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04-11-2002

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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office



Tab settings

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To the Honorable Commissioner of Patents and Trademarks, Office of Public Records, ed original documents or copy thereof.

1. Name of conveying party(ies):
Walden-Hays, Inc
2002 MAR 21 PM 2:21
FINANCE SECTION

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State *New York*
- Other

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

3. Nature of conveyance: *3-21-02*

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

Execution Date: *March 7, 2002*

2. Name and address of receiving party(ies)
Name: *Chesebrough-Pond's Inc*

Internal Address:
Street Address: *501 Silverside Road*
City: *Wilmington* State: *DE* ZIP: *19809*

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State *Delaware*
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,238,434

Additional numbers attached? Yes No

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

Name: *Louisa De Keen*

Internal Address: *Prilover APC*

Street Address: *33 Benedict Place*

City: *Greenwich* State: *CT* ZIP: *06830*

6. Total number of applications and registrations involved: 1

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

21-0043

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

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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.

Louisa De Keen
Name of Person Signing

Louisa De Keen
Signature

3/21/02
Date

Total number of pages including cover sheet, attachments, and document: 2

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 002480 FRAME: 0077

ASSIGNMENT

WHEREAS, Walden-Hays, Inc., a New York corporation, located and doing business at P.O. Box 1071, Cooper Station, New York, New York 10276-1071 ("Assignor"), is the owner of the following trademark now registered in International Classes 3 and 5:

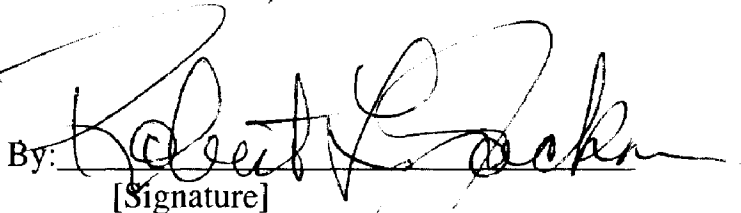
<u>TRADEMARK</u>	<u>REG. NO.</u>	<u>DATE OF REGISTRATION</u>
TOTAL CARE	2,238,434	April 13, 1999

WHEREAS, Chesebrough-Pond's Inc., a Delaware corporation with an address at 501 Silverside Road, Wilmington, Delaware 19809 ("Assignee"), is desirous of acquiring said registered trademark and all associated goodwill in said trademark; and

WHEREAS, to the best of Assignor's knowledge no proceedings to cancel the registration are pending and no other party makes a claim of ownership to this trademark, or the registration therefor;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, effective as of March 7, 2002, Assignor hereby assigns to Assignee all right, title and interest in and to said trademark and the above-named registration therefor, together with the goodwill of the business symbolized by said trademark.

WALDEN-HAYS, INC.

By: 
[Signature]

Name: ROBERT L. JACKSON

Title: PRESIDENT

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