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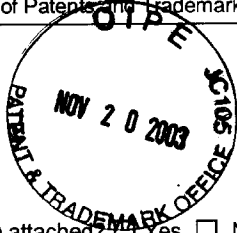
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.tty Docket: 2103569-991110

To the Honorable Commissioner of Patents and Trademarks: Please Record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Jerry ROTH  
Rosario RAMIREZ



2. Name and address of receiving party(ies)

Name: Hill Dermaceuticals, Inc.

Internal Address:

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

3. Nature of conveyance:

- Assignment  Merger
- Security Agreement  Change of Name
- Other \_\_\_\_\_

Execution Date: 18 November 2003

Street Address: 2650 South Mellonville Avenue

City: Sanford State/Country: FL

Zip: 32773

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 by the first named inventor is: \_\_\_\_\_

A. Patent Application No.(s)

10/280,483

B. Patent No.(s)

Additional numbers attached?  Yes  No

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

**\*35928\***

**35928**

PATENT TRADEMARK OFFICE

Name: GRAY CARY WARE & FREIDENRICH LLP

Address: 1625 Massachusetts Avenue, N.W. - Suite 300

City: Washington State: D.C. Zip: 20036

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 3.41) . . . . . \$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

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

**DO NOT USE THIS SPACE**

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.

Dean H. Nakamura

Name of Person Signing

Signature

November 20, 2003

Date

Total number of pages including cover sheet, attachments, and documents: 3

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

Commissioner of Patents & Trademarks, Box Assignments  
Washington, D.C. 20231

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WORLDWIDE ASSIGNMENT

WHEREAS **ROTH, Jerry and RAMIREZ, Rosario**, hereinafter (collectively) referred to as the assignor, has invented a certain improvement relating to **TOPICAL SKIN CARE COMPOSITION**, which said assignor has caused an application for United States Letters Patent to be prepared,

[ ] the inventor's declaration for said application being executed concurrently with the execution of this instrument; said application to be filed in the United States Patent and Trademark Office.

[X] said application having been filed in the United States Patent and Trademark Office on **25 October 2002**, with Attorney Docket Number **2103569-991110 (formerly 34615-019-6087 HILL-19)**.

WHEREAS **Hill Dermaceuticals, Inc., 2650 South Mellonville Avenue, Sanford, Florida 32773** hereinafter referred to as the assignee, is desirous of acquiring the entire right, title and interest in and to said application, including any and all divisions and continuations thereof, and in and to said invention and any and all patents which may be granted therefore, including any and all renewals, reissues and prolongations thereof;

**NOW THIS WITNESSETH**, that for and in consideration of One Dollar (\$1.00), and other good and valuable consideration paid by Assignee to Assignor, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns, sells and transfers, and has assigned, sold, and transferred to Assignee, its successors and assigns, the entire and exclusive right, title, and interest for the United States in and to the invention, the application, and any patents which may be granted therefor, including any and all divisions, continuations, in whole or in part, substitutions, renewals, reissues, reexaminations, and extensions thereof, and all applications claiming priority therefrom; and Assignor authorizes and requests the Commissioner of Patents and Trademarks to issue all patents for the invention, or patents resulting therefrom, insofar as their interest is concerned, to Assignee; to have, hold, exercise, and enjoy, with all the rights, powers, privileges, and advantages in anywise arising therefrom or appertaining thereto, for and during the term or terms of any and all such patents when granted, for the use and benefit of said assignee, and said assignee's successors and assigns, in as ample and beneficial a manner as Assignor might or could have held and enjoyed the same, if this assignment had not been made.


Assignor further hereby assigns, sells and transfers, and has assigned, sold, and transferred to Assignee, its successors and assigns, the entire right, title and interest in all countries of the world, in and to the invention and in and to the application and all

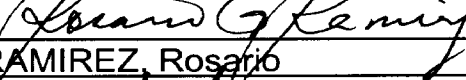
ASSIGNMENT  
OF APPLICATION FOR UNITED STATES LETTERS PATENT

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patents which may be granted therefor, and all national applications, regional applications, divisions, reissues, substitutions, continuations, in whole or in part, re-examinations, and extensions thereof, including the right to file applications and obtain patents for the invention in its own name, in all countries and including all rights of priority in all countries under the terms of any applicable international convention, insofar as its interest is concerned; and the Assignor hereby authorizes and requests the applicable patent office in each country of the world to issue all patents for the invention, or patents resulting therefrom, insofar as its interest is concerned, to the Assignee, to have and to hold for the sole and exclusive use and benefit of the Assignee, its successors and assigns, to the full end of the term or terms for which any and all of such patents for the invention may issue, to the same extent as the Assignor would hold and enjoy if this Assignment had not been made.

The Assignor further agrees to execute any and all patent applications, assignments, affidavits, and any other papers in connection therewith necessary to perfect such patent rights, and also agrees, at the request of the Assignee, to testify in any legal proceedings, sign all lawful papers, make all lawful oaths, and generally do everything possible to aid said Assignee, its successors and assigns, to obtain, maintain and enforce proper patent protection for said invention.

Signature:   
Name: ROTH, Jerry  
Date: 11/18/03

Signature:   
Name: RAMIREZ, Rosario  
Date: 11/18/03

Gray Cary Ware & Freidenrich LLP