

01-26-1999



100950431

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

MRO
12/29/98

TO The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

New

Resubmission (Non-Recordation)
Document ID # _____

Correction of PTO Error
Reel # _____ Frame # _____

Corrective Document
Reel # _____ Frame # _____

Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment

Merger
Effective Date
Month Day Year
12 23 98

Change of Name

Other _____

Conveying Party

Mark if additional names of conveying parties attached

Name Coty US Inc. Execution Date
Month Day Year
12 23 98

Formerly _____

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization Delaware

Receiving Party

Mark if additional names of receiving parties attached

Name Coty Cosmetics Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 237 Park Avenue

Address (line 2) 19th Floor

Address (line 3) New York New York 10017
City State/Country Zip Code

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization Delaware

01/04/1999 SSMITH 00000019 2193508

01 FC:481 40.00 DP
02 FC:482 9625.00 DP

Rep'n. Ref: 01/04/1999 SSMITH 00000019 2193508
DOB: 150630
FC: 704

01/04/1999 SSMITH 00000020 2193508
01 FC:481
02 FC:482

01/04/1999 SSMITH 00000019 2193508
01 FC:481
02 FC:482

01/04/1999 SSMITH 00000019 2193508
01 FC:481
02 FC:482

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20501

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name _____

Address (line 1) _____

Address (line 2) _____

Address (line 3) _____

Address (line 4) _____

Correspondent Name and Address

Area Code and Telephone Number (212) 826-5000

Name Manjari M. Datta, Esq.

Address (line 1) Oppenheimer Wolff & Donnelly LLP

Address (line 2) 153 East 53rd Street

Address (line 3) 26th Floor

Address (line 4) New York, NY 10022

Pages

Enter the total number of pages of the attached conveyance document including any attachments. # 9

Trademark Application Number(s) or Registration Number(s)

Mark of additional numbers attached

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

Trademark Application Number(s)			Registration Number(s)		
			2193508	2170392	2177522
			2162885	2146046	2160986
			2170266	2103245	2141566

Number of Properties

Enter the total number of properties involved. # 385

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$ 9,965.

Method of Payment: Enclosed Deposit Account

Deposit Account

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

Deposit Account Number: # 15-0630

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Manjari M. Datta

Name of Person Signing

Manjari M. Datta

Signature

12/23/98

Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

FORM PTO-1618C
Expires 08/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other

Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached (Designation must be a separate document from the Assignment.)

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

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

Trademark Application Number(s)

Registration Number(s)

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SCHEDULE A

ICI	1973898
! EX'CLA-MA'TION	1874471
LIP DOCTOR	1901111
VANILLA FIELDS	1891577
LONGING	1964395
TRULY LACE	1791210
TRULY LACE	1749192
CHRONOLOGIX	1767857
LONG'N HEALTHY	1761943
ALL-IN-ONE	1742627
L'EFFLEUR	1709094
EMERAUDE	1652856
PREFERRED STOCK	1681579
TRIBE	1599140
STOP IT!	1595969
OPTICAL ILLUSION	1590435
SOFTWEAR	1588470
EX'CLA-MA'TION	1569116
MAKE A STATEMENT WITHOUT...	1570566
!EXCLAMATION	1525131
SAND&SABLE	1474696
COTY CORRECTIVES	1439746
IRON	1480349
WILD MUSK	1418041
AMALITSA	1358771
POWDERESSENCE	1460516
SHEER'N CLEAR	1351114
AMANTE	1291690
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BREAKING RULES	1304599
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L'AIMANT MAGNET	1256545
SHAPE'N SHADOW	1273155
BEAUTY RENEWAL	1280378
3 WAYS TO BLUSH	1271240
THE REAL AMERICAN COLOGNE	1229158
SHEER TO STAY	1232451
EYE QUASION	1224786
ON GLOWING BLUSH	1250119
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TRICOLORE	1224767
ALWAYS MAGNIFICENT NEVER	1173828
SAND&SABLE	1191969
TAKE-COVER	1135435
SMITTEN	1140166
L'OR	1122139
POTS AND PANS	1097859
SATURDAY	1097139
COSMEDICS	1097134
COTY	1099176
HOME RUN	1091630
MARK OF A MAN	1091629
AIRSPUN	1063684
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OMNIA DOMAT VIRTUS COTY PARIS	180226
MAQUILLAGE	434396
MERCI BEAUCOUP	420273
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HALLELUJAH	419196
IRIDISCENT	420714
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DESIGN ONLY	407469
SLEIGH BELLS	395335
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ROUGE L'AIMANT	373997
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ORIGAN	199776
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AMARANTE	182811
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L'EFFLEUR DE COTY	180660
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COTY	180654
EMERAUDE DE COTY	181498
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BURST INTO FLAME	820131
SPOTLIGHT ORANGE	820128
COTY 24	617283
CHYPRE	503950
COQUILLAGE	434398
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MUGUET DES BOIS	395902
WISHBONE	394977
TELLTALE	394380
SHAPELIP	394379
COTYTAN	259706
L'AIMANT	241384
EAU DE COTY	146719
AMBREINE	146717
STYX	146981
AMBRE ANTIQUE	146980
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LA ROSE JACQUEMINOT	146975
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UN-CIRCLE	879629
LIQUID LID	879628
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UNEXPECTED	869109
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COME CLOSER HONEY	821379
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LOOSPREST	690358
FAS	671029
COTY	517954
COTY	503951
LE CLOU	422024
CLDP	423780
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SPIRITUELLE	420131
LUMEN	420130
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BODY-WINE	377650
CHARM CENTER	376957
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COMPLICE	367294
PAVIE	208061
L'ORIGAN	184091
L'EFFLEURT	146978
ORIGINALS DE COTY	860677
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MASUMI	851594

