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TRADEMARK ASSIGNMENT

Electronic Version v1.1 Stylesheet Version v1.1

SUBMISSION TYPE: NEW ASSIGNMENT

NATURE OF CONVEYANCE: ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|---|----------|----------------|--------------------|
| Kanebo Kabushiki Kaisha (Kanebo, Ltd.) | | 04/26/2006 | CORPORATION: JAPAN |

RECEIVING PARTY DATA

| Name: | Kabushiki Kaisha Kanebo Keshohin (Kanebo Cosmetics Inc.) | |
|-----------------|--|--|
| Street Address: | 11-2, Toranomon 5-chome | |
| City: | Minato-ku, Tokyo | |
| State/Country: | JAPAN | |
| Entity Type: | CORPORATION: JAPAN | |

PROPERTY NUMBERS Total: 1

| Property Type | Number | Word Mark |
|----------------------|---------|----------------|
| Registration Number: | 2776595 | MAGICAL CHANGE |

CORRESPONDENCE DATA

Fax Number: (202)293-7860

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

Phone: 2026637484

Email: tm@sughrue.com

Correspondent Name: Gary D. Krugman

Address Line 1: 2100 Pennsylvania Avenue, N.W.

Address Line 4: Washington, DISTRICT OF COLUMBIA 20037-3213

ATTORNEY DOCKET NUMBER: \$6499

DOMESTIC REPRESENTATIVE

Name: Gary D. Krugman

Address Line 1: 2100 Pennsylvania Avenue, N.W.

Address Line 4: Washington, DISTRICT OF COLUMBIA 20037-3213

TRADEMARK REEL: 003325 FRAME: 0535

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| NAME OF SUBMITTER: | Gary D. Krugman |
|--|-------------------|
| Signature: | /Gary D. Krugman/ |
| Date: | 06/12/2006 |
| Total Attachments: 2 source=MagicalChange#page1.tif source=MagicalChange#page2.tif | |

TRADEMARK REEL: 003325 FRAME: 0536

TRADEMARK ASSIGNMENT

WHEREAS, Kanebo Kabushiki Kaisha (Kanebo, Ltd.), a corporation of Japan with a business address of No. 17-4 Sumida 5-chome, Sumida-ku, Tokyo, Japan, has adopted, used and is the owner of the trademark and trademark registration MAGICAL CHANGE, which is the subject of U.S. Trademark Registration No. 2,776,595 issued October 21, 2003; and

WHEREAS, Kabushiki Kaisha Kanebo Keshohin (Kanebo Cosmetics Inc.), a Japanese corporation with a business address of 11-2, Toranomon 5-chome, Minato-ku, Tokyo, Japan, is desirous of obtaining ownership of the MAGICAL CHANGE trademark and trademark registration.

NOW, THEREFORE, in exchange for good and valuable consideration, the receipt of which is hereby acknowledged, Kanebo Kabushiki Kaisha (Kanebo, Ltd.) hereby assigns to Kabushiki Kaisha Kanebo Keshohin (Kanebo Cosmetics Inc.) all right, title and interest in and to the MAGICAL CHANGE trademark and trademark registration no. 2,776,595 together with the goodwill of the business associated therewith.

KANEBO KABUSHIKI KAISHA (KANEBO, LTD.)

Bv:

Hironori Matsui

Name

Manager of

Intellectual Property Center

Title

April 26, 2006

Date

US_S6499 Trademark Assignment.DOC

TRADEMARK REEL: 003325 FRAME: 0537 In re the matter of U.S. Registration Number 2,776,595

Mark: MAGICAL CHANGE

Applicant: Kabushiki Kaisha Kanebo Keshohin (Kanebo Cosmetics Inc.) (by assignment)

APPOINTMENT OF DOMESTIC REPRESENTATIVE

Sughrue Mion, PLLC, whose postal address is 2100 Pennsylvania Avenue, N.W., Washington, DC 20037, is hereby designated Registrant's representative upon whom notice pr process in proceedings affecting the mark may be served.

KABUSHIKI KAISHA KANEBO KESHOHIN (KANEBO COSMETICS INC.)

By:

Etsuo Yoshikawa

Name

General Manager of Intellectual Property Center

Title

April 21, 2006

Date

US_S6499 Appointment of Domestic Representative.DOC

RECORDED: 06/12/2006

TRADEMARK REEL: 003325 FRAME: 0538