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U.S. Patent & TMO/c/TM Mail Rpt Dt. #26

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**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

TO THE HONORABLE COMMISSIONER OF PATENTS AND TRADEMARKS

Please record the attached original documents or copy thereof.

1. Name of Conveying Party:

Matrix Essentials, Inc.
Delaware Corporation

2. Name and Address of Receiving Party:

L'Oreal USA Creative, Inc.
575 Fifth Avenue
New York, New York 10017
Delaware Corporation

3. Nature of Conveyance: Assignment
Execution Date: January 1, 2001

74612707

4. Trademark Application Nos.: See Attached

5. Trademark Registrations Nos.: See Attached

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

Lisa M. Gigliotti, Esq.
L'Oreal USA Creative, Inc.
575 Fifth Avenue
New York, New York, 10017

Total number of registrations/applications involved: 134

Total Fee (37 CFR § 3.41): \$ 3615.00 (Check Enclosed)

Additional fees authorized to be charged to deposit account #03-3348

Any overpayment authorized to be credited to deposit account #03-3348

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.

Dated: March 23, 2001

Lisa M. Gigliotti

04/24/2001 JJALLAH2 00000006 74612707

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02 FC:482

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Repln. Ref: 04/24/2001 JJALLAH2 0012392700
DAN:033348 Name/Number:74612707
FC: 704 \$250.00 CR

**TRADEMARK
REEL: 002273 FRAME: 0050**

TRADEMARKS

Exhibit A: Page 1

UNITED STATES TRADEMARKS

	Serial No.	Reg. No.
1. A DAY IN THE SUN	74-612,707	2,024,452
2. ACTIVE SOLUTIONS	74-457,472	1,912,206
3. ACTROL	73-696,143	1,492,843
4. ADANTE	73-789,575	1,575,942
5. AGE RECOVERY	75-069,888	2,139,549
6. ALPHAPLEX	75-351,274	2,169,746
7. ALPHATINE COMPLEX	73-544,927	1,383,884
8. ALPHATINE PLUS	73-377,868	1,274,060
9. ALTERNATE ACTION DEMINERALIZING TREATMENT	75-129,355	2,124,387
10. ALTERNATE ACTION	73-584,417	1,409,132
11. AMPLEXICAL ACTIVES	73-444,316	1,341,874
12. AMPLIFY	73-525,372	1,356,160
13. AMPLIFY	75-477,879	2,286,708
14. AROMASCIENCE	74-034,908	1,664,668
15. ATTITUDES	73-611,904	1,516,933
16. BIOLAGE SUN	74-612,999	1,994,163
17. BIOLAGE UV	74-612,950	1,974,728
18. BIOLAGE	76-146,557	
19. BIOLAGE	76-146,942	
20. CALM DOWN	74-395,400	1,846,106
21. CHROMAPLEX SYSTEM	73-590,808	1,415,518
22. CLEAR LITES	73-474,910	1,359,997
23. COLOR ADDITIONS	74-018,825	1,651,272
24. COLOR DISCOVERY COORDINATOR	74-436,447	1,854,636
25. COLORESERVE SYSTEM	74-228,501	1,766,505
26. COLORFACTS	74-336,665	1,839,818
27. COLORGRAPHICS	75-475,946	2,228,906
28. COLORSURE	74-342,207	1,785,132
29. DESIGN ONLY (Matrix Shield Design)	73-733,785	1,530,476
30. DESIGN ONLY (Biolage Design)	74-025,350	1,643,282
31. DESIGNING GLISSAGE	74-342,206	1,785,131
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33. DIRECT EFFECT	73-816,486	1,598,072
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35. ESSENTIAL COLOR THERAPY	74-603,554	1,965,226
36. ESSENTIAL THERAPY	73-660,453	1,470,350
37. EXACTA	73-584,445	1,409,133
38. EXOFUSION	73-442,641	1,341,873
39. EXOLANTE	74-316,125	1,805,057
40. EYESILKS	74-308,053	1,848,030
41. FACE THE SUN	74-612,711	2,003,625
42. FIRM DEFENSE	74-715,122	2,021,466
43. FIT FEET	74-395,385	1,848,040
44. FLUIDITY	74-272,467	1,798,460
45. GENTLE MOTION	73-622,062	1,444,737
46. GET GOING	74-395,386	1,848,938
47. GO SUNLESS	74-612,710	1,974,727
48. GREY'T NATURALS	74-581,303	1,981,666
49. HEAD FOR THE SUN	74-612,708	1,989,301
50. HOLD THAT TAN	75-027,216	2,045,123

