

F 08-23-1999

FRONT SHEET ONLY



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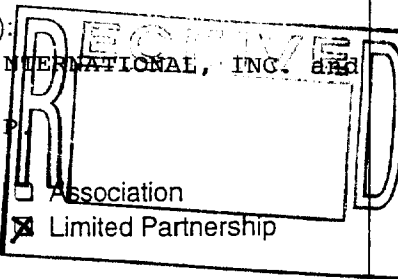
To the Honorable Commissioner (

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with the attached original documents or copy thereof.

1. Name of conveying party(ies): ALWIN ENTERPRISES INTERNATIONAL, INC. and SNELL & WILMER L.L.P.

- Individual(s)
General Partnership
Corporation-State Florida
Other



2. Name and address of receiving party(ies) Name: DIAL BRANDS, INC. Internal Address: Suite 2214 Street Address: 15501 North Dial Boulevard City: Scottsdale State: AZ ZIP: 85260

- Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State Arizona
Other

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

3. Nature of conveyance: 8-16-99 Assignment Merger Security Agreement Change of Name Other

Execution Date: May 12, 1999

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

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

A. Trademark Application No.(s) 75/573,662

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Name: Rebecca S. Nittle Internal Address: Suite 2214 Street Address: 15501 North Dial Boulevard City: Scottsdale State: AZ ZIP: 85260

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41) \$ 40.00 Enclosed Authorized to be charged to deposit account

8. Deposit account number: 04-980 04-0980 (Attach duplicate copy of this page if paying by deposit account)

06/20/1999 00000155 040980 75573662 01 FC:481 40.00 CH

DO NOT USE THIS SPACE

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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.

Rebecca S. Nittle Name of Person Signing

Signature

8/15/99 Date

Total number of pages including cover sheet, attachments, and document: 5

ASSIGNMENT

Trademark

WHEREAS, ALWIN ENTERPRISES INTERNATIONAL, INC., a Florida corporation having a mailing address at 2141 Blount Road, Pompano Beach, Florida 33069 ("Assignor"), adopted, used, and was using until May 12, 1999 the trademark AROMASENSE (the "mark") for toiletries; namely, bath gel, moisturizing lotion, hand and body soap, cologne, body talc, bath oil, shampoo, bath powder, creams, bath crystals, bath cubes, and bath oil beads; and filed an application for registration of said mark on the Principal Register in the United States Patent and Trademark Office, Application Serial No. 75/573,662 filed October 20, 1998 (the "application"); and

WHEREAS, SNELL & WILMER L.L.P., a limited liability partnership organized under the laws of the State of Arizona having a principal place of business and mailing address at One Arizona Center, 400 East Van Buren, Phoenix, Arizona 85001-0004 ("Assignor"), acquired the mark and the application for registration thereof for and on behalf of Assignee (defined below) by means of that certain Assignment executed May 12, 1999 (marked Exhibit A and incorporated in its entirety by this reference as is set forth fully herein) for the sole purpose of immediate transfer to and ultimate use by Assignee (defined below); and

WHEREAS, DIAL BRANDS, INC., an Arizona corporation having a principal place of business and mailing address at 15501 North Dial Boulevard, Scottsdale, Arizona 85260-1619 ("Assignee"), desires to acquire all rights in and to said mark and the application for registration thereof;

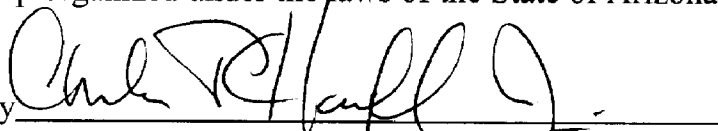
NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby assign unto Assignee, its successors, assigns, and legal representatives, the full and exclusive worldwide right, title, and interest in and to the said mark, including the goodwill of the business symbolized by the mark, and the application for registration thereof, No. 75/573,662, and the right to sue for and collect damages for infringements and past infringements thereof, *nunc pro tunc* as of May 12, 1999.

Assignor hereby authorizes and requests the United States Commissioner of Patents and Trademarks to record this Assignment for the sole benefit of Assignee, its successors, assigns, and legal representatives.

Assignor hereby agrees, upon request of Assignee, and without further remuneration, to promptly provide Assignee with all pertinent facts and documents relating to the foregoing mark as reasonably may be known and accessible to Assignor.

EXECUTED on this 26th day of July, 1999.

