

Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)
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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):

SmithKline Beecham Corporation

- Individual(s)
- General Partnership
- Corporation-State
- Other _____
- Association
- Limited Partnership

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

3. Nature of conveyance:

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

Execution Date: 3/30/2005 04/13/2005 at Reel/
Frame 00314970867

2. Name and address of receiving party(ies)

Name: The Mentholatum Company

Internal

Address: _____

Street Address: 707 Sterling Drive

City: Orchard Park State: NY Zip: 14127

- 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 registration number(s):

A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) 2,582,225

Additional number(s) attached Yes No

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

Name: Richard A. Sharpe

Internal Address: _____

Street Address: 1801 East Ninth Street

Suite 1200

City: Cleveland State: OH Zip: 44114-1308

6. Total number of applications and registrations involved: _____

1

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

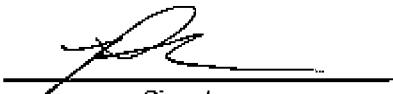
16-0820

DO NOT USE THIS SPACE

9. Signature.

Richard A. Sharpe

Name of Person Signing



Signature

9/26/2005

Date

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

9

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

CH \$40.00 160820 2582225

04-18-2005

4/13/05

IN THE UNITED STATES



102983247

TRADEMARK
ADEMARK OFFICE



Pearne & Gordon LLP.
Suite 1200, 1801 East 9th Street
Cleveland, Ohio 44114
Telephone: (216) 579-1700
Docket No.: MENT.H9407

Mail Stop Assignment Recordation Services
Commissioner of Patents
PO Box 1450
Alexandria, VA 22313-1450

Dear Sir:

Please record the attached original document(s) or copy thereof as follows:

Conveying Party: SMITHKLINE BEECHAM CORPORATION
Address: One Franklin Plaza, 200 North 16th Street
Philadelphia, PA 19102

Receiving Party: THE MENTHOLATUM COMPANY, a Delaware corp.
707 Sterling Drive
Orchard Park, NY 14127

Nature of Conveyance: Assignment

Date of Execution: March 30, 2005, by virtue of Asset Purchase Agreement
dated December 10, 2004.

Please record against:
Registration No(s): 1,869,207, 1,141,969, 2,291,853, 1,314,264, 1,873,555
2,480,829, 2,874,732, 2,874,733, 2,919,983, 1,563,000
2,919,984, 1,277,626, 2,685,219, 2,582,222, 2,538,646

2,582,222, 2,538,646

Application No(s): 78/271,724, 78/119,740, 78/283,264, 78/173,455

No. of Trademark(s): 15

No. of Application(s): 4

A check in the amount of \$ 475.00 for the recordal fees is enclosed. Please charge any additional fees, or credit any overpayment, to deposit account 16-0820.

To my best knowledge and belief, the foregoing information is true and correct. Please correspond with Pearne & Gordon LLP at the above address.

04/15/2005 EDDPBR 00000279 1869207

01 FC:8521
02 FC:8522

15.00 DA

(40.00 BP
435.00 BP)

April 11, 2005
Date

Respectfully submitted,

Richard A. Sharpe
Registration No. 34,722.

~~04/15/2005 EDDPBR 00000279 1869207~~

~~01 FC:8521~~

~~40.00 BP~~

TRADEMARK

REEL: 003203 FRAME: 0839

Trademark Assignment

THIS TRADEMARK ASSIGNMENT is made this 30 day of March, 2005 by SMITHKLINE BEECHAM CORPORATION, a corporation organized under the laws of the commonwealth of Pennsylvania and having a registered office at One Franklin Plaza, 200 North 16th Street, Philadelphia, PA 19102, USA (collectively, "Assignor").

WHEREAS, Assignor has entered into an Asset Purchase Agreement, dated December 10, 2004 (the "Agreement") between Assignor and THE MENTHOLATUM COMPANY ("Assignee"), a Delaware corporation, having an office and place of business at 707 Sterling Drive, Orchard Park, New York 14127 USA, pursuant to which Assignor has agreed to sell and Assignee has agreed to purchase certain OXY Intellectual Property and other assets (as defined therein); and

WHEREAS, pursuant to the Agreement, Assignee desires to acquire and Assignor desires to sell all of Assignor's right, title and interest in, to and under the trademarks, trademark registrations, and applications for trademark registration, foreign and domestic, listed on Schedule A attached hereto and the goodwill of the business associated with the same (collectively, "Trademarks").

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor has sold, assigned, transferred and set over, and does hereby sell, assign, transfer and set over to Assignee, its successors, legal representatives and assigns, all of Assignor's right, title and interest in and to the Trademarks together with the goodwill of the business associated with said Trademarks and any common law rights therein, and all registrations and applications for registration thereof (including, without limitation, all proceeds thereof and the rights to sue for past, present and future infringements), the same to be held and enjoyed by Assignee, for its own use and on behalf of its successors, legal representatives and assigns.

IN WITNESS WHEREOF, ASSIGNOR has caused this assignment to be executed by its duly authorized corporate officer and its seal to be affixed hereto this 30 day of March, 2005.

SMITHKLINE BEECHAM CORPORATION

By: 

Christopher S. Roti
Assistant Secretary

Commonwealth
 STATE OF Pennsylvania)
)ss:
 COUNTY OF Montgomery)

On this 30 day of March, 2005, before me personally appeared
Christopher Sidoti to me known to be the
Assistant Secretary of the corporation that executed this assignment and
 who acknowledged to me that such corporation executed this assignment pursuant to its by-laws
 or a resolution of its Board of Directors.

Seena L. Honer
 NOTARY PUBLIC
 My Commission Expires: _____

COMMONWEALTH OF PENNSYLVANIA
 Notarial Seal
 Seena L. Honer, Notary Public
 Upper Merion Twp., Montgomery County
 My Commission Expires Oct. 31, 2007
 Member, Pennsylvania Association Of Notaries

SCHEDULE A

Assignment Schedule by and between
SmithKline Beecham Corporation
and
The Mentholatum Company

U.S. TRADEMARK REGISTRATIONS	
OXY	1869207
OXY 10	1141969
OXY 10 BALANCE	2291853
OXY 10 WASH (STYLIZED)	1314264
OXY AND DEVICE	1873555
OXY BALANCE ON-THE-GO	2480829
OXY ANGELA DEVICE	2874732
OXY CHIP DEVICE	2874733
OXY DEVICE (in colour)(pink)(2003 version)	2919983
OXY NIGHT WATCH (STYLIZED)	1563000
OXY TORNADO DEVICE	2919984
SORBOXYL	1277626
THE OXYGENATOR	2685219
THINK OXY, THINK OXYGEN.	2582225
THINK OXY, THINK OXYGEN, GET IT?	2538646
U.S. TRADEMARK APPLICATIONS	
OXY BACTERIA DEVICE	78271724
OXY CONNECTION	78119740
OXYCUTE'EM	78283264
OXY PAD LIFTER	78173455