SCHEDULE A

HITARI	851593
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HONEY TO BURN	827407
1000-WATT ROSE	827406
BADINAGE	820042
WET APRICOT	820127
GO NATIVE	820122
BLUSH ACCENT	800497
IMPREVU	801480
COTE D'OR	786925
SHEER BEAUTY	694677
SILKSTICK	973570
RAWHIDE	844729
FROSTED VELVET	836063
NEW WOMAN	830755
NEW WOMAN	833068
"2001"	833792
CREMESTICK	835245
BLUSH FIRE	823743
LITTLE MISS COTY	705057
VIBRANT	708831
POLYSILK	657870
POLYSIL	657869
FAIRY PRINCESS	713278
SET AND NET	657866
PREFERRED STOCK	629693
PULSATION	402983
TEINDOR	401613
CASSONADE	401612
CASSIS	401611
SOPHISTICATE	401801
NUANCE	389035
COXCCMB	384826
POTONIQUE	250742
RALLET	240342
DESIGN ONLY	172878
LE VERTIGE	146976
ASPEN	1993659
ASPEN	1610973
ASPEN	1461561
ASPEN FOR WOMEN	2088865
CALIENTE	1798464
JOVAN	1779675
JOVAN	1104594
JOVAN	1096398
JOVAN	1094866
JOVAN	1095556
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SCHEDULE A

WHAT IS SEXY?	1873536
JOVAN MUSK 2	1874984
ASPEN PERFECT CONDITIONS	1899531
JUNGLE GARDENIA	1994284
ANYTHING IS POSSIBLE IF YOU DARE	1588468
JOVAN MUSK ACTIVES	1583239
DARE	1498248
ANDRON	1457899
WHISPER OF MUSK	1367271
ORIENTAL LOTUS	1357528
QUINTESSENCE	1329184
GAMBLER	1338664
GLACIER	1334996
MAN	1138931
WOMAN	1189687
WOMAN	1138932
TOUCHE	1384891
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SEX APPEAL	1114776
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EAU FRESH	1105859
FLASH-DRY	1133921
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GRASS	948347
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DESIGN MARKS	1103266

SCHEDULE B

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JOVAN GIRL	75497009
JOVAN ACTIVES	75449568
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ASPEN SENSES	75313284
ASPEN WHITE HEAT	75313288
ASPEN RESORTWEAR	75313283
UNCHARTED ASPEN	75313282
PARADOXX	75313281
RESORTWEAR	75313280
PARALLEL	75313279
ASPEN SKIES	75228265
ASPEN SENSATION	75223988
ASPEN BRILLIANCE	75077445
ASPEN EAU FRESH	75060220
ASPEN SKY	75053124
JOVAN FRESH MUSK	75036898
GOODFLOWERS	75578044
PULSE	75578032
THE KIDS GARDEN	75576906
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DESIGN ONLY	75571702
MINTHERAPY REVITALIZING	75567334
MINTHERAPY VITALIZING	75567333
LANCASTER SKIN RADIANCE	75560383
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SERIOUS	75172949
SERIOUS FRAGRANCE	75223979
THE FRESH ORGANIC POWER	75249901
PEEK A BOO	75286700
CONNOISSEUR	75286705
AQUA SPA	75286706
MISCHIEF	75291278
IRRESISTIBLE	75291279
AFFICIONADA	75291282
CHINOISE	75302899
RAW VANILLA FOR MEN	75335748
HANDTHERAPY	75384364
APRIL FIELDS	75392896
PURE PETAL MUSK	75420250
COLD COMFORTHERAPY	75428149
EX'CLA-MATION I	75468771
IMPERFECT	75498647
SQUEAKY	75505087
GINGERLILY THERAPY	75517392
G GIRL	75530609
	75527101
AR ZONA	75535821
LOOPIE	75541723