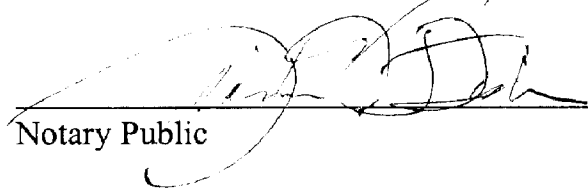
SNELL & WILMER L.L.P., a limited liability partnership organized under the laws of the State of Arizona

By 
Charles F. Hauff, Jr., Partner

STATE OF ARIZONA)
) ss.
County of Maricopa)

On this 26th day of July, 1999, before me, a notary public in and for said county, appeared CHARLES F. HAUFF, JR., Partner of SNELL & WILMER L.L.P., a limited liability partnership organized under the laws of the State of Arizona; he is personally known to me to be the same person whose name is subscribed to the foregoing instrument, and he acknowledged that he signed, sealed, and delivered the said instrument as his free and voluntary act for the uses and purposes therein set forth.

(Seal)



Notary Public

My commission expires:



ASSIGNMENT**Trademark**

WHEREAS, ALWIN ENTERPRISES INTERNATIONAL, INC., a Florida corporation having a mailing address at 2141 Blount Road, Pompano Beach, Florida 33069 ("Assignor"), has adopted, used, and is using the trademark AROMASENSE ("mark") for toiletries; namely, bath gel, moisturizing lotion, hand and body soap, cologne, body talc, bath oil, shampoo, bath powder, creams, bath crystals, bath cubes, and bath oil beads; and has filed an application for registration of said mark on the Principal Register in the United States Patent and Trademark Office, Application Serial No. 75/573,662 filed October 20, 1998; and

WHEREAS, SNELL & WILMER L.L.P., a limited liability partnership organized under the laws of the State of Arizona having a principal place of business and mailing address at One Arizona Center, 400 East Van Buren, Phoenix, Arizona 85001-0004 ("Assignee"), desires to acquire all rights in and to said mark and the registration thereof;

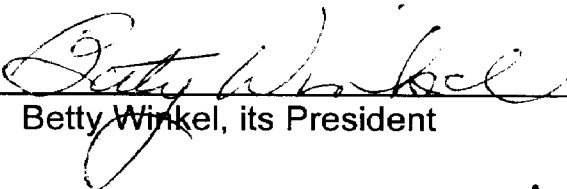
NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby sells, assigns, and transfers unto Assignee, its successors, assigns, and legal representatives, the full and exclusive worldwide right, title, and interest in and to the said mark, including the goodwill of the business symbolized by the mark, and the application for Federal registration thereof, U.S. Serial No. 75/573,662, and the right to sue for and collect damages for infringements and past infringements thereof. Assignor hereby agrees to discontinue all use of said mark as of the date of this assignment.

Assignor hereby authorizes and requests the United States Commissioner of Patents and Trademarks to record this Assignment for the sole benefit of Assignee, its successors, assigns, and legal representatives.

Assignor hereby agrees, upon request of Assignee, and without further remuneration, to promptly provide Assignee with all pertinent facts and documents relating to the foregoing mark as reasonably may be known and accessible to Assignor.

EXECUTED on this 12th day of May, 1999.

ALWIN ENTERPRISES INTERNATIONAL, INC.,
a Florida corporation

By 
Betty Winkel, its President

Assignor

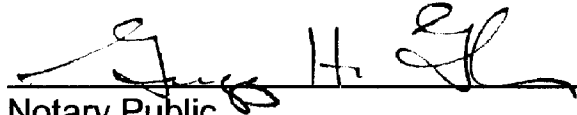
STATE OF FLORIDA

County of Palm Beach

)
) ss.
)

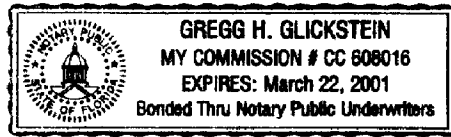
On this 12th day of May, 1999, before me, a notary public in and for said county, appeared BETTY WINKEL, the President of ALWIN ENTERPRISES INTERNATIONAL, INC., a Florida corporation, who is personally known to me to be the same person whose name is subscribed to the foregoing instrument, and she acknowledged that she signed, sealed and delivered the said instrument as her free and voluntary act for the uses and purposes therein set forth.

(Seal)



Notary Public

My commission expires:



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