

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
David A. Parker		11/28/2005	INDIVIDUAL: UNITED STATES
RECEIVING PARTY DATA			
Name:	New Fizz Corporation		
Street Address:	P.O. Box 1627		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10276		
Entity Type:	CORPORATION: NEW YORK		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2468013	ULTRA-LIFT	
CORRESPONDENCE DATA			
Fax Number:	(212)230-7781		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	212.318.6084		
Email:	catherineclayton@paulhastings.com		
Correspondent Name:	Catherine M. Clayton		
Address Line 1:	75 East 55th Street		
Address Line 2:	Paul, Hastings, Janofsky & Walker LLP		
Address Line 4:	New York, NEW YORK 10022		
ATTORNEY DOCKET NUMBER:	29172.00019		
NAME OF SUBMITTER:	Catherine M. Clayton		
Signature:	/cmcl/		
Date:	01/24/2006		

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Total Attachments: 3

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TRADEMARK ASSIGNMENT

This ASSIGNMENT is effective as of November 28, 2005.

BETWEEN: **David A. Parker**, an United States individual, located at 807 E. Cottonwood Road, #12, Palm Springs, California 92262 (hereinafter "Parker");

AND:

New Fizz Corporation, a corporation organized and existing under the laws of the State of New York, with an address of P.O. Box 1627, New York, New York 10276 ("New Fizz").

RECITALS:


- A. Parker represents that (i) he is the owner, by assignment from Parker-Fairchild Incorporated, of all rights, title and interest in and to the trademark ULTRA-LIFT, used on and in connection with non-medicated skin care preparations, namely, creams, serums, lotions and gels for the eyes, face and body, and the goodwill associated therewith, and is the owner of United States Trademark Registration No. 2,468,013 for said mark for said goods (collectively, the "Mark"); (ii) his title in and to the Mark is free of any and all encumbrances, liens or other adverse claims, (iii) said Mark has not been the subject of any license from or to any third party, and (iv) he has the right to make this assignment.
- B. New Fizz has agreed with Parker for the sale and transfer to New Fizz of the Mark.

WITNESSES:

1. For good and valuable consideration, the sufficiency of which is acknowledged by Parker, Parker assigns absolutely to New Fizz and its successors and assigns all of his right, title and interest in and to the Mark, together with the goodwill of the business symbolized by said Mark, and Registration No. 2,468,013, as well as the right to commence an action for past or future infringements.

2. Parker undertakes that:
- (a) He will do all acts and execute all documents necessary or desirable for further assuring the right, title and interest of New Fizz to the Mark, corresponding goodwill and Registration No. 2,468,013, including to cooperate with New Fizz to record this Assignment with the United States Patent and Trademark Office by New Fizz, if necessary;
 - (b) He will not do any act, matter or thing which may directly or indirectly prejudice or invalidate the Mark or its assignment to New Fizz.

DAVID A. PARKER



CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of Riverside

SS.

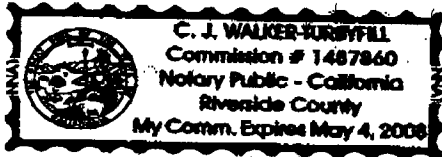
On December 8, 2005 before me, C. J. Walker-Kurbysfill

personally appeared David A. Parker

Name and Title of Officer (e.g., "Jane Doe, Notary Public")

Name(s) of Signer(s)

- personally known to me
- proved to me on the basis of satisfactory evidence



to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/hisr/their authorized capacity(ies), and that by his/hisr/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

C. J. Walker-Kurbysfill
Signature of Notary Public

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: Trademark Assignment

Document Date: November 29, 2005 Number of Pages: 2

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer

Signer's Name: _____

- Individual
- Corporate Officer — Title(s): _____
- Partner — Limited General
- Attorney-in-Fact
- Trustee
- Guardian or Conservator
- Other: _____

Signer is Representing: _____

