

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT
EFFECTIVE DATE:	09/27/2002

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Carne Cosmeceutical Sciences, Inc.		08/29/2005	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	U.S. International Trading Corp.
Street Address:	2951 Marion Avenue
Internal Address:	Unit 121
City:	Las Vegas
State/Country:	NEVADA
Postal Code:	89115
Entity Type:	CORPORATION: NEVADA

**PROPERTY NUMBERS Total: 11**

Property Type	Number	Word Mark
Registration Number:	1274706	BIOTENE H-24
Registration Number:	1353557	JOJOBA FARMS
Registration Number:	1150150	JOJOBA FARMS
Registration Number:	1347096	LOANDA
Registration Number:	1644893	MILL CREEK
Registration Number:	1279452	
Registration Number:	1899546	SILVER FOX FOR THAT SILVERY LUSTRE
Registration Number:	1714911	THE SILVER FOX
Registration Number:	1357512	THE SILVER FOX
Registration Number:	1295484	SLEEPY HOLLOW
Registration Number:	1503515	SLEEPY HOLLOW BOTANICALS

CH \$290.00 1274706

CORRESPONDENCE DATA

Fax Number: (312)577-7007

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: 312 577-7000

Email: Trademark@fitcheven.com

Correspondent Name: Joseph T. Nabor

Address Line 1: 120 S. LaSalle Street

Address Line 2: Suite 1600

Address Line 4: Chicago, ILLINOIS 60603-3406

NAME OF SUBMITTER:	Joseph T. Nabor
Signature:	/Joseph T. Nabor/
Date:	09/06/2005

**Total Attachments: 4**

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## TRADEMARK ASSIGNMENT

WHEREAS, Carmé Cosmeceutical Sciences, Inc., a Delaware corporation, having an office at 620 Airpark Road, Napa, CA 94558, is the owner and user of the following marks and U.S. Trademark Registrations:

<u>COUNTRY</u>	<u>MARK</u>	<u>REGISTRATION NO.</u>	<u>REGISTRATION DATE</u>
Japan	Biotene H-24	1846233	February 28, 1986
Norway	Biotene H-24	172527	December 14, 1995
U.S.A.	Biotene H-24	1274706	April 24, 1984
Canada	Jojoba Farms	TMA275889	January 21, 1983
U.S.A.	Jojoba Farms	1353557	August 13, 1985
U.S.A.	Jojoba Farms & Design	1150150	April 7, 1981
U.S.A.	LOANDA	1347096	July 9, 1985
Australia	MILL CREEK	998756 (Application)	April 21, 2004 (Application Date)
Chile	MILL CREEK	670529	March 6, 1993
European Community	MILL CREEK	182964	November 16, 1998
U.S.A.	MILL CREEK	1644893	May 21, 1991
U.S.A.	MILL CREEK & Design	1279452	May 29, 1984
Austria	MILL CREEK & Design	102569	April 28, 1983
Brazil	MILL CREEK & Design	811091520	April 24, 1994
Brunei	MILL CREEK & Design	12183	January 27, 1983
Canada	MILL CREEK & Design	TMA243318	April 18, 1980
Singapore	MILL CREEK & Design	T83006211	February 3, 1983
Spain	MILL CREEK & Design	1029199	April 18, 1985
Canada	SILVER FOX FOR THAT SILVERY LUSTER & Design	TMA459327	June 14, 1996


France	SILVER FOX FOR THAT SILVERY LUSTER & Design	94/509061	March 2, 1994
U.S.A.	SILVER FOX FOR THAT SILVERY LUSTER & Design	1899546	June 13, 1995
Australia	THE SILVER FOX	999809	April 28, 2004
European Community	THE SILVER FOX	182956	September 7, 1999
United Kingdom	THE SILVER FOX & Design	B1263126	March 21, 1986
Canada	THE SILVER FOX	TMA 335380	December 18, 1987
U.S.A.	THE SILVER FOX	1714911	September 15, 1992
U.S.A.	THE SILVER FOX & Design	1357512	September 3, 1985
U.S.A.	SLEEPY HOLLOW	1295484	September 18, 1984
European Community	SLEEPY HOLLOW BOTANICALS	182998	November 16, 1998
U.S.A.	SLEEPY HOLLOW BOTANICALS	1503515	September 13, 1988
U.S.A.	MILD AND NATURAL	1839177	June 14, 1994
U.S.A.	MOUNTAIN HERBERY	1282922	June 26, 1984
United Kingdom	MOUNTAIN HERBERY	1185970	November 25, 1982

WHEREAS, U.S. International Trading Corp., a Nevada corporation, having a principal place of business at 2951 Marion Avenue, Unit 121, Las Vegas, Nevada 89115, has acquired and is desirous of acquiring the entire right, title and interest in and to said marks, and the Registrations thereof;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Carmé Cosmeceutical Sciences, Inc., did and does hereby sell, assign and transfer nunc pro tunc as of September 27, 2002, (hereinafter, "effective date") to U.S. International Trading Corp., the entire worldwide right, title and interest in and to said marks, and

any trademark registrations, together with the goodwill of the business symbolized by the marks, or with that part of the goodwill of the business connected with the use of and symbolized by these marks, including any copyrights in and to these marks or their associated designs, and the right to sue for and recover all damages and other remedies in respect of any infringement of the marks which may have occurred prior to the effective date of this Assignment.


Date: Aug 29, 2005

  
Frank J. Massino  
Chairman and Chief Executive Officer

State of CALIFORNIA     )  
  ) SS  
County of Napa            )

I hereby certify that before me personally appeared Frank J. Massino, personally known by me, who then and there was duly sworn by me, and under oath acknowledged that the foregoing assignment was duly signed, sealed, and delivered by him on the date appearing at the foot thereof.

Aug 29, 2005

  
Notary Public  
My Commission Expires: 4/24/07

Date: 9/2/, 2005

U.S. International Trading Corp.

Panch R Prasad  
Panch R Prasad  
President

California )  
State of NEVADA )  
County of Orange ) SS

I hereby certify that before me personally appeared Panch R Prasad, personally known by me, who then and there was duly sworn by me, and under oath acknowledged that the foregoing assignment was duly signed, sealed, and delivered by him on the date appearing at the foot thereof.

Sept 2, 2005

Barbara Laird  
Notary Public  
My Commission Expires: 1/25/05

(SEAL)

