

FORM PTO-1585
1-31-92

RE 08-16-1999

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Off.

8-11-99
Tab settings



To the Honorable Commissioner of Patent

101118241

1 original documents or copy thereof.

1. Name of conveying party(ies):

Kiss Nail Products Inc

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

Name: The Chase Manhattan Bank

Internal Address:

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

3. Nature of conveyance:

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

Street Address: 200 Jericho Quadrangle

City: Jericho State: NY ZIP: 11753

Execution Date: 7-30-99

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

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

If this document is being filed together with a new application, the execution date of the application is: _____

A. Patent Application No.(s)

B. Patent No.(s)

5,782,248

29/099,739

589,928

29/099,738

09/109,842

Additional numbers attached? Yes No

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

Name:

Return To 97738-1

National Corporate Research, LTD.
225 W. 34th St., Suite 910
New York, N.Y. 10122
(800) 221-0102 (212) 947-7200

6. Total number of applications and patents involved:

5

7. Total fee (37 CFR 3.41):

200⁰⁰

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

City: _____ State: _____ ZIP: _____

08/13/1999 DCRTES 0000067 3782248

DO NOT USE THIS SPACE

01 FC:581

200.00 DP

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.

LORENA BOMERO

LORENA BOMERO

8-4-99

Name of Person Signing

Signature

Date

Total number of pages comprising cover sheet:

4

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20540

PATENT
REEL: 010154 FRAME: 0593

**PATENT SECURITY AGREEMENT
FOR RECORDATION**

WHEREAS, KISS NAIL PRODUCTS, INC., a New York corporation (the "Company"), having its principal place of business at 2 Harbor Park Drive, Port Washington, New York 11050 is the owner of all right, title and interest in and to the United States patents and patent applications set forth on Schedule A attached hereto;

WHEREAS, pursuant to the terms and conditions of the Patent Security Agreement dated as of July 30, 1999 (the "Patent Agreement") made by Company in favor of **THE CHASE MANHATTAN BANK**, a New York banking corporation ("Secured Party"), the Company is required to grant a security interest in, and lien on, said patents and patent applications to secure the obligations of the Company under (a) a Guaranty, dated as of July 30, 1999, with respect to the obligations of 1 Harbor Park Realty Co., L.L.C. and (b) a Guaranty, dated as of July 30, 1999, with respect to the obligations of 2 Harbor Park Realty Associates, L.L.C., each in favor of the Secured Party (with the Patent Agreement, the "Agreements"); and

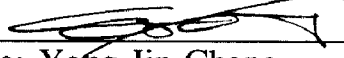
WHEREAS, the Company is willing to grant to Secured Party the security interest in and lien on the patents and patent applications described above.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, and subject to the terms and conditions of the Patent Agreement, the Company hereby grants to the Secured Party a security interest in, and a lien upon, the patents and patent applications set forth in Schedule A attached hereto and recordings and applications therefor, which assignment and security interest shall secure all the Guaranty Obligations (as defined in the Patent Agreement) and in accordance with the terms and provisions thereof.

The Company expressly acknowledges and affirms that the rights and remedies of the Secured Party with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

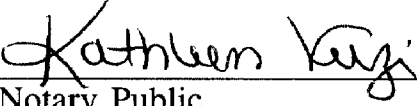
Uniondale, New York
July ~~30~~, 1999

KISS NAIL PRODUCTS, INC.

By: 
Name: Yong Jin Chang
Title: President

STATE OF NEW YORK)
) ss.:
COUNTY OF NASSAU)

On this 28th day of July, 1999 before me personally came Yong Jin Chang, who being duly sworn, did depose and say that he is the President of KISS NAIL PRODUCTS, INC., the corporation which executed the above instrument, and that he signed his name thereto pursuant to the authority granted by the Board of Directors of such corporation.


Notary Public

KATHLEEN VERZI
Notary Public, State of New York
No. 01VE4845439
Qualified in Nassau County
Commission Expires 1/20/2000

SCHEDULE A

INTELLECTUAL PROPERTY PATENT ASSETS

<u>Serial/Registration No.</u>	<u>Patent</u>	<u>Issue Date</u>
Registration No. 5,782,248	A Method for Applying French Manicures to Fingernails	7/21/98
Registration No. 589,928	Display Box with Display Card	4/20/99
Serial No. 09/109,842	Cosmetic Applicator Brush	
Serial No. 29/099,739	Pedicure File	
Serial No.29/099,738	Nail Polish Bottle	