

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Australian Gold, Inc.		12/19/2006	CORPORATION: INDIANA

RECEIVING PARTY DATA

Name:	Wachovia Bank, National Association
Street Address:	1753 Pinnacle Drive, 3rd Floor
City:	McLean
State/Country:	VIRGINIA
Postal Code:	22102
Entity Type:	National Banking Association: UNITED STATES

PROPERTY NUMBERS Total: 14

Property Type	Number	Word Mark
Registration Number:	1046627	AUSTRALIAN GOLD
Registration Number:	2062813	AUSTRALIAN GOLD
Registration Number:	1637325	AUSTRALIAN GOLD
Registration Number:	1807592	AUSTRALIAN GOLD
Registration Number:	3036725	AUSTRALIAN GOLD BEARLY LEGAL
Registration Number:	3124449	AUSTRALIAN GOLD BODY KISSES
Registration Number:	3088491	AUSTRALIAN GOLD FREE SPIRIT
Registration Number:	1626563	CARIBBEAN GOLD
Registration Number:	2232308	CARIBBEAN GOLD
Registration Number:	1928801	SWEDISH BEAUTY
Serial Number:	78426291	SWEDISH BEAUTY ENDLESS
Serial Number:	78399368	SWEDISH BEAUTY INSPIRED
Registration Number:	3046940	SWEDISH BEAUTY RAVISHING
Serial Number:	78443910	SWEDISH BEAUTY UNFORGIVEN

CH \$365.00 1046627

CORRESPONDENCE DATA

Fax Number: (202)344-8300
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
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Email: negarrote@venable.com, rliebowitz@venable.com
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ATTORNEY DOCKET NUMBER:	28925-236659
NAME OF SUBMITTER:	Nora Garrote
Signature:	/nora garrote/
Date:	02/07/2007

Total Attachments: 2
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NOTICE OF SECURITY INTEREST IN U.S. TRADEMARKS

U.S. Department of Commerce
U.S. Patent and Trademark Office

Please be advised that the undersigned has granted a continuing security interest in, and a continuing lien upon, all of the trademarks and trademark applications described below to **WACHOVIA BANK, NATIONAL ASSOCIATION** ("Lender"), pursuant to a Loan and Security Agreement, effective December 19, 2006 (as amended, restated, supplemented or otherwise modified from time to time, the "Loan Agreement"), made by Australian Gold, Inc., an Indiana corporation, and certain of its affiliates and certain of its subsidiaries in favor of Lender.

Trademarks and Trademark Applications

<i>Title</i>	<i>Registration Number</i>	<i>Class</i>	<i>Status</i>	<i>Filed</i>	<i>Serial #</i>	<i>Issued</i>
AUSTRALIAN GOLD	1,046,627	3	Registered	January 30, 1976	73/075,785	August 24, 1976
AUSTRALIAN GOLD	2,062,813	9	Registered	January 17, 1996	75/044,705	May 20, 1997
AUSTRALIAN GOLD	1,637,325	3	Registered	May 11, 1989	73/799,225	March 12, 1991
AUSTRALIAN GOLD	1,807,592	24, 25	Registered	July 6, 1992	74/292,236	November 30, 1993
AUSTRALIAN GOLD BEARLY LEGAL	3,036,725	3	Registered	April 9, 2004	78/399,376	December 27, 2005
AUSTRALIAN GOLD BODY KISSES	3,124,449	3	Registered	May 4, 2004	78/412,861	August 1, 2006
AUSTRALIAN GOLD FREE SPIRIT	3,088,491	3	Registered	April 9, 2040	78/399,314	May 2, 2006
CARIBBEAN GOLD	1,626,563	3	Registered	December 29, 1989	74/015,054	December 11, 1990
CARIBBEAN GOLD & Design	2,232,308	3	Registered	March 26, 1998	75/457,290	March 16, 1999
SWEDISH BEAUTY	1,928,801	3	Registered	March 22, 1991	74/150,041	October 24, 1995
SWEDISH BEAUTY ENDLESS		3	Pending	May 27, 2004	78/426,291	
SWEDISH BEAUTY INSPIRED		3	Pending	April 9, 2004	78/399,368	
SWEDISH BEAUTY RAVISHING	3,046,940	3	Registered	April 9, 2004	78/399,370	January 17, 2006

<i>Title</i>	<i>Registration Number</i>	<i>Class</i>	<i>Status</i>	<i>Filed</i>	<i>Serial #</i>	<i>Issued</i>
SWEDISH BEAUTY UNFORGIVEN		3	Pending	June 30, 2004	78/443,910	

Lender's security interest in the described trademarks and trademark applications can be terminated only in accordance with the terms of the Loan Agreement.

Very truly yours,

Australian Gold, Inc.

By: 

James S. Adams, Treasurer

STATE OF INDIANA

COUNTY OF Hamilton

Subscribed and Sworn to before me this
30th day of January, 2007.

Kathleen M. Walterman
Notary Public

My Commission Expires February 27, 2009