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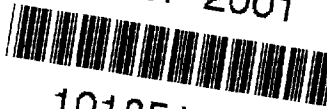
FORM PTO-1619A

Expires 06/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office

PATENT

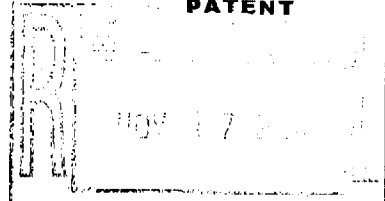
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U.S. Department of Commerce
Patent and Trademark Office
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Correspondent Name and Address

Area Code and Telephone Number

314-259-2000

Name David A. Roodman, Esq.

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Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments

3

Application Number(s) or Patent Number(s)

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Enter either the Patent Application Number or the Patent Number (DO NOT ENTER BOTH numbers for the same property.)

Patent Application Number(s)

Patent Number(s)

321130

If this document is being filed together with a new Patent Application, enter the date the patent application was signed by the first named executing inventor.

Month Day Year

Patent Cooperation Treaty (PCT)

Enter PCT application number only if a U.S. Application Number has not been assigned

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Number of Properties

Enter the total number of properties involved

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1

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Fee Amount for Properties Listed (37 CFR 3.41):

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Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

02-4467

Authorization to charge additional fees:

Yes

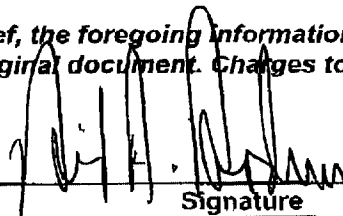
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Statement and Signature

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. Changes to deposit account are authorized, as indicated herein

David A. Roodman

Name of Person Signing



Signature

11-16-00

Date Signed

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RELEASE OF SECURITY INTEREST IN U.S. TRADEMARKS

THIS RELEASE OF SECURITY INTEREST IN TRADEMARKS, dated as of September 6, 2000 ("Agreement"), is entered into by and between BELAE BRANDS, INC., a Delaware corporation ("BBI"), having an address at 15458-A North 28th Avenue, Phoenix, Arizona 85053, and FINOVA CAPITAL CORPORATION, a Delaware corporation ("FINOVA"), having an address at 355 South Grand Avenue, Suite 2400, Los Angeles, California 90071.

RECITALS:

WHEREAS, BBI executed in favor of FINOVA that certain Intellectual Property Security Agreement, dated December 23, 1998, pursuant to which BBI, *inter alia*, assigned and granted to FINOVA a certain security interest in and to, *inter alia*, all of BBI's right, title and interest in and to certain trademarks and to the registrations and applications therefor in the United States and throughout the world including, but not limited to, those trademarks and corresponding applications and registrations specifically listed on Schedule A attached hereto (the trademarks, registrations and applications are hereinafter collectively referred to as the "Secured Property"); and

WHEREAS, such Grant of Security Interest-Trademarks was recorded at the Assignment Branch of the U.S. Patent and Trademark Office at Reel 1865, Frame 0279, on March 3, 1999; and

WHEREAS, FINOVA desires, pursuant to that certain Termination of Intellectual Property Security Agreement between BBI and FINOVA of even date herewith, to formally release its security interest in and to the Secured Property and in and to any and all other trademarks of BBI and the goodwill associated therewith, and to record such release with the U.S. Patent and Trademark Office;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, FINOVA does hereby release and reconvey to BBI all of FINOVA's right, title and interest in, to and under the Secured Property and in and to any and all other trademarks of BBI.

IN WITNESS WHEREOF, FINOVA has executed this Release of Security Interest in Trademarks as of this 6th day of September, 2000.

FINOVA CAPITAL CORPORATION

By: Madelyn Tran

Name: MADELYN TRAN

Title: Assistant Vice President

SCHEDULE A

United States Trademark Registrations

Mark	Registration Number	Registration Date
ALLUSION	REG. 1,745,443	1/12/93
APPLEJACK & PEEL	REG. 1,358,774	9/10/85
BUBBLES & SCENTS (and Design)	REG. 1,989,620	7/30/96
BUBBLES & SCENTS	REG. 1,989,609	7/30/96
CHRISTMAS MEMORIES	REG. 1,475,569	2/9/88
CLAIRE BURKE	REG. 1,785,136	8/3/93
CLAIRE BURKE WISTERIA (Stylized)	REG. 1,749,761	2/2/93
GARDEN MELODY	REG. 1,860,193	10/25/94
HOMEPOURRI	REG. 1,846,085	7/19/94
KID CARE (and Design)	REG. 1,835,928	5/10/94
OH CHRISTMAS TREE	REG. 1,574,195	1/2/90
PEACHES & DREAMS	REG. 1,937,148	11/21/95
PEACHES & DREAMS	REG. 1,937,146	11/21/95
PEACHES & DREAMS	REG. 1,937,149	11/21/95
PEACHES & DREAMS	REG. 1,974,704	5/21/96
SIMMERING SACHETS	REG. 1,931,791	10/31/95
SPRAYPOURRI	REG. 1,834,247	5/3/94
SPRING MEADOW	REG. 1,171,887	10/6/81
THE FUN KIDS WANT. THE QUALITY MOTHERS DEMAND	REG. 1,835,927	5/10/94
VAPOURRI (Stylized)	REG. 612,869	9/27/55

<u>Mark</u>	<u>Registration Number</u>	<u>Registration Date</u>
VITABAR	REG. 1,707,676	8/18/92
VITABATH	REG. 697,889	5/17/60
VITABATH	REG. 951,482	1/23/73
VITABATH	REG. 951,501	1/23/73
VITABATH GOLD	REG. 1,769,616	5/11/93
VITABATH NATURALS	REG. 1,851,851	8/30/94
VITABATH PLUS	REG. 1,325,304	3/19/85
VITASPA	REG. 1,830,755	4/12/94
WATERLILLY	REG. 1,539,987	5/23/89

United States Trademark Applications

<u>Mark</u>	<u>Serial Number</u>	<u>Filing Date</u>
BELAE BRANDS	APP. 75/453,324	3/19/98
BELAE BRANDS	APP. 75/453,183	3/19/98
BELAE BRANDS	APP. 75/453,184	3/19/98
OUTLOOK	APP. 75/453,322	3/19/98
OUTLOOK	APP. 75/453,323	3/19/98

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