71%

SCHEDULE B

JELLIES	75541724
G GIRL	75542389
DEF FLOWER	75541704
LIKE SPORTS DRINKS FOR...	75550320
TANGERINETHERPHY	75550577
JASMINETHERAPHY	75550578
MINTHERAPHY	75550579
GREEN TEATHERAPHY	75550580
LAVENDERTHERAPHY	75550581
GINGERLILY THERAPHY	75550597
AMERICAN LEGACY	75004343
THREE KISSES	75011342
MOON PETALS	75015881
ENTRE NOUS	75018550
THREE KISSES	75024742
L'ENTRAINEMENT	75050222
MAVERICK	75053427
EVENING PRIMROSE	75074532
SHEER WHIMSY	75099738
BECAUSE	75114488
AROMASPA	75144168
CEREMONY	75149392
AVATAR	75149398
AVATAR	75977643
SERENDIPITY	75187420
VANILLA FIELDS WINTER...	75213201
A-ROUSE	75223980
A-REST	75223981
PRET-A-PORTER COTY	75223983
DESERT FLOWER	75223985
A-THERAPHY	75223986
COTY MYTH	75228261
LOVE STORY	75228263
CITY LIFE	75243427
LIQUID MUSIC	75243428
YOU CAN'T SEE IT. BUT...	75248061
FRONTIERS	75266176
LES MUSES	75270529
STAR PETALS	75286701
ICE DANCE	75286702
SPA SERIES	75286703
SPAAH!	75286704
THE SPA PRINCIPLE	75286707
THE HEALING GARDEN...	75291280
PRIVATE SANCTUARY	75291281
PUZZLE	75313285
EXCLAMATION NOIR	75313286
TAKE CARE OF YOURSELF	75317729
CASABLANCA	75318508

SCHEDULE B

WATER DANCE	75321779
STEP INTO THE SPOTLIGHT	75324694
I DO	75333101
DARK VANILLA	75335747
IN THE RAIN	75369577
MINTHERAPHY	75369578
CAROUSEL	75360812
GROOMINGS BY AVATAR	75375863
GATHER ROUND THE FIRE	75401370
IT'S NICE	75401428
SO NICE	75401661
MOONLIT EVENING	75388229
TROPICAL SPRINGS	75412312
TROPICAL SPRINGS	75412386
SUNLIT FALLS	75412811
SUNLIT FALLS	75412818
VANILLA FIELDS SUMMER...	75463825
OPEN ROAD	74700385
SILVER LAKE	74700384
RAW VANILLA	74695314
CONNECTIONS	74680492
INDIGO	74675360
STATEMENTS BY EXCLAMATION	74668503
AMBRE ANTIQUE	74662612
LOVE STORY	74636641
DESIGN ONLY	75559788

ASSIGNMENT

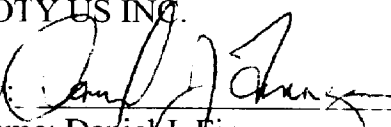
WHEREAS, Coty US Inc. ("Assignor"), a corporation organized and existing under the laws of Delaware, with its principal place of business at 237 Park Avenue, New York, New York 10017, U.S.A., owns the trademarks listed in the attached Schedule A and the registrations thereof in the United States Patent and Trademark Office, which registrations are listed in Schedule A hereto, and has filed applications in the United States Patent and Trademark Office to register trademarks, which trademarks and applications for said trademarks are listed in the attached Schedule B; and

WHEREAS, Coty Cosmetics Inc. ("Assignee"), a corporation organized and existing under the laws of Delaware, having its principal place of business at 237 Park Avenue, New York, New York 10017, U.S.A., is desirous of acquiring from Assignor all of the trademarks and registrations listed in Schedule A hereto and trademarks and applications listed in Schedule B hereto;

NOW, THEREFORE, in consideration of the good and valuable consideration received from Assignee, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign unto Assignee all rights, title and interest in and to the trademarks listed in Schedule A, together with the goodwill of the business symbolized by each of said trademarks; all of the registrations of trademarks, listed in Schedule A hereto; all of the trademarks listed in Schedule B, together with the goodwill of the business symbolized by each of said trademarks; all of the applications to register trademarks, listed in Schedule B hereto; and any and all past, present and future claims, demands, and causes of action based on any of the aforesaid trademarks

The Commissioner of Patents and Trademarks is respectfully requested to issue the certificates of registration to Coty Cosmetics Inc.

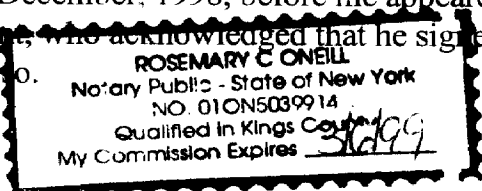
COTY US INC.

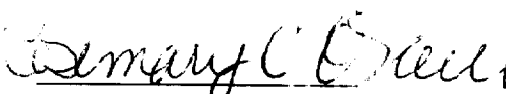
By: 
Name: Daniel J. Finnegan
Title: Vice President - Finance

Dated: December 23, 1998

STATE OF NEW YORK)
COUNTY OF NEW YORK)

On this 23rd day of December, 1998, before me appeared Daniel J. Finnegan, the person who signed this instrument, who acknowledged that he signed it as a free act on behalf of Coty US Inc. with authority to do so.




Notary Public

TRADEMARK