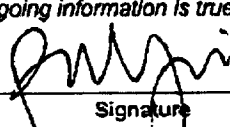


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Form PTO-1594 (Rev. 10/02) <b>5-15-03</b> <b>RECOR</b> <b>102475185</b> <b>TRADEMARKS ONLY</b> OMB No. 0651-0027 (exp. 6/30/2005) DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office	
Tab settings <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/> <input type="checkbox"/>	
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.	
1. Name of conveying party(ies): <b>WILLIAM F. HENRI, ESQ.</b> as Agent <input checked="" type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation-State <input type="checkbox"/> Other _____ Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No	2. Name and address of receiving party(ies) Name: <b>AVON PRODUCTS, INC.</b> Internal _____ Address: _____ Street Address: <b>1251 Avenue of the Americas</b> City: <b>New York</b> State: <b>NY</b> Zip: <b>10020</b> <input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State: <b>New York</b> <input type="checkbox"/> Other _____ If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No
3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Date: <b>May 14, 2003</b>	4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) <b>2,304,313</b> Additional number(s) attached <input type="checkbox"/> Yes <input type="checkbox"/> No
5. Name and address of party to whom correspondence concerning document should be mailed: Name: <b>Paul Garrity, Esq.</b> Internal Address: <b>Kelley Drye &amp; Warren LLP</b> _____ _____ Street Address: <b>101 Park Avenue</b> _____ City: <b>New York</b> State: <b>NY</b> Zip: <b>10178</b>	6. Total number of applications and registrations involved: <input type="checkbox"/> 1 7. Total fee (37 CFR 3.41).....\$ <b>40.00</b> <input type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account 8. Deposit account number: _____ (Attach duplicate copy of this page if paying by deposit account)
<b>DO NOT USE THIS SPACE</b>	
9. Statement and signature. <i>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.</i> <b>Paul Garrity</b> Name of Person Signing  <b>5-15-03</b> Signature      Date	

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

All documents to be recorded with required cover sheet information to:  
 Commissioner of Patent & Trademarks, Box Assignments  
 Washington, D.C. 20231

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**ASSIGNMENT**

THIS TRADEMARK ASSIGNMENT is effective as of the \_\_\_ day of May 2003 by and between WILLIAM F. HENRI, ESQ., ("HENRI"), as Agent, and AVON PRODUCTS, INC. ("AVON").

WHEREAS, HENRI, a citizen of Texas, residing at 6633 Mercer, Houston, Texas 77005 as Agent for his principal AVON, is the record owner in the United States of the registered trademark DOUBLE IMPACT for "eye shadow" and of U.S. Registration No. 2,304,313 therefor (collectively, the "DOUBLE IMPACT Trademark") and the goodwill related thereto; and

WHEREAS, AVON, a corporation organized and existing under the laws of the State of New York, with an address at 1251 Avenue of the Americas, New York, New York 10020 is desirous of acquiring from HENRI, as Agent, all right, title and interest in and to the DOUBLE IMPACT Trademark and the goodwill related thereto; and

WHEREAS, HENRI, as Agent, has agreed to assign to AVON the entire right, title and interest in and to the DOUBLE IMPACT Trademark and the goodwill related thereto.

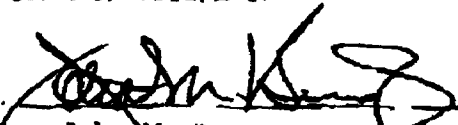
NOW, THEREFORE, for good and valuable consideration, receipt of which is acknowledged, effective as of the date first written above, said HENRI, as Agent does hereby assign and transfer unto AVON his entire right, title and interest in and to the DOUBLE IMPACT Trademark for all goods and services, included but not limited to "eye shadow," together with U.S. Registration No. 2,304,313 therefor, and the related goodwill of the business symbolized by and associated with said DOUBLE IMPACT Trademark.

NY01/GARRP/774378.1

IN WITNESS WHEREOF, the parties hereto have duly executed this Assignment  
as of the date first written above.

  
WILLIAM F. HENRI, ESQ., As Agent

AVON PRODUCTS, INC.

By:   
Name: John M. Bergin, Esq.  
Title: Chief Trademark Counsel

NY01/GAR/03/774172.1

\*\* TOTAL PAGE.03 \*\*

\*\* TOTAL PAGE.12 \*\*