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IN THE UNITED STATES PATENT AND TRADEMARK OFFICE  
BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD



APPLICANT: Olay Company, Inc.

MARK: COMPLETE RADIANCE

TRADEMARK Hannah M. .  
ATTORNEY:

SERIAL NO. 75/641371

LAW OFFICE: 107

FILED: February 22, 1999

CLASS: 003

02-19-2002  
U.S. Patent & TMO/TM Mail Rpt Dt. #26

Opposition  
117,792

Box RESPONSES NO FEE  
Assistant Commissioner for Trademarks  
2900 Crystal Drive  
Arlington, VA 22202-3513

I hereby certify that this correspondence is being  
deposited with the United States Postal service as first  
class mail in an envelope addressed to: BOX  
RESPONSES NO FEE, Assistant Commissioner for  
Trademarks, 2900 Crystal Drive, Arlington, VA 22202-  
3513 on

Lynn M. Hammann  
name  
Lynn M Hammann  
signature  
February 13, 2002  
date

**REQUEST FOR SUSPENSION REMOVAL**

Dear Sirs:

Opposition No. 117,792 was filed by Mary Kay, Inc. against the above-identified application. Since the filing of Opposition No. 117,792, the Applicant and Mary Kay, Inc. have reached a Settlement Agreement in which Mary Kay, Inc. has agreed to withdraw Opposition No. 117,792. A copy of the Settlement Agreement is enclosed herewith.

Accordingly, Applicant respectfully requests the above-identified application be removed from suspension.

Respectfully submitted,

Vanessa M. Nichols  
Vanessa M. Nichols  
The Procter & Gamble Company  
Legal Division, C-02 GO  
One Procter & Gamble Plaza  
Cincinnati, OH 45202  
Attorney for Applicant

Cincinnati, Ohio  
Dated: 2/12/02

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**WHEREAS**, Mary Kay, Inc. owns the following trademark registration:

<b>Mark</b>	<b>Goods</b>	<b>Reg. No.</b>	<b>Reg. Date</b>
DAY RADIANCE	Cosmetics, specifically makeups.	1,001,413	January 14, 1975.

**WHEREAS**, Mary Kay filed Opposition No. 117,792 against Olay with the Trademark Trial and Appeal Board of the United States Patent and Trademark Office opposing registration of Olay's application to register the mark COMPLETE RADIANCE; and

**WHEREAS**, Olay and Mary Kay desire to amicably settle their differences to avoid trial of this opposition; and

**WHEREAS**, the parties have entered into good faith settlement consisting of the following terms:

1. Mary Kay will withdraw Opposition No. 117,792 with prejudice. Olay and Mary Kay agree that they shall each bear their costs and expenses including attorney's fees in connection with Opposition No. 117,792;
2. Mary Kay will execute a copy of the Notice of Withdrawal attached as Exhibit A and Olay will file the document with the Trademark Office;
3. Olay will use the COMPLETE RADIANCE trademark only in association with the OLAY brand name or another brand name. This agreement covers only use of COMPLETE RADIANCE with the OLAY brand name. If COMPLETE RADIANCE is used with another brand name MARY KAY will not be precluded from objecting to the combination;

4. Olay will not use the COMPLETE RADIANCE trademark in association with trade dress which is confusingly similar to Mary Kay's DAY RADIANCE packaging or other Mary Kay packaging;

5. This Agreement shall be binding upon and inure to the benefit of the parties hereto and their respective successors and assigns;

6. This Agreement sets forth the entire Agreement between the parties. The parties agree that this Agreement shall remain in full force and effect and no agreement changing, amending, extending, superseding, rescinding, terminating or discharging this Agreement or any provision hereof shall be valid unless in writing and signed by both parties. No waiver of any breach hereof shall be considered to be a continuing waiver or consent to any subsequent breach hereof. If any provision of this Agreement is invalid or unenforceable, it shall not affect the validity or enforceability of the other provisions.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed as of the date and year set forth in the preamble above.

Date May 4, 2001

Olay Company, Inc.

By: *David M. Moyer*

David M. Moyer, Assistant Secretary  
Olay Company, Inc.  
One Procter & Gamble Plaza  
Cincinnati, Ohio 45202

Date 5/14/01

Mary Kay, Inc.

By: *Nathan P. Wood*  
*Nathan P. Wood, Assistant Secretary*

Mary Kay, Inc.  
16251 Dallas Parkway  
Addison, Texas 75024

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APPROVED AS TO FORM  
BY *MSA*  
DATE *5/14/01*