

FORM PTO-1594

(Rev. 10/02)

OMB No. 0651-0027 (exp. 6/30/2005)

M&G 10814 391US02/931US02/99US01/100US01/110US01/114US01/135US02/136US02/137US02/139US01/140US01/141US01

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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

1. Name of conveying party(ies):
Minnetonka Brands, Inc.

Individuals Association
 General Partnership Limited Partnership
 Corporation-State of Minnesota
 Other: _____

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

2. Name and address of receiving party(ies):
The Village Company, LLC
134 West Columbia Court
Suite 100
Chaska, Minnesota 55318

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other: _____

Execution Date: November 30, 2004

Individual(s) citizenship Association
 General Partnership Limited Partnership
 Corporation-State of
 Other: Minnesota Limited Liability Company

If assignee is not domiciled in the United States, a domestic representative designation is attached
 Yes No
(Designations must be separate document from Assignment)

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

4. Application number(s) or trademark number(s).

A. Trademark Application No (s)/ Mark(s) B. Trademark Reg. No.(s)/Mark(s)

See attachment See Attachment

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: **Sandra Epp Ryan**
Address: **MERCHANT & GOULD P.C.**
P O Box 2910
Minneapolis, MN 55402-0910

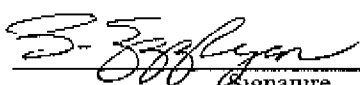
6. Total number of applications and trademarks involved: **12**

7. Total fee (37 CFR 3.41): \$315.00
 Enclosed
 Authorized to be charged to deposit account

8. Please charge any additional fees or credit any overpayments to our Deposit account number: **13-2725**

DO NOT USE THIS SPACE

9. Signature.

Sandra Epp Ryan  **12/06/04**
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: **4**

Do not detach this portion
Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Director of the United States Patent and Trademark Office
Washington, D.C. 20231

CH \$315.00 132726 76219080

Serial No.

Mark

76/219080
78/177950

FOAMY FRIENDS & Design
THE VILLAGE COMPANY

Registration No.

Mark

2260851
2780055
1085243
1264635
1864137
2280121
2714537
2730532
2716521
2847466

VILLAGE
FOAMY FRIENDS
VILLAGE
VILLAGE NATURAL & Design
VILLAGE NATURALS
WATTLES THE DUCK
MOZEY
WATTLES
HOPPER
VILLAGE NATURALS SPA

TRADEMARK ASSIGNMENT

WHEREAS, Minnetonka Brands, Inc., a Minnesota corporation having a principal place of business at 134 West Columbia Court, Ste. 100, Chaska, Minnesota 55318 (hereinafter "Assignor"), is the owner of the trademarks and corresponding registrations and applications identified in Schedule A, attached hereto and incorporated herein by reference;

WHEREAS, The Village Company, LLC, a Minnesota limited liability company, having a principal place of business at 134 West Columbia Court, Ste. 100, Chaska, Minnesota 55318 (hereinafter "Assignee") is desirous of acquiring all right, title and interest in and to said trademarks and said trademark registrations and applications;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns to Assignee, the entire right, title, and interest, in and to said trademarks and said trademark registrations and applications together with the goodwill of the business associated with or symbolized by said trademarks, the business of the Assignor, or portion thereof, to which said marks pertain, which business is ongoing and existing, and the right to sue and recover for past infringements, dilution and other violations.

The undersigned agrees to take all actions, execute additional documents and to otherwise cooperate as requested by Assignee as is necessary or reasonable to assign, transfer, perfect, record, maintain, register or enforce the rights of Assignee in and to said trademarks and said trademark registrations and applications.

MINNETONKA BRANDS, INC.

Date: 11/30/04

By: [Signature]
Paul Williams, Pres. & CEO
(Please print name and title)

On this 30th day of November, 2004 before me personally appeared the person described herein who executed the foregoing instrument and first duly sworn, stated that he/she had authority to sign the above the foregoing instrument and that he/she duly acknowledged to me that he/she executed the same for the uses and purposes therein set forth.

[Signature]
Notary Public



SCHEDULE A**U.S. Trademark Applications/Registrations**

| Mark | Registration No. | Registration Date |
|-----------------------------|------------------|-------------------|
| VILLAGE | 2260851 | 07/13/99 |
| FOAMY FRIENDS | 2780055 | 11/04/03 |
| VILLAGE | 1085243 | 02/14/78 |
| VILLAGE NATURAL & DESIGN | 1264635 | 01/24/84 |
| VILLAGE NATURALS | 1864137 | 11/22/94 |
| WATTLES THE DUCK | 2280121 | 09/21/99 |
| MOZEY | 2714537 | 05/06/03 |
| WATTLES | 2730532 | 06/24/03 |
| HOPPER | 2716521 | 05/13/03 |
| FOAMY FRIENDS & Design | S.N. 76/219,080 | Filed- 03/02/01 |
| THE VILLAGE COMPANY | S.N. 78/177,950 | Filed- 10/24/02 |
| VILLAGE NATURALS SPA | 2847466 | 06/01/04 |

Canadian Trademark Applications/Registrations

| Mark | Registration No. | Registration Date |
|---|--------------------|-------------------|
| PRIVATE MOMENTS BY VILLAGE | 512316 | 05/27/99 |
| VILLAGE | 546444 | 06/11/01 |
| VILLAGE NATURAL | 468566 | 01/13/97 |
| FOAMY FRIENDS | 524250 | 03/03/00 |
| VILLAGE | 195403 | 11/09/73 |
| VILLAGE | 271977 | 08/20/82 |
| VILLAGE BATH PRODUCTS & Design | 277708 | 03/18/83 |
| VILLAGE BATH | 277707 | 03/18/83 |
| VILLAGE BATH PRODUCTS | 278538 | 04/08/83 |
| THE VILLAGE COMPANY | Appln No. 1159096 | Filed-11/12/02 |
| VILLAGE NATURALS SPA | Appln. No. 1156121 | Filed- 10/18/02 |
| BATH INFUSIONS BY THE VILLAGE COMPANY | Appln. No. 1212163 | Filed 3/29/04 |

European Community Trademark Applications

| Mark | Application No. | Filing Date |
|------------------|-----------------|-------------|
| VILLAGE NATURALS | 3507341 | 10/31/03 |