

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
Acme Wholesale, LLC		07/10/2006	LIMITED LIABILITY COMPANY: NEVADA
RECEIVING PARTY DATA			
Name:	Estee Lauder, Inc.		
Street Address:	767 Fifth Avenue		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10153		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	78652766	SPELLBOUND	
CORRESPONDENCE DATA			
Fax Number:	(212)571-9424		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(212) 571-0068		
Email:	tms@usulaw.com		
Correspondent Name:	Charles H. Knull		
Address Line 1:	299 Broadway		
Address Line 2:	Suite 1700		
Address Line 4:	New York, NEW YORK 10007		
ATTORNEY DOCKET NUMBER:	DS/SPELLBOUND ASSIGNMENT		
NAME OF SUBMITTER:	Sarah B. Kickham		
Signature:	/sbkickham/		

CH \$40.00 78652766

Date:

12/06/2006

Total Attachments: 2

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TRADEMARK ASSIGNMENT


WHEREAS **ACME WHOLESALE, LLC.**, a Limited Liability Company organized and existing under the laws of Nevada, with an office at 9811 W. Charleston Blvd, Suite Z-10008, Las Vegas, Nevada 89117 (hereinafter the ASSIGNOR) is the owner of and has adopted, used and is using the trademark SPELLBOUND (hereinafter the TRADEMARK), for which an application for registration has been filed in the United States Patent and Trademark Office, Serial Number 78/652766

AND WHEREAS, **ESTÉE LAUDER INC.**, an Delaware corporation with its principal place of business at 767 Fifth Avenue, New York, New York 10153 (hereinafter the ASSIGNEE) is desirous of acquiring all right, title and interest in and to the TRADEMARK and any registration thereof;

NOW, THEREFORE, in consideration of good and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNOR by these presents does sell, assign and transfer unto ASSIGNEE, its successors and assigns, all right title and interest in and to the TRADEMARK, as well as any trademark registration and the trademark application related thereto, together with that part of the goodwill of ASSIGNOR's business connected with the use of and symbolized by the TRADEMARK.

IN WITNESS WHEREOF, the said ASSIGNOR has hereunto executed this instrument this 10th day of July 2006.

ACME WHOLESALE, LLC

By 
Brad Grossman
Title President

ESTÉE LAUDER INC.

By _____

Title

TRADEMARK ASSIGNMENT

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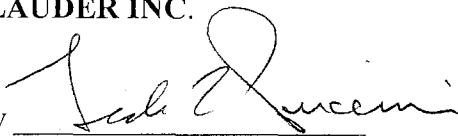
NOW, THEREFORE, in consideration of good and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNOR by these presents does sell, assign and transfer unto ASSIGNEE, its successors and assigns, all right title and interest in and to the TRADEMARK, as well as any trademark registration and the trademark application related thereto, together with that part of the goodwill of ASSIGNOR's business connected with the use of and symbolized by the TRADEMARK.

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ACME WHOLESALE, LLC

By _____
Brad Grossman
Title President

ESTÉE LAUDER INC.

By 
Title Vice President & Deputy General Counsel