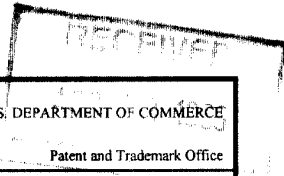


7-24-98 RE

MRD

07-30-1998



FORM PTO-1594
 1-31-92
 100780569
 U.S. DEPARTMENT OF COMMERCE
 Patent and Trademark Office

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

1. Name of conveying Party(ies):
 Shinobusogyo Inc.
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Japan
 Other _____
 Additional name(s) of conveying party(ies) attached? Yes No

2. Name and Address of receiving Party(ies):
 Name: Pola Kasei Kogyo Kabushiki Kaisha
 Internal Address: _____
 Street Address: No. 6-48 Yayoi-cho
 City: Shizuoka, Japan
 Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation Japan
 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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other Corrective Assignment of previous recordation at Reel 13617/Frames 270-275 to correct identification of trademark registration numbers.
 Execution Date: February 10, 1994

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
 B. Trademark Registration No.(s)
 No. 755,665 8/27/63
 No. 755,666 8/27/63

Additional sheet attached? Yes No

5. Name and address of party to whom correspondence concerning this matter should be mailed:
Jacobson, Price, Holman & Stern
 400 7th Street, N.W.
 Washington, DC 20004
 Tel. 202-638-6666
 Attorney Docket No. T-14175US1/T-14175US2

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41)..... \$ 65.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit Account No.: 06-1358
 (Attach duplicate copy of this page if paying by deposit account)

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.

Simor L. Moskowitz [Signature] April 10, 1998
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 7

JPH&S 341-8/92

05/01/1998 DCOATES 00000062 755665
 01 FC:481 40.00 OP
 02 FC:482 25.00 OP

TRADEMARK ASSIGNMENT

WHEREAS, Shinobusogyo Inc., a Japanese corporation, having an address at 23, 2-Ban, Mizuochi-cho, Shizuoka, Japan (hereinafter "Assignor"), adopted, acquired, is the sole and exclusive owner of all right, title, interest, and goodwill in and to the trademarks, and United States trademark registrations therefor, as identified on the attached Exhibit A (hereinafter "Trademarks");

WHEREAS, Pola Kasei Kogyo Kabushiki Kaisha, trading as Pola Chemical Industries Inc., a Japanese corporation, having an address at No. 6-48, Yayoi-cho, Shizuoka, Japan (hereinafter "Assignee"), wishes to acquire all right, title, and interest in and to the aforementioned Trademarks, and the goodwill of the business symbolized by the Trademarks; and

WHEREAS, the parties now wish to reduce the assignment of the Trademarks to writing in a form recordable in the United States Patent and Trademark Office.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, it is confirmed that effective February 10, 1994, Assignor hereby assigns, transfers and conveys unto Assignee all right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized by said Trademarks, and all foreign rights therein in all other countries, the same to be held and enjoyed by the Assignee for its own use and enjoyment, and for the use and enjoyment of its successors, assigns or other legal representatives, as fully and entirely as the same would have been

RECEIVED

MAR 1994 271

held and enjoyed by the Assignor if this Assignment and sale had not been made; together with all claims for damages by reason of past infringement of the Trademarks with the right to sue for and collect the same for Assignee's own use and behalf, and for the use and on behalf of its successors, assigns or other legal representatives.

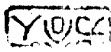
IN WITNESS WHEREOF, said Assignor has caused its name to be signed and its seal to be affixed, by its duly authorized officer, this 10th day of February, 1994.

SHINOBUSOGYO INC.

By: T. Suzuki
Printed Name: Tsuneshi Suzuki
Title: President

TRADEMARK

FILED 1994 FEB 10 272



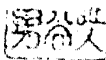
FILE # 135 FIVE 273

EXHIBIT "A"

