepts for Beauty, Inc. hereby assigns to DeMert Brands, Inc. all right, title and interest in the United States in and to said trademark, together with the goodwill of the business symbolized by said trademark, and the registration thereof.

New Concepts for Beauty, Inc.

2/28/05
Date

By: 
Name: Lee Roberts
Title: PRES

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Merger, filed on October 17, 1989, as shown by the records of this office.

The document number of the surviving corporation is 506473.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
First day of March, 2005



CR2EO22 (2-03)

Glenda E. Hood
Glenda E. Hood
Secretary of State

ARTICLES OF MERGER
OF
MONIQUE/QUALITY PRODUCTS CO., INC.
WITH AND INTO
NEW CONCEPTS FOR BEAUTY, INC., ITS PARENT CORPORATION

PURSUANT to the provisions of Section 607.227 of the Florida General Corporation Act, and Section 332 of the Internal Revenue Code, the undersigned corporation, adopts the following Articles of Merger for the purpose of merging a subsidiary corporation into the undersigned as the surviving corporation:

1. The names of the corporations which are parties to the within merger are Monique/Quality Products Co., Inc., the subsidiary corporation, and New Concepts for Beauty, Inc., the parent corporation. New Concepts for Beauty, Inc. is the surviving corporation.

2. The Plan of Merger attached hereto as Exhibit "A" was approved by the Board of Directors of the undersigned, as the surviving corporation, in the manner prescribed by the Florida General Corporation Act.

3. The surviving corporation owns one hundred per cent (100%) of the outstanding shares of stock of the subsidiary corporation.

4. The surviving corporation, being the owner and holder of one hundred per cent (100%) of the outstanding shares of the subsidiary corporation, waives mailing of a copy of the Plan of Merger as provided in Section 607.227 (4) of the Florida General Corporation Act.

DATED this 12th day of October, 1989.

Attested to:

By: [Signature]
Secretary

New Concepts for Beauty, Inc.

By: [Signature]
Lee Roberts, President

Attested to:

By: [Signature]
Secretary

Monique/Quality Products Co., Inc.

By: [Signature]
Lee Roberts, President

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PLAN OF MERGER

This Plan of Merger dated this 12th day of October, 1989, between New Concepts for Beauty, Inc., hereinafter called the "Surviving Corporation", and Monique/Quality Products Co., Inc., hereinafter called the "Subsidiary Corporation", provides as follows:

RECITALS

WHEREAS, New Concepts for Beauty, Inc., the Surviving Corporation, is a corporation organized and existing under the laws of the State of Florida; and

WHEREAS, Monique/Quality Products Co., Inc. the Subsidiary Corporation, is a corporation organized and existing under the laws of the State of Florida; and

WHEREAS, the Surviving Corporation owns one hundred per cent (100%) of the issued and outstanding shares of common stock of the Subsidiary Corporation; and

WHEREAS, the Board of Directors of the Surviving Corporation deems it desirable and in the best interests of both the Surviving Corporation and the Subsidiary Corporation that the Subsidiary Corporation be merged into the Surviving Corporation pursuant to the provisions of Section 607.227 of the Florida General Corporation Act, and Section 332 of the Internal Revenue Code.

NOW, THEREFORE, in consideration of the mutual covenants, and subject to the terms and conditions hereinafter set forth, the undersigned corporations do hereby agree as follows:

1. Monique/Quality Products Co., Inc. shall merge with and into New Concepts for Beauty, Inc., which shall be the Surviving Corporation.

2. Inasmuch as the Surviving Corporation owns one hundred per cent (100%) of the issued and outstanding shares of the Subsidiary Corporation, upon the effective date of the merger, the shares of stock held by the Surviving Corporation in the Subsidiary Corporation shall be surrendered and cancelled and no new shares in the Surviving Corporation shall be issued. Accordingly, the shares of stock currently issued and outstanding in the Surviving Corporation shall remain as the only issued and outstanding shares of said corporation.

3. The Articles of Incorporation of the Surviving Corporation, New Concepts for Beauty, Inc., shall continue to be its Articles of Incorporation following the effective date of the merger.

4. The Bylaws of the Surviving Corporation, New Concepts for Beauty, Inc., shall continue to be its Bylaws following the effective date of the merger.

5. The directors and officers of the Surviving Corporation, New Concepts for Beauty, Inc., on the effective date of the merger, shall continue as the directors and officers of the Surviving Corporation for the full unexpired terms of their offices or until their successors have been elected.

6. The effective date of this merger shall be the date on which the Articles of Merger are filed with the Secretary of State for the State of Florida.

EXECUTED this 12th day of October 1989, in Boca Raton, Palm Beach County, Florida.

Attested to:

New Concepts for Beauty, Inc.

By: [Signature]
Secretary

By: [Signature]
Lee Roberts, President

Attested to:

(Corporate Seal)

By: [Signature]
Secretary

Monique/Quality Products Co., Inc.

By: [Signature]
Lee Roberts, President

(Corporate Seal)