

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Home Fragrance Holdings, Inc.		03/06/2007	CORPORATION: DELAWARE

<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	Compass Home, Inc.
<b>Street Address:</b>	1900 S. Burgundy Place
<b>City:</b>	Ontario
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	91761
<b>Entity Type:</b>	CORPORATION: CALIFORNIA

**PROPERTY NUMBERS Total: 16**

Property Type	Number	Word Mark
Serial Number:	76106527	CANDLE WAREHOUSE
Serial Number:	76106526	CANDLE WAREHOUSE
Serial Number:	76106525	CANDLE WAREHOUSE
Serial Number:	76164575	CANDLE WAREHOUSE
Serial Number:	76164560	CANDLE WAREHOUSE
Serial Number:	78754143	DISTINCTIONS
Serial Number:	76976856	DISTINCTIONS
Serial Number:	72230040	FAROY
Serial Number:	72229779	FAROY
Serial Number:	72230041	FAROY
Serial Number:	75883245	FAROY
Serial Number:	75882903	
Serial Number:	76164658	NO ONE CAN HOLD A CANDLE TO US
Serial Number:	74343032	SURROUNDINGS

OP \$415.00 76106527

Serial Number:	74343030	SURROUNDINGS
Serial Number:	74477731	S SURROUNDINGS

**CORRESPONDENCE DATA**

Fax Number: (949)701-4712  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 9497014747  
Email: lindy@trwlawgroup.com  
Correspondent Name: Lindy M. Herman  
Address Line 1: 19900 MacArthur Blvd. Suite 1150  
Address Line 4: Irvine, CALIFORNIA 92612

NAME OF SUBMITTER:	Lindy M. Herman
Signature:	/lmh/
Date:	04/04/2007

Total Attachments: 1  
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**FEDERAL TRADEMARK ASSIGNMENT**

WHEREAS, Home Fragrance Holdings, Inc., an Delaware corporation having its principal offices at 8323 Fairbanks White Oak, Houston, Texas 77040 ("Assignor"), is the owner of all right, title and interest in and to the Trademarks listed on Exhibit A (the "Trademarks"), which Trademarks are all presently registered on the Principal Register of the United States Patent and Trademark Office ("USPTO"), as indicated thereon; and

WHEREAS, Compass Home, Inc., a California Corporation having its principal offices at 1900 S Burgundy Place, Ontario, CA 91761 ("Assignee"), is desirous of acquiring all right, title, and interest of Assignor in and to the Trademarks and in and to any registrations, renewals, and extensions that may be granted thereon, and in each case together with the goodwill of the business connected therewith.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor has sold, assigned, transferred, and conveyed, and by these presents hereby sells, assigns, transfers, conveys, and delivers to Assignee all of Assignor's right, title, and interest in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks, and the right, if any, of Assignor to recover for damages and profits for past infringements of the Trademarks.

The Commissioner of Patents and Trademarks is requested to direct any correspondence after the date hereof to Assignee, in each case, c/o to TRW Law Group, 19900 MacArthur Boulevard, Suite 1150, Irvine, California 92612, attention Tawyna Wojciechowski.

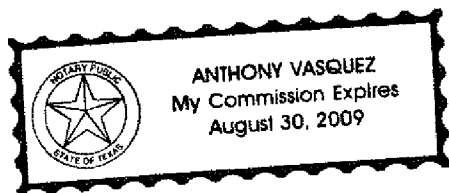
This Assignment is binding upon Assignor and its successors and assigns and shall inure to the benefit of Assignee and its successors and assigns.

Signed this 6<sup>th</sup> day of <sup>MARCH</sup> ~~February~~, 2007.

HOME FRAGRANCE HOLDINGS, INC.,  
an Delaware corporation

By: *Donald Martin*  
Donald Martin, Chief Restructuring Office

SWORN TO AND SUBSCRIBED before me on this 6<sup>th</sup> day of <sup>MARCH</sup> ~~February~~, 2007, to certify which witness my hand and official seal of office.



*Anthony Vasquez*  
NOTARY PUBLIC IN AND FOR  
THE STATE OF TEXAS