TRADEMARK

<u>Mark</u>	<u>Registration No.</u>	<u>Date Issued</u>	<u>Goods</u>
POLA	755,665	08/27/63	Face powder; grease paint; liquid face paint; face, hand and after shaving lotion; vanishing cream; cold cream; cleansing cream; hand cream; shaving cream; cream to prevent sunburn; tanning cream; lip cream; foundation cream; rouge; lipstick; pomade; hair oil; hair cream; hair fixer; hair tonic; hair setting lotion; hair lacquer; color rinsing lotion; hair dye; liquid perfume; eau de cologne; perfume in solid, paste and powder form; eyeshadow; eyebrow paint; mascara; nail enamel; depilatory; talcum powder; baby oil, smelling salts, and bath salts
POLA (Stylized)	755,666	08/27/63	Face powder; grease paint; liquid face paint; face, hand and after shaving lotion; vanishing cream; cold cream; cleansing cream; hand cream; shaving cream; cream to prevent sunburn; tanning cream; lip cream; foundation cream; rouge; lipstick; pomade; hair oil; hair cream; hair fixer; hair tonic; hair setting lotion; hair lacquer; color rinsing lotion; hair dye; liquid perfume; eau de cologne; perfume in solid, paste and powder form; eyeshadow; eyebrow paint; mascara; nail enamel; depilatory; talcum powder; baby oil, smelling salts, and bath salts
POLA NEO BEAUTY	1,293,708	09/11/84	Cleansing cream, facial cleanser, cold cream, facial mask, toning lotion, emollient cream, skin freshener, moisture lotion, emollient cream around the eyes area, liquid foundation, pressed powder, eyebrow duo pencil, eye shadow, eyeliner duo pencil, mascara, lip color, lip gloss, face color

Registration No. 45 of 1994

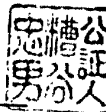


NOTARIAL CERTIFICATE

I, the undersigned, Notary Public do hereby certify that Akio Yatoh, agent of Tsuneshi Suzuki who is President of SHINCBUSCGYO INC, a corporation duly organized and existing under the laws of Japan located at 23, 2-Ban, Mizuochi-cho, Shizuoka, Japan and who has been authorized to sign the attached TRADEMARK ASSIGNMENT, has stated in my very presense that said Tsuneshi Suzuki acknowledges himself to have signed the attached TRADEMARK ASSIGNMENT and that his signature is true and genuine.

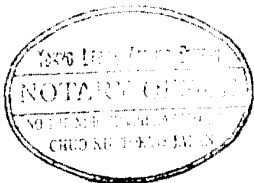
Dated: February 15, 1994

Tadao Kasuya



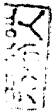
Tadao Kasuya
Notary

No.1-10, Nihombashi
Kabuto-cho, Chuo-ku,
Tokyo, Japan



TRADEMARK

REEL 136 FRAME 276



平成 6 年 登簿 第 65 号

認 証

嘱託人 有限会社忍総業 代表取締役 鈴木 常司

は、別添文書における署名が自己のものに相違ない旨、

代理人 矢頭 昭男 を通じ、本公証人に対し自認した。

よって、これを認証する。

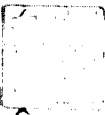
平成 6 年 6 月 15 日、本公証役場において

東京都中央区日本橋蛸町1番10号

東京法務局所属

公証人

糖谷 忠男
Tadano Kaunyo



76 81 88 84

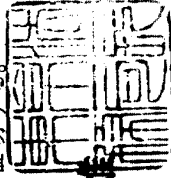
証 明

上記署名は、東京法務局所属公証人の署名に相違ないものであり、かつ、その押印は、真実のものであることを証明する。

平成 6 年 6 月 15 日

東京法務局長

荒木 友雄



CERTIFICATE

This is to certify that the signature affixed to the annexed Notarial Certificate has been provided by Notary, duly authorized by the Tokyo Legal Affairs Bureau and that the Official Seal appearing on the same is genuine.

Date FEB. 15. 1994

Tomoo ARAKI
Director of the Tokyo Legal Affairs Bureau

REEL 1765 FRAME 275

TRADEMARK

APOSTILLE

(Convention de La Haye du 5 octobre 1961)

1. Country: JAPAN

This public document

2. has been signed by Tomoo ARAKI

3. acting in the capacity of Director of the Tokyo Legal Affairs Bureau

4. bears the seal/stamp of

Certified

5. at Tokyo

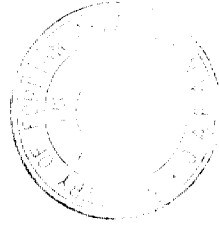
6. FEB. 15. 1994

7. by the Ministry of Foreign Affairs

8. 94 - N9 000673

9. Seal/stamp:

10. Signature:



F. Saito
(Mr.) Hiroaki SAITO

For the Minister for Foreign Affairs