

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	CORRECTIVE ASSIGNMENT
NATURE OF CONVEYANCE:	Corrective Assignment to correct the Assignor previously recorded on Reel 003153 Frame 0771. Assignor(s) hereby confirms the Carme Cosmeceutical Sciences, Inc. is the correct Assignor, not Carmet Cosmeceutical Sciences, Inc..

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Carme 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: 6

Property Type	Number	Word Mark
Registration Number:	307276	DU BARRY
Registration Number:	414195	DUBARRY
Registration Number:	1229136	DUB
Registration Number:	419149	HAND SILK
Registration Number:	507052	SOPHISTI-CREME
Registration Number:	654887	YOUNG PROMISE

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

CH \$165.00 307276

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:	09/14/2005

Total Attachments: 3
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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>
Australia	DuBarry (Stylized)	998758	April 21, 2004
Australia	DUBARRY	130105	November 21, 1956
Bahamas	DUBARRY	2730	November 20, 1956
China	DuBarry	310731	March 20, 1988
European Market	DuBarry	182923	June 16, 1998
France	DuBarry	1602190	July 12, 1990
Hong Kong	DuBarry (Chinese Characters)	750 of 1969	May 8, 1968
Hong Kong	DuBarry	1321 of 1964	November 16, 1963
Malaysia	DuBarry	M39260	February 8, 1963
Malaysia	DuBarry (Chinese Characters)	M49891	May 6, 1968
Pakistan	DuBarry	73587	February 25, 1981
Singapore	DuBarry	32168	January 29, 1963
Singapore	DuBarry (Chinese Characters)	43871	May 3, 1968
Switzerland	DuBarry	269072	January 4, 1944
United Kingdom	DuBarry All Clear	849121	May 15, 1963
U.S.A.	DuBarry	307276	October 24, 1933
U.S.A.	DuBarry	414195	May 29, 1945
U.S.A.	DUB	1229136	March 8, 1983
United Kingdom	DuBarry All Clear	849121	May 15, 1963

U.S.A.	HAND SILK	419149	February 5, 1946
U.S.A.	SOPHISTI-CREME	507052	February 22, 1949
U.S.A.	YOUNG PROMISE	654867	November 19, 1957

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 October 1, 1997, (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: 8/29/05

Date: 9/2/8, 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: 1/25/08

(SEAL)

