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TO THE HONORABLE COMMISSIONER OF PATENTS AND TRADEMARKS
Washington, D.C. 20231

Please record the attached original documents or copies thereof.

1. Name of conveying party(ies):
GLEN T. ANDERSON; DMITRI S. PTCHELINTSEV and MICHAEL TRAUDT

2. Name and address of receiving party(ies):
**AVON PRODUCTS, INC.
1251 AVENUE OF THE AMERICAS
NEW YORK, NEW YORK 10020-1196**

3. Nature of conveyance:
XXXXX Assignment _____ Merger
_____ Security Agreement _____ Change of Name
_____ Other: _____
Execution Date: **December 14, 1999**

4. Application number(s) or application date(s): **09/461448**
If this document is being filed together with a new application, the execution date of the application is: **December 14, 1999**
A. Application No. B. Application Date

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

Charles N.J. Ruggiero, Esq.
Ohlandt, Greeley, Ruggiero & Perle, L.L.P.
One Landmark Square, 9th Floor
Stamford, Connecticut 06901-2682 U.S.A.

12/20/1999 MP/OPLES 00000031 08/16/99
02 711191 6. Total No. of applications and patents involved: 1

7. Total Fee (\$7 C.F.R. 3.41(h)) \$40.00/assignment.
XXXXX Enclosed **40.00 00**
_____ Authorized to be charged to deposit account.

The Commissioner is hereby authorized to charge any additional fees under 37 C.F.R. 3.41 that may be required with this communication or credit any overpayment, to Deposit Account No. 01-0467. A duplicate copy of this Form is enclosed.

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.

Charles N.J. Ruggiero

Name of Person Signing

Signature

12/14/99

Date

Total number of pages including cover sheet, attachments and document: 4

ASSIGNMENT

FOR ONE DOLLAR (\$1.00) and other valuable consideration, the receipt and sufficiency of which is hereby acknowledged, we, **GLEN T. ANDERSON**, a citizen of the United States of America, and a resident of 150 Locust Avenue, Cortlandt Manor, New York 10566 and **DMITRI PTCHELINTSEV**, a citizen of the Russian Federation, and a resident of 668 Juniper Way, Mahwah, New Jersey 07430 and **MICHAEL TRAUDT**, a citizen of the United States of America, and a resident of 17 Mountainview Drive, Brookfield, Connecticut 06804 have co-invented certain new and useful improvements in

COSMETIC COMPOSITION AND METHODS OF USE

hereby assign to **AVON PRODUCTS, INC.**, a New York corporation having its principal office at 1251 Avenue of the Americas, New York, New York 10020-1196 (hereinafter referred to as "Assignee"), the entire right, title and interest in and to such invention, together with the patent rights and rights of protection to the same throughout the world, including any patent rights which may result from the application for United States Letters Patent which was filed in the United States Patent and Trademark Office on even date, and any continuation, divisions, continuation-in-part applications, inventor's certificates and extensions thereof, preparatory to obtaining Letters Patent of the United States therefor; said invention, application and Letters Patent to be held and enjoyed by said Assignee for its own use and behoof and for the use and behoof of its successors and assigns, to the full end of the term for which said Letters Patent or other rights of protection may be granted as entirely as the same would have been held and enjoyed by us had the assignment not been made.

AND WE COVENANT and AGREE and WARRANT that we have full and unencumbered title to the invention hereby assigned, and we further covenant and agree that we have the right to grant such rights to said invention and application and

Letters Patent and that we will, at any time upon request without cost to us or further compensation, execute and deliver any and all papers or instruments that, in the opinion of the Assignee, may be necessary or desirable to secure said Assignee the full enjoyment of the rights and properties herein conveyed or intended to be conveyed by this instrument.

IN WITNESS WHEREFORE, we have hereunto set our hands and seal:

Date: December 14, 1999 Glen T. Anderson
By: **Glen T. Anderson**

STATE OF New York)
) SS
COUNTY OF)

Sworn to before me this 14th day of December, 1999.

ANTHONY M. SANTINI
Notary Public, State of New York
No. 004500217
Qualified in Westchester County
Commission Expires March 9, 2001

[Signature]
Notary Public

Date: December 14, 1999 Dmitri Ptchelintsev
By: **Dmitri Ptchelintsev**

STATE OF New York)
) SS
COUNTY OF)

Sworn to before me this 14th day of December, 1999.

ANTHONY M. SANTINI
Notary Public, State of New York
No. 004500217
Qualified in Westchester County
Commission Expires March 9, 2001

[Signature]
Notary Public

Date: December 14, 1999 MT TD
By: **Michael Traudt**

STATE OF NEW YORK)
COUNTY OF) SS

Sworn to before me this 14th day of December, 1999.

ANTHONY M. SANTINI
Notary Public, State of New York
No. 004070317
Qualified in Westchester County
Commission Expires March 9, 2000

[Signature]
Notary Public