

12-22-2005

Form PTO-1594 (Rev. 07/05)
OMB Collection 0651-0027 (exp. 6/30/2008)



DEPARTMENT OF COMMERCE
Patent and Trademark Office

RECOR
TRADEMARKS ONE.

103142481

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

12-9-05

1. Name of conveying party(ies):

PRODUCT QUEST MANUFACTURING, INC

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

Citizenship (see guidelines)

Additional names of conveying parties attached? Yes No

3. Nature of conveyance (Execution Date(s) :

Execution Date(s) Nov 1, 2005

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: WALGREEN Co.

Internal Address: Law Dept MS#1425

Street Address: 200 Wilmot Rd.

City: Deerfield

State: Illinois

Country: USA Zip: 60015

- Association Citizenship
- General Partnership Citizenship
- Limited Partnership Citizenship
- Corporation Citizenship Illinois
- Other Citizenship

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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

78/704027

B. Trademark Registration No.(s)

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

ARCTIC FROST

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

Name: Francis C. Kowalik

Internal Address: Walgreens

Law Dept - MS #1425

Street Address: 104 Wilmot Rd.

City: Deerfield

State: IL Zip: 60015

Phone Number: (847) 315-4640

Fax Number: (847) 315-4826

Email Address: francis.kowalik@walgreens.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____ Expiration Date _____

b. Deposit Account Number _____ Authorized User Name _____

9. Signature:

Terry Keenan-Klaepfer, Paralegal

Signature

12/19/06
Date

Terry Keenan-Klaepfer, Paralegal
Name of Person Signing

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

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

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TRADEMARK ASSIGNMENT

THIS ASSIGNMENT, entered into by the parties hereto, is effective as of the date of signing below.

WHEREAS, PRODUCT QUEST MANUFACTURING, INC. a corporation incorporated under the laws of the state of Florida with a principal place of business at 330 Carswell Avenue, Daytona Beach, Florida 32117 (hereinafter "Assignor"), is the owner of the trademark ARCTIC FROST in the United States and elsewhere (hereinafter "the Trademark") as well as the application to register the Trademark, Application Serial No. 78/704027 in the United States Patent and Trademark Office, in connection with non-medicated skin creams; and

WHEREAS, WALGREEN CO., a corporation incorporated under the laws of the state of Illinois, with a principal place of business at 200 Wilmot Road, Deerfield, Illinois 60015 (hereinafter "Assignee"), wishes to acquire the rights in the Trademark in the United States and the aforesaid application to register the mark in the U.S. Patent and Trademark Office; and

WHEREAS, Assignor wishes to assign all its right, title and interest in the Trademark to Assignee;

NOW, THEREFORE, in consideration of and in exchange for the sum of one dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns to Assignee all of its right, title and interest in and to the and the application to register the Trademark, Application Serial No. 78/704027 in the U.S. Patent and Trademark Office, together with the goodwill of the business symbolized thereby, the right to sue for past infringement, and the right to register the Trademark in the United States and elsewhere.

Dated: 11/1/05

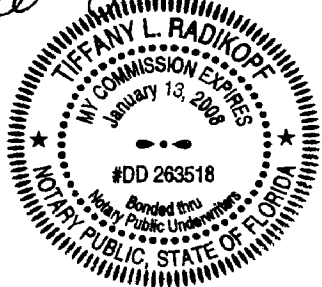
PRODUCT QUEST MANUFACTURING, INC.

By: [Signature]
Name: John T. Reagon
Title: President

SUBSCRIBED and SWORN to before me this 1st day of November, 2005.

Tiffany L. Radikopf
Notary Public

My Commission Expires: January 13, 2008



Acknowledged By:

WALGREEN CO.

Dated: 11/3/05

By: 11/3/05
Name: [Signature]
Title: SP. Asst. Intel Prop