

FORM PTO-1594

(Rev. 10/02)

RECORDATION FORM COVER SHEET

U.S. DEPARTMENT OF COMMERCE

OMB No. 0651-0027 (exp. 6/30/2005)

TRADEMARKS ONLY

U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies) thereof.

1. Name of conveying party(ies):

Kanebo Kabushiki Kaisha (Kanebo, Ltd.)

Individual
 Association
 General Partnership
 Limited Partnership
 Corporation
 Other - Joint Stock Company

Citizenship - Japan

Additional name(s) of conveying party(ies) attached? No

2. Name and address of receiving party(ies):

Name: Kabushiki Kaisha Kanebo Keshohin (Kanebo Cosmetics Inc.)
 Address: 11-2, Toranomom 5-chome, Minato-ku, Tokyo, Japan

Individual
 Association
 General Partnership
 Limited Partnership
 Corporation
 Other - Joint Stock Company

Citizenship - Japan

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes

(Designations must be a separate document from assignment)
 Additional name(s) & address(es) attached? No

3. Nature of conveyance:

Assigns the entire interest and goodwill
 Merger
 Security Agreement
 Change of Name
 Change of Assignee Address

Execution Date: September 22, 2006

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,531,091; 0,777,548; 0,777,554; 0,859,579; 2,417,762;
 3,061,808; 2,844,142; 2,701,655; 1,202,781; 1,715,876;
 2,025,950; 2,940,494; 2,754,987; 2,661,255; 2,793,963;
 2,848,616; 2,669,699; 1,415,499; 2,614,058; 2,941,619;
 2,908,382; 2,620,485

Additional numbers attached? No

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

Name: WENDEROTH, LIND & PONACK, L.L.P.
 Internal Address: W. Douglas Hahm
 Street Address: 2033 K Street, N.W., Suite 800
 City: Washington, State: DC ZIP: 20006-1021

6. Total number of applications and registrations involved: 22

7. Total fee (37 C.F.R. 2.6(b)(6) & § 3.41):\$565

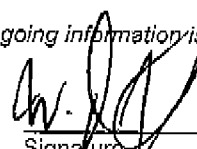
Enclosed Check No. _____
 Authorized to be charged to deposit account

8. Deposit account number: 23-0975
 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature:
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

W. Douglas Hahm
 Name of Person Signing


 Signature

October 6, 2006
 Date

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.

TRADEMARK

CH \$565.00 230975 2631091

ASSIGNMENT AGREEMENT

Whereas,

Kanebo Kabushiki Kaisha (Kanebo, Ltd.), a joint stock company of Japan,
No. 17-4, Sumida 5-chome, Sumida-ku, Tokyo, Japan ("ASSIGNOR")

is the current owner of U.S. Trademark Registration Nos. 2,531,091; 0,777,548;
0,777,554; 0,859,879; 2,417,762; 3,061,808; 2,844,142; 2,701,655; 1,202,781; 1,715,876;
2,025,950; 2,940,494; 2,754,987; 2,661,255; 2,793,963; 2,848,616; 2,669,699; 1,415,499;
2,614,058; 2,941,619; 2,908,382; and 2,620,485

Whereas,


Kabushiki Kaisha Kanebo Keshohin (Kanebo Cosmetics Inc.), a joint stock
company of Japan,
11-2, Toranomom 5-chome, Minato-ku, Tokyo, Japan ("ASSIGNEE")

is desirous of acquiring said marks and the registrations thereof;

Now, therefore, for good and valuable consideration, receipt of which is hereby acknowledged,
said ASSIGNOR does hereby assign unto the said ASSIGNEE all right, title, goodwill and the
business symbolized by the marks, and the above-identified registrations thereof.

Kanebo Kabushiki Kaisha (Kanebo, Ltd.)

September 22, 2006
Date


Signature

Hironori Matsui

Name

Manager, Intellectual Property Center

Title