

05-15-2007

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To the Director of the U. S. Patent and T.

Documents or the new address(es) below.

4.30.07

1. Name of conveying party(ies):

WILLIAM MOSKOVITS
SOL C. MAJER

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

Citizenship (see guidelines) USA

Additional names of conveying parties attached? Yes No

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

Execution Date(s) 4/16/07

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

2. Name and address of receiving party(ies)

- Yes
- No

Additional names, addresses, or citizenship attached?

Name: Innovative Beauty Concepts, Inc.

Internal _____

Address: _____

Street Address: 2722 Temple Avenue

City: Long Beach

State: California

Country: USA

Zip: 90806

Association Citizenship _____

General Partnership Citizenship _____

Limited Partnership Citizenship _____

Corporation Citizenship USA

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)

B. Trademark Registration No.(s)

2399554

Additional sheet(s) attached? Yes No

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

Word Mark - KAMI; Goods and Services - IC 003; Serial Number - 75723378; Registration Date - October 31, 2000

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

Name: Innovative Beauty Concepts, Inc.

Internal Address: _____

Street Address: 2722 Temple Avenue

City: Long Beach

State: Ca Zip: 90806

Phone Number: 562-595-4571

Fax Number: 562-595-4572

Email Address: susan@innovative-beauty.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: x

William Moskovits / Sol Majer
Signature

4/16/07
Date

WILLIAM MOSKOVITS / SOL MAJER

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 1

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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AMENDMENT TO ASSET PURCHASE AGREEMENT

This Amendment to Asset Purchase Agreement ("Amendment") is entered into, and is to be effective, December, 6, 2006 by and between Susan H. Perreault and Innovative Beauty Concepts Incorporated, a California corporation (collectively "Buyer") and Worldwide Cosmetics, a California general partnership ("Seller").

A. This Amendment pertains to the executed Asset Purchase Agreement date November 28, 2005 between Buyer and Seller.

1. Amended Purchase Price.

- A. Buyer agrees to pay to Seller a final Goodwill Purchase Price payment in the amount of \$_____ to be comprised of 17% of Kami 2006 fourth quarter sales plus outstanding Kami sales collections, and the cost of goods for all existing Worldwide Cosmetics inventory used in the production of the merchandise shipped as part of fourth quarter Kami sales, payable on January 15, 2007.
- B. Buyer agrees to pay to Seller a final Kami Inventory Asset payment in the amount of \$10,000 for the entire Worldwide Cosmetics inventory remaining in the possession of the Buyer as of January 1, 2007, payable in equal payments of \$5,000, due on February 1, 2007 and April 1, 2007, respectively.
- C. Seller accepts the January 15, 2007 payment as payment-in-full for the Goodwill Purchase Price.
- D. Seller agrees to accept \$10,000 as payment-in-full for all Worldwide Cosmetics inventory remaining in the possession of the Buyer as of January 1, 2007.

2. License.

- A. At such time that the Buyer pays the Amended Purchase Price in full, noted above in Section 1.A. and 1.B., Seller agrees to the transfer of the ownership of the "Kami" and "Kami Nail Art" Trademarks to the Buyer at Buyer's expense as stated in Section 3 of the Asset Purchase Agreement.

3. Further Agreements.

- A. Seller agrees to withdraw the UCC-1 filed by the Seller with California Secretary of State upon acceptance of the final Amended Purchase Price payments noted in Section 1.A. and 1.B.

4. Execution Date.

- A. Seller agrees to execute the acceptance of AMENDMENT within 48 hours of delivery of the signed AMENDMENT by Buyer.

S.H.P.
12/20/06

SNV
12.14.06

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the date first set forth above.

BUYER

Innovative Beauty Concepts Incorporated,

a California corporation

2722 Temple Avenue

Long Beach, CA 90806

Attn: Susan H. Perreault

Fax: 562-595-4572

By: Susan H. Perreault

Name: Susan H. Perreault

Title: President

Date: 12-14-08

SELLER

Worldwide Cosmetics,

a California general partnership

327 N. Alta Vista Blvd.

Los Angeles, California 90036

Attn: Sol Majer

Fax: (323) 782-0927

By: Victory Manufacturing, Inc.,

a California corporation,

General Partner

By: Sol Majer

Name: Sol Majer

Title: President

Date: 12/20/06

By: Helena Construction Co.,

a California corporation,

General Partner

By: William Moskowitz

Name: William Moskowitz

Title: President

Date: 12/20/06