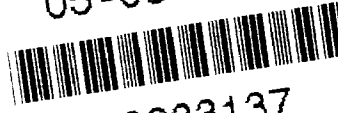


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Bucket No. VX062735 PCT

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1. Name of conveying party(ies):

- (1) Hitoshi MATSUMOTO
- (2) Yuko NAKAMURA
- (3) Megumi YAMAGISHI
- (4) Kyoto ITO

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

2. Name and address of receiving party(ies)

Name: **Meiji Seika Kaisha Ltd.**
 Address: 4-16, Kyobashi 2-chome, Chou-ku, Tokyo
 104-8002 Japan

3. Nature of conveyance:

- Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date(s): (1)(2)(4): 2/20/06 (3) 2/21/06

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: (1)(2)(4) 2/ 20/ 06
 (3) 2/ 21/ 06

A. Patent Application No.(s)

B. Patent No.(s)

Additional numbers attached? Yes No

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

Name: **R. Eugene Varndell, Jr.**
 Internal Address: _____
 Street Address: **Posz Law Group, PLC**
12040 South Lakes Drive, Suite 101
 City: **Reston** State: **VA** Zip: **20191**

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 3.41). \$ **40**

- Enclosed
 Authorized to be charged to deposit account

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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.

R. Eugene Varndell, Jr. (Reg. No. 29,728) *R. Eugene Varndell* **April 25, 2006**
 Name of Person Signing Signature Date

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

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05/03/2006 GFREY1 00000142 10577135

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Attorney's Docket No.: VX062735 PCT**Assignment of Application**

WHEREAS, I (WE) _____

Hitoshi MATSUMOTO, Yuko NAKAMURA, Megumi YAMAGISHI and Kyoko ITO of
all c/o Health & Bioscience Laboratories, Meiji Seika Kaisha, Ltd., 5-3-1, Chiyoda,
Sakado-shi, Saitama 350-0289 Japan

_____, respectively,

have invented certain new and useful improvements in: _____

Tyrosinase activity inhibitor and ameliorant for facial blood flow

for which an application for Letters Patent was executed on _____

(Application No. _____, filed _____), and

WHEREAS, MEIJI SEIKA KAISHA, LTD.

(hereinafter referred to as "ASSIGNEE") having a place of business at: _____

4-16, Kyobashi 2-chome, Chuo-ku, Tokyo 104-8002 Japan

is desirous of acquiring the entire right, title and interest in and to said invention and in and to any Letters Patent that may be granted therefore in the United States and its territorial possessions and in any and all foreign countries;

NOW, THEREFORE, in consideration of the sum of FIVE DOLLARS (\$5.00), the receipt whereof is hereby acknowledged, and for other good and valuable consideration, I (WE), by these presents do sell, assign and transfer unto said ASSIGNEE, the full and exclusive right to the said invention in the United States and its territorial possessions and in all foreign countries and the entire right, title and interest in and to any and all Letters Patent which may be granted therefor in the United States and its territorial possessions and in any and all foreign countries and in and to any and all divisions, reissues, continuations, substitutions and renewals thereof.

I (WE) hereby authorize and request the Patent Office Officials in the United States and its territorial possessions and any official of any and all foreign countries to issue any and all of said Letters Patent, when granted, to said ASSIGNEE as the assignee of my (our) entire right, title and interest in and to the same, for the sole use and behoof of said ASSIGNEE, its (his) successors and assigns, to the full end of the term for which said Letters Patent may be granted, as fully and entirely as the same would have been held by me (us) had this Assignment and sale not been made.

Further, I (WE) agree that I (WE) will communicate to said ASSIGNEE or its legal representatives and assigns covenant and any facts known to me (us) respecting said invention, and testify in any legal proceeding, sign all lawful papers, execute all divisional, continuation, substitute, renewal and reissue applications, execute all necessary assignment papers to cause any and all of said Letter Patent to be issued to said ASSIGNEE, make all rightful oaths, and, generally do everything possible to aid said ASSIGNEE, its (his) successors and assigns, to obtain and enforce proper protection for said invention in the United States and its territorial possessions and in any and all foreign countries.

The undersigned hereby grant(s) the firm of POSZ LAW GROUP, PLC of 12040 South Lakes Drive, Suite 101, Reston, Virginia 20191 U.S.A. the power to insert on this assignment any further identification, including the application number and filing date, which may be necessary or desirable in order to comply with the rules of the United States Patent and Trademark Office for recordation of this document.

Date: 20.2.2006

Hitoshi
(Signature of inventor) Hitoshi MATSUMOTO

Date: 20.2.2006

Yuko Nakamura
(Signature of inventor) Yuko NAKAMURA

Date: 21.2.2006

Megumi Yamagishi
(Signature of inventor) Megumi YAMAGISHI

Date: 20.2.2006

Kyoko Ito
(Signature of inventor) Kyoko ITO