

07-27-1998



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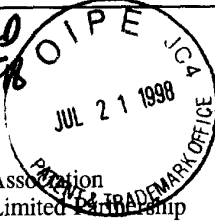
Attorney's Docket No. 007338-017

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): NERO  
 Dermaceutical Labs, Inc. 7-21-98

Individual(s)                     Association  
 General Partnership         Limited Partnership  
 Corporation-State

Other: \_\_\_\_\_



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

Name: North American Medical Services, Inc.

Address: 829 Towne Center Drive  
Pamona, California 91767

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

Individual(s) Citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State Yukon Territory, Canada  
 Other \_\_\_\_\_

3. Nature of conveyance:

Assignment                     Merger  
 Security Agreement         Change of Name

Other: \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No

Execution Date: June 16, 1998

(Designations must be a separate document from Assignment)

Additional name(s) & address(es) attached?  Yes  No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,920,626 (Mark: NUCELLE)  
 1,856,512 (Mark: Design)  
 1,914,052 (Mark: NUCELLE 31)

Additional numbers attached?  Yes  No

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

Name: Fred W. Hathaway, Esq.

Address: BURNS, DOANE, SWECKER & MATHIS, L.L.P.  
P.O. Box 1404  
Alexandria, Virginia 22313-1404

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41): \$ 90.00

Enclosed  
 Authorized to be charged to deposit account, if necessary

8. Deposit account number:

02-4800

07/24/1998 SSMITH 00000008 1920626

01 FC:481 40.00 OP  
 02 FC:482 50.00 OP

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.

Fred W. Hathaway  
Name of Person Signing

Fred W. Hathaway  
Signature

July 21, 1998  
Date

Total number of pages including cover sheet, attachments, and document: 6

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re Trademark Registration of :  
: North American Medical Services, Inc. :  
: Registration No.: 1,856,512 :  
: Issued: October 4, 1994 :  
: Mark: Miscellaneous Design :

DESIGNATION OF DOMESTIC REPRESENTATIVE

Honorable Assistant Commissioner for Trademarks  
2900 Crystal Drive  
Arlington, Virginia 22202-3513

Sir:

COMES NOW the above registrant and cancelling all previous Designations of Domestic Representative hereby appoints Burns, Doane, Swecker & Mathis, LLP, Post Office Box 1404, Alexandria, Virginia 22313-1404, its designated domestic representative upon whom notices or process in proceedings affecting the mark may be served.

NORTH AMERICAN MEDICAL SERVICES, INC.

By *Deborah Fortescue-Merrin*  
Name DEBORAH FORTESCUE-MERRIN  
Title PRESIDENT

Date *June 23/98*

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re Trademark Registration of :  
: North American Medical Services, Inc. :  
: Registration No.: 1,914,052 :  
: Issued: August 22, 1995 :  
: Mark: NUCELLE 31 :

DESIGNATION OF DOMESTIC REPRESENTATIVE

Honorable Assistant Commissioner for Trademarks  
2900 Crystal Drive  
Arlington, Virginia 22202-3513

Sir:

COMES NOW the above registrant and cancelling all previous Designations of Domestic Representative hereby appoints Burns, Doane, Swecker & Mathis, LLP, Post Office Box 1404, Alexandria, Virginia 22313-1404, its designated domestic representative upon whom notices or process in proceedings affecting the mark may be served.

NORTH AMERICAN MEDICAL SERVICES, INC.

By *Deborah Fortescue-Merrin*  
Name DEBORAH FORTESCUE-MERRIN  
Title PRESIDENT

Date *June 23/98*

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re Trademark Registration of :  
: North American Medical Services, Inc. :  
: Registration No.: 1,920,626 :  
: Issued: September 19, 1995 :  
: Mark: NUCELLE :

DESIGNATION OF DOMESTIC REPRESENTATIVE

Honorable Assistant Commissioner for Trademarks  
2900 Crystal Drive  
Arlington, Virginia 22202-3513

Sir:

COMES NOW the above registrant and cancelling all previous Designations of Domestic Representative hereby appoints Burns, Doane, Swecker & Mathis, LLP, Post Office Box 1404, Alexandria, Virginia 22313-1404, its designated domestic representative upon whom notices or process in proceedings affecting the mark may be served.

NORTH AMERICAN MEDICAL SERVICES, INC.

By *Deborah Fortescue-Merrin*  
Name DEBORAH FORTESCUE-MERRIN  
Title PRESIDENT

Date *June 23/98*

ASSIGNMENT

WHEREAS, Dermaceutical Labs, Inc., a corporation organized and existing under the laws of the State of Idaho and having a place of business at 1626 Hollipark Drive, Idaho Falls, Idaho 83401 (hereinafter "ASSIGNOR"), is the owner of the trademarks and registrations and applications shown on the attached list ("Exhibit A"), which are duly registered in the U.S. Patent and Trademark Office or duly registered in Trademark Offices in non-U.S. countries.

WHEREAS, North American Medical Services, Inc., a corporation organized and existing under the laws of the Yukon Territory, Canada, having a place of business at 829 Towne Center Drive, Pamona, California 91767 (hereinafter "ASSIGNEE"), is desirous of acquiring the aforesaid trademarks ("Trademarks"), together with the goodwill of the business symbolized by the marks and the aforesaid registrations therefor.

NOW, THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, ASSIGNOR does hereby assign unto ASSIGNEE all rights, title and interest in and to the aforesaid Trademarks together with the goodwill of the business symbolized by the Trademarks and the aforesaid registrations.

DERMACEUTICAL LABS, INC.

By Marvin H. Taylor  
Name: Marvin Taylor  
Title: President

Date June 16, 1998

**EXHIBIT A**

**U.S. TRADEMARK REGISTRATIONS**

MARK	REGISTRATION NO.	REGISTRATION DATE
NUCELLE	1,920,626	September 19, 1995
Miscellaneous Design (leaf design)	1,856,512	October 4, 1994
NUCELLE 31	1,914,052	August 22, 1995

**NON-U.S. REGISTRATIONS**

COUNTRY	MARK	REGISTRATION NO.	REGISTRATION DATE
Korea	NUCELLE	347173	September 20, 1996
Korea	Miscellaneous Design (leaf design)	347174	September 20, 1996
Korea	Miscellaneous Design (leaf design)	347172	September 20, 1996
Taiwan	Miscellaneous Design (leaf design)	716029	June 16, 1996
Taiwan	NUCELLE	709930	April 16, 1996