

TRADEMARK & PATENT COUNSELORS OF AMERICA, P.C.

COMPRISING THE LAW OFFICE OF MARK I. PEROFF

915 Broadway New York, NY 10010-7108

Tel: (212) 387-0247 Fax: (212) 387-0167

E-mail: trademark@tmcounselors.com

November 20, 1998

Mark I. Peroff
Keith E. Danish
Lloyd Parodneck
Michael J. Brown
Irving M. Fishman

Of counsel:
Stephen N. Dratch
Freema Gluck

U.S. Patent and Trademark Office
Assignment Branch
North Tower Building, Suite 10C35
Washington DC 20231

11-25-1998



100906559

11/20/98

Re: Recordal of Change of Name
Change of Name from La Parfumerie to LPI Cosmetics, Inc.
Reg. No. 1,480,363 GALE HAYMAN BEVERLY HILLS
Reg. No. 1,497,350 GH & Design
Reg. No. 1,523,096 Miscellaneous Design
Reg. No. 1,594,813 LINE-LIFT
Reg. No. 1,647,945 GALE HAYMAN BEVERLY HILLS
Reg. No. 1,761,949 LIP LIFT
Reg. No. 1,816,582 LINE-LIFT
Reg. No. 1,908,038 UN MONDE NOUVEAU ...
Reg. No. 1,983,425 "DELICIOUS" BEVERLY HILLS GALE
HAYMAN BEVERLY HILLS
Reg. No. 2,032,714 HEALTH FROM THE HIVE & Design
Reg. No. 2,033,049 DELICIOUS FEELINGS
Our Ref.: LAPAR-801

Express Mail" mailing label number

ELO448361100US

Date of Deposit 11/20/98

I hereby certify that this paper or fee is being deposited with the United Postal Service "Express Mail Post Office to Addressee" service under 37 CFR 1.10 on the date indicated above and is addressed to the Commissioner of Patents and Trademarks, Washington, D.C. 20231

BETTY COLLINS

Betty Collins
(Signature of person mailing paper or fee)

Dear Sir:

Please record the attached original documents or copy thereof:

1. Name of conveying party(ies):

LA PARFUMERIE, INC., a corporation organized and existing under the laws of the State of Delaware.

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

LPI COSMETICS, INC., a corporation organized and existing under the laws of the State of Delaware, located and doing business at 750 Lexington Avenue, New York, New York 10022.

3. Nature of conveyance:

Change of Name
Date of Execution of Certificate of Amendment: May 15, 1998
Date of Deposit with Delaware Secretary of State: June 10, 1998

11/24/1998 DNGUYEN 00000180 1480363

01 FC:481
02 FC:482 44022 v 1

40.00 OP
250.00 OP

-1-

TRADEMARK
REEL: 1819 FRAME: 0011

4. Trademark Application/Registration Numbers:

Reg. No. 1,480,363 **GALE HAYMAN BEVERLY HILLS**
Reg. No. 1,497,350 **GH & Design**
Reg. No. 1,523,096 **Miscellaneous Design**
Reg. No. 1,594,813 **LINE-LIFT**
Reg. No. 1,647,945 **GALE HAYMAN BEVERLY HILLS**
Reg. No. 1,761,949 **LIP LIFT**
Reg. No. 1,816,582 **LINE-LIFT**
Reg. No. 1,908,038 **UN MONDE NOUVEAU ...**
Reg. No. 1,983,425 **"DELICIOUS" BEVERLY HILLS GALE
HAYMAN BEVERLY HILLS**
Reg. No. 2,032,714 **HEALTH FROM THE HIVE & Design**
Reg. No. 2,033,049 **DELICIOUS FEELINGS**

5. Please address all correspondence in this matter to:

Mark I. Peroff
Trademark Counselors of America, P.C.
915 Broadway - 19th Floor
New York, New York 10010
(212) 387-0247

6. Total number of applications and registrations involved: 11

7. Total fee enclosed: \$ 290.00

8. Also enclosed is Certificate of Express Mail label No. EL044836110US, and an acknowledgment postcard.

9. 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.

Sincerely,



Lloyd Parodneck

LP:jfb
Enclosures

Total number of pages comprising cover sheet: 2

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LPI COSMETICS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SECOND DAY OF OCTOBER, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

2010815 8300
981382243



9334821
Edward J. Freel
10-02-98
Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "LA PARFUMERIE, INC.", CHANGING ITS NAME FROM "LA PARFUMERIE, INC." TO "LPI COSMETICS, INC.", FILED IN THIS OFFICE ON THE TENTH DAY OF JUNE, A.D. 1998, AT 3:45 O'CLOCK P.M.



Edward J. Freel, Secretary of State

2010815 8100

981382408

AUTHENTICATION:

9335080

DATE:

10-02-98

TRADEMARK
REEL: 1819 FRAME: 0014

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 03:45 PM 06/10/1998
981224822 - 2010815

CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
LA PARFUMERIE, INC.

The undersigned, being the President and Secretary of La Parfumerie, Inc., a Delaware corporation (the "Corporation"), acting pursuant to Section 242 of the General Corporation Law of the State of Delaware (the "GCL"), does hereby certify as follows:

WHEREAS, the original Certificate of Incorporation of the Corporation was filed with the office of the Secretary of State of the State of Delaware on June 10, 1983;

WHEREAS, pursuant to an unanimous written consent of the board of directors of the Corporation in accordance with Section 141(f) of the GCL, resolutions were duly adopted declaring it advisable to change the Corporation's name to LPI Cosmetics, Inc. (the "Amendment") and directing that the Amendment be submitted to the stockholders of the Corporation for their consideration and consent;

WHEREAS, a majority of the outstanding shares of each class of the Corporation's capital stock entitled to vote thereon consented to the adoption of the Amendment in accordance with Section 242 of the GCL; and

WHEREAS, in accordance with Section 228(d) of the GCL, the Corporation delivered prompt notice of the taking of corporate action without a meeting by less than unanimous written consent to those stockholders who did not consent to the adoption of the Amendment.

NOW, THEREFORE, to effect the Amendment, the Certificate of Incorporation of the Corporation is hereby amended by striking out Article FIRST of said Certificate of Incorporation in its entirety, and by substituting in lieu thereof a new Article FIRST to read as follows:

"FIRST: The name of the Corporation is LPI Cosmetics, Inc."

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment of the Certificate of Incorporation to be signed by Francesco Borghese, its President, and attested to by Thomas M. Vitale, its Secretary, this 15th day of May, 1998.

By: /s/ Francesco Borghese
Title: President

ATTEST:

By: /s/ Thomas M. Vitale
Title: Secretary

TOTAL P. 02