

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Illuminations.com, Inc.		05/01/2004	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Candle Acquisition Co.
Street Address:	1736 Corporate Circle
City:	Petaluma
State/Country:	CALIFORNIA
Postal Code:	94954
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 18

Property Type	Number	Word Mark
Registration Number:	2566662	1-800-CANDLES
Registration Number:	2709323	BEESWAX HARVEST
Registration Number:	2428929	THE CANDLE PANTRY
Registration Number:	2485424	GODDESS RITUAL CANDLES
Registration Number:	2165202	ILLUMINATIONS
Registration Number:	2595081	LIVING BY CANDLELIGHT
Registration Number:	2216858	LIVING BY CANDLELIGHT
Registration Number:	2693635	MONET'S GARDEN
Registration Number:	2416560	NATURE SCAPE
Registration Number:	2462607	ONE LIGHT
Registration Number:	2468384	rites of passage
Registration Number:	2334873	RITUALS LIGHT FOR THE SOUL
Registration Number:	2400445	SACRED SPACE
Registration Number:	2400913	SACRED SPACE
Registration Number:	2517682	A YEAR OF CANDLELIGHT

CH \$465.00 2566662

Serial Number:	78117047	COOL RAIN
Serial Number:	78296412	ILLUMINATIONS
Registration Number:	2461938	LIVING BY CANDLELIGHT

CORRESPONDENCE DATA

Fax Number: (415)659-7300
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 415-659-7000
Email: tmdocket@piperrudnick.com
Correspondent Name: Piper Rudnick LLP
Address Line 1: 333 Market Street, Suite 3200
Address Line 4: San Francisco, CALIFORNIA 94105-2150

ATTORNEY DOCKET NUMBER:	312339-4
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NAME OF SUBMITTER:	Mary Kathryn Lee
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Total Attachments: 2
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TRADEMARK ASSIGNMENT AGREEMENT

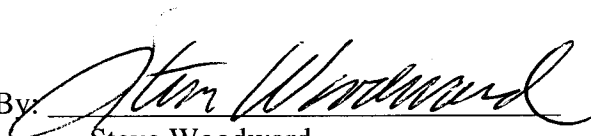
WHEREAS, Illuminations.com, Inc., a corporation organized and existing under the laws of the State of Delaware, United States of America, having a principal place of business at 1736 Corporate Circle, Petaluma, California 94954 (hereinafter "Assignor") has adopted, used and is using the list of trademarks and the corresponding trademark applications and registrations as set forth in Attachment A (hereinafter, the "Trademark Portfolio");

WHEREAS, Candle Acquisition Co., a corporation organized and existing under the laws of the State of Delaware, United States of America, having a principal place of business at 1736 Corporate Circle, Petaluma, California 94954 (hereinafter "Assignee") is desirous of acquiring said Trademark Portfolio;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby transfers and assigns to Assignee all of Assignor's right, title and interest in and to said Trademark Portfolio, along with the goodwill associated therewith and symbolized thereby, effective May 1, 2004.

IN WITNESS WHEREOF, Assignor has caused this document to be executed by its authorized officer on the date indicated below.

Illuminations.com, Inc.

By: 

Steve Woodward
President and
Chief Executive Officer

Date: May 1, 2004

ATTACHMENT A

<u>MARK</u>	<u>COUNTRY</u>	<u>APPLICATION NO.</u>	<u>REGISTRATION NO.</u>
COOL RAIN	United States	78/117047	N/A
ILLUMINATIONS	United States	78/296412	N/A
1-800-CANDLES	United States		2566662
BEEWAX HARVEST	United States		2709323
THE CANDLE PANTRY	United States		2428929
GODDESS RITUAL CANDLES	United States		2485424
ILLUMINATIONS and Design	United States		2165202
LIVING BY CANDLELIGHT	United States		2595081
LIVING BY CANDLELIGHT	United States		2216858
LIVING BY CANDLELIGHT	United States		2461938
MONET'S GARDEN	United States		2693635
NATURE SCAPE	United States		2416560
ONE LIGHT	United States		2462607
RITEs OF PASSAGE	United States		2468384
RITUALS LIGHT FOR THE SOUL	United States		2334873
SACRED SPACE	United States		2400445
SACRED SPACE	United States		2400913
A YEAR OF CANDLELIGHT	United States		2517682
ILLUMINATIONS and Design	Japan		4397159
LIVING BY CANDLELIGHT	Japan		4397160
RITUALS LIGHT FOR THE SOUL	Japan		4467814
SACRED SPACE	Japan		4346679
A YEAR OF CANDLELIGHT	Japan		4369936
ILLUMINATIONS and Design	United Kingdom		2256128