

10-01-1998

Form PTO 1004
Rev. 6-88
GPO No. 0851-0011 Imp. 4-91



100842368

RECEIVED
U.S. DEPARTMENT OF COMMERCE
Patents and Trademark Office
SEP 9

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

1. Name of conveying party(ies):

Shark Products, Inc.

9.9.98

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State New York
- Other

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

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other

Execution Date: January 1, 1996

2. Name and address of receiving party(ies):

Name: A.P. Products Ltd.

Internal Address:

Street Address: 145 Huguenot Street

City: New Rochelle State: N.Y. Zip: 10801

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State New York
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached? Yes No

(Designations must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark registration No.(s)

1,838,533 African Pride and Design

Additional numbers attached? Yes No

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

Name: Alexandra Thiery

Internal Address: Revlon Law Department

Street Address: 625 Madison Avenue

Street Address: 16th Floor

City: New York State: N.Y. Zip: 10022

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41):.....\$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

18-1075

(Attach duplicate copy of this page if paying by deposit account)

09/09/1998 JSMBDZZ 00000127 181075 1838533

DO NOT USE THIS SPACE

01 FC:481 40.00 CH

9. Statement and signature.

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.

Alexandra Thiery

Name of Person Signing

Signature

September 9, 1998
Date

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

9

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 1796 FRAME: 0681

State of New York }
Department of State }^{ss:}

I hereby certify that I have compared the annexed copy of the original document filed by the Department of State and that the same is a correct transcript of said original.

Witness my hand and seal of the Department of State on **DEC 08 1995**



Allyn A. F. Gravelly
Secretary of State

DOS-200 (Rev. 1/95)

A.P. PRODUCTS LTD.

<u>Designation</u>	<u>Number of Outstanding</u>	<u>Classes & Series Entitled to Vote</u>
Common	20	Common

SHARK PRODUCTS, INC.

<u>Designation</u>	<u>Number of Outstanding</u>	<u>Classes & Series Entitled to Vote</u>
Common	100	Common

GINSENG MIRACLE, LTD.

<u>Designation</u>	<u>Number of Outstanding</u>	<u>Classes & Series Entitled to Vote</u>
Common	20	Common

ALL-WAYS NATURAL INDUSTRIES, INC.

<u>Designation</u>	<u>Number of Outstanding</u>	<u>Classes & Series Entitled to Vote</u>
Common	20	Common

FIFTH: The merger herein certified was authorized in respect of the surviving constituent corporation and each of the merged constituent corporations, in each case, by the unanimous written consent (in accordance with Section 615 of the Business Corporation Law), dated as of December 5, 1995, of the holders of all outstanding shares of the surviving constituent corporation and each of the merged constituent corporations entitled to vote and, in each case, by the unanimous written consent (in accordance with Section 708 of the Business Corporation Law), dated as of December 5, 1995, of the Board of Directors of the surviving constituent corporation and each of the merged constituent corporations.

SIXTH: The effective date of the merger herein certified shall be the 1st day of January, 1996.

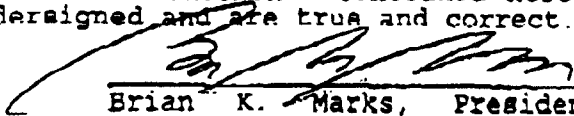
(2)

DEC 16 '95 12:40 FROM R AND K 03

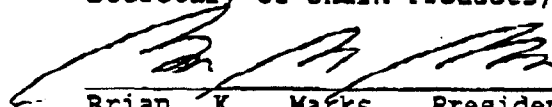
TO 916 7668864

PAGE 006/006

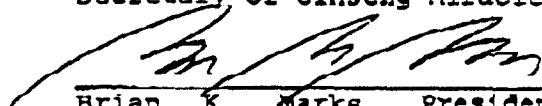
IN WITNESS WHEREOF, the undersigned has subscribed this document as of December 5, 1995, and does hereby affirm, under the penalties of perjury, that the statements contained herein have been examined by the undersigned and are true and correct.



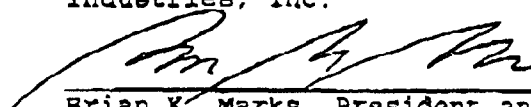
Brian K. Marks, President and Secretary of Shark Products, Inc.



Brian K. Marks, President and Secretary of Ginseng Miracle, Ltd.



Brian K. Marks, President and Secretary of All-Ways Natural Industries, Inc.



Brian K. Marks, President and Secretary of A.P. Products Ltd.

December 5, 1995 3:57pm
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MAR-28-96 THU 17:02

STEINBERG, RASKIN & DAVI

FAX NO. 2123822124

P. 07/09

F 951 206000546

CSC 45

CERTIFICATE OF MERGER
OF
SHARK PRODUCTS, INC.
AND
GINSENG MIRACLE, LTD.
AND

ALL-WAYS NATURAL INDUSTRIES, INC.
INTO
A.P. PRODUCTS LTD.

200

icc

STATE OF NEW YORK
DEPARTMENT OF STATE
FILED DEC 6, 1995

EX \$ _____
BY: *frc*
Westchester

FILER:
RIVKIN RODLER & KREMER
EAB PLAZA
UNIONDALE, NY 11556

(4)

BILLED

951 206000585

TRADEMARK
REEL: 1796 FRAME: 0685

CERTIFICATE OF MERGER

OF

SHARK PRODUCTS, INC.

AND

GINSENG MIRACLE, LTD.

AND

ALL-WAYS NATURAL INDUSTRIES, INC.

INTO

A.P. PRODUCTS LTD.

(Under Section 904 of the Business Corporation Law)

It is hereby certified upon behalf of each of the constituent corporations herein named, as follows:

FIRST: The Board of Directors and Shareholders of each of the constituent corporations has duly adopted a plan of merger setting forth the terms and conditions of the merger of said corporations.

SECOND: The name of the constituent corporation which is to be the surviving corporation, and which is hereinafter sometimes referred to as the "surviving constituent corporation", is A.P. Products Ltd. The date upon which its Certificate of Incorporation was filed by the New York Department of State is December 4, 1995.

THIRD: The name of the other constituent corporations, which are being merged into the surviving corporation, and which are hereinafter sometimes referred to collectively as the "merged constituent corporations", are Shark Products, Inc., Ginseng Miracle, Ltd. and All-Ways Natural Industries, Inc. The date upon which the Certificate of Incorporation of Shark Products, Inc. was filed by the New York Department of State is April 9, 1991. The date upon which the Certificate of Incorporation of Ginseng Miracle, Ltd. was filed by the New York Department of State is January 7, 1994. The date upon which the Certificate of Incorporation of All-Ways Natural Industries, Inc. was filed by the New York Department of State is October 25, 1978.

FOURTH: As to each of the constituent corporations, the designation and number of outstanding shares of each class and series entitled to vote and the voting rights are as follows:

December 9, 1995 3:27pm
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