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

101603132

1-24-01

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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
Effective Date
Month Day Year
- Merger
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
11/21/00

Name

Formerly

2415111

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AK/A/T/A

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 Assignment.)

02/01/2001 DBYRNE 00000174 2415111

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40.00 BP

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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. 20231

TRADEMARK
REEL: 002228 FRAME: 0909

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

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

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

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)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2415111"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

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: #

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.

Dennis H. Cavanaugh  1/22/01

Name of Person Signing Signature Date Signed

TRADEMARK ASSIGNMENT

FOR GOOD AND VALUABLE CONSIDERATION, the receipt and sufficiency of which is hereby acknowledged, the undersigned, BNG ENTERPRISES, INC., an Arizona corporation (referred to herein as "Assignor"), does hereby transfer and assign to DESIGNER SKIN L.L.C., an Arizona limited liability company (referred to herein as "Assignee"), and its successors and assigns, all right, title and interest in and to the trademark "DESIGNER SKIN" ("the Trademark") throughout the world, together with the goodwill of the business associated therewith, and together with all trademarks, service marks, logos, rights, rights of action, powers, and benefits accrued thereto, including the right to sue for and collect damages for past, present and future infringements. This assignment includes all right, title and interest in and to any federal, state or foreign registrations of, or applications to register, the Trademark, as well as any and all common law rights in the Trademark.

AND, for the consideration aforesaid, Assignor, for itself and its successors and assigns, covenants and agrees with Assignee that Assignor, and its successors and assigns, will provide Assignee, upon request, with all pertinent facts and documents, relating to the Trademark and any registrations thereof, and will do, execute and deliver to Assignee all such further acts, transfers, assignments, documents and assurances reasonably required for the better assigning, transferring, conveying and delivering of the Trademark to Assignee and to allow Assignee to apply for, obtain, maintain, issue and enforce registrations of and rights in the Trademark.

IN WITNESS WHEREOF, the Assignor have executed this instrument on the date set forth below.

BNG ENTERPRISES, INC.

By: 

Name: Russell Grossman

Title: Vice President

Date: 11/21/00

5.2/DESIGNER SKIN Assignment