TRADEMARKS

Exhibit A - Page 2

51.	HYBRID	75-089,941	2,120,461
52.	HYDRA-ACTIVE	73-621,975	1,444,736
53.	HYDRASILK	74-272,469	1,787,318
54.	HYDRO-ACTIVE	76-169,060	
55.	HYDRO-GLAZE	74-612,949	1,937,266
56.	INSTACOVER	74-272,466	1,787,317
57.	INSTACURE	73-414,151	1,302,345
58.	INTRASCAN PROTECTION SYSTEM	73-544,928	1,385,672
59.	INVENT/REINVENT	74-521,609	2,109,369
60.	LE BLEACH FROSTING & HIGHLIGHTING	74-349,540	1,833,078
61.	LET VERSATILITY & ARTISTRY BE YOUR...	75-675,927	2,419,997
62.	LIGHT EXPOSURE	75-197,834	2,192,696
63.	LOGICS IMPRINTS	74-671,675	2,041,253
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70.	MATRIX	73-733,807	1,539,973
71.	MATRIX	73-789,454	1,569,113
72.	MATRIX	75-475,522	2,226,310
73.	MINKING	73-547,101	1,431,557
74.	MODERATIONS	73-767,290	1,556,425
75.	MOISTURE-ACTIVE	74-240,494	1,790,916
76.	MOUSSETTE	73-442,639	1,330,423
77.	NAILOGICS	74-053,207	1,671,547
78.	NATURAL FINISH	75-125,451	2,111,407
79.	NEXT-OF-SKIN	74-395,399	1,848,939
80.	NOSTAIN	74-597,236	1,956,891
81.	NOURISSA	74-404,453	1,973,905
82.	OPTICURL	73-476,400	1,345,461
83.	PERFECTING CLAY COMPLEX	74-342,208	1,789,074
84.	PERM FRESH MOISTURE SUPPLY	74-380,032	1,848,038
85.	PERM FRESH	73-474,913	1,322,887
86.	PHOTOGARD 4	75-212,790	2,244,929
87.	POMOUSSE	74-531,068	1,961,021
88.	PRIZMS	73-558,336	1,389,635
89.	PROFORMA	73-551,428	1,450,260
90.	PROSIL	73-525,217	1,357,544
91.	SCIENCE IN SYNC WITH NATURE	74-018,093	1,651,161
92.	SEBO-CONTROL	74-176,905	1,783,182
93.	SENSITIVI-TEA	74-536,501	1,975,340
94.	SHINE FX	75-212,791	2,186,656
95.	SHINE RENEWAL	75-082,798	2,111,303
96.	SI-COMPLEX	73-792,591	1,610,342
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103.	SOME SUN	74-613,000	1,974,729
104.	SOWHITE & LITE	73-444,317	1,322,863

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123.	VAVOOM FINISH	74-499,306	1,962,337
124.	VAVOOM STRAIGHT TALK	75-344,059	2,391,876
125.	VAVOOM!	73-680,740	1,484,947
126.	VAVOOM!	74-338,518	1,782,350
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129.	VITAL NUTRIENTS	75-256,275	2,188,521
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EXHIBIT A

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134.	KERAPEEL	78-015,635	

ASSIGNMENT OF TRADEMARKS AND COPYRIGHTS

This ASSIGNMENT OF TRADEMARKS AND COPYRIGHTS (this "Assignment") is made and executed effective as of January 1, 2001 by Matrix Essentials, Inc., a Delaware corporation ("Assignor") and L'Oreal USA Creative, Inc. a Delaware corporation ("Assignee").

WHEREAS, Assignor is the owner of the trademarks, tradenames, trademark registrations and trademark applications listed on Exhibit A (collectively, the "Trademarks") and the copyrights, copyright applications and copyright registrations listed on Exhibit B (collectively, the "Copyrights") attached hereto and made a part hereof;

NOW THEREFORE, in consideration of the above premises and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereby agree as follows:

1. Transfer of Trademarks. Assignor hereby assigns to Assignee and its successors and assigns all of Assignor's right, title and interest in and to the Trademarks and all registrations thereof and applications therefor, together with all of the goodwill associated with, corresponding to, symbolized by and embodied in the Trademarks.

2. Transfer of Copyrights. Assignor hereby assigns to Assignee all of Assignor's right, title and interest in and to the copyrightable works listed on Exhibit B, including all rights comprising the Copyrights therein and all existing Copyright registrations and applications therefor for the full term of said Copyrights.

3. Recordation of Assignment. Assignor will cooperate with Assignee to record this Assignment with the appropriate governmental entities in all jurisdictions designated by Assignee, including without limitation, the United States Patent and Trademark Office.

IN WITNESS WHEREOF, Assignor has executed this Assignment effective as of the date first above written.

Matrix Essentials, Inc.

By: 

Name: John D. Sullivan

Title: Senior Vice President

Exhibit B
Copyrights

Any and all copyrightable works owned by Assignor that are used exclusively or predominantly in connection with the Trademarks listed on Exhibit A.

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Document 7(a)

RECORDED: 03/23/2001

TRADEMARK
REEL: 002273 FRAME: 0059