

12-23-1998



U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

BT

100928409

To the Honorable Commissioner of Patent

original document or copy thereof.

1. Name of Party(ies) conveying an interest:

SkinCeuticals, Inc.  
12150 Shiloh Road,  
Suite 104  
Dallas, Texas 75228

MRD  
12-18-98

2. Name and Address of Party(ies) receiving an interest:

SkinCeuticals, Inc.  
12150 Shiloh Road,  
Suite 104  
Dallas, Texas 75228

- Individual(s)
- General Partnership
- Corporation - Texas
- Other

- Association
- Limited Partnership

- Individual
- General Partnership
- Corporation - Delaware
- Other
- Citizenship

- Association
- Limited Partnership

3. Interest Conveyed:

- Assignment
- Security Agreement
- Other

- Change of Name
- Merger

If not domiciled in the United States, a domestic representative designation is attached:

- Yes
- No

Execution Date: April 11, 1997 (The attached document must not be an assignment)

4. Application number(s) or registration number(s). Additional sheet attached? Yes  No

A. Trademark Application No.(s)  
75/240,133

B. Trademark Registration No.(s)  
2,156,487  
2,191,986

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

Name: Anna Conyers Kuhn, Esq.  
Internal Address: Baker & Botts, L.L.P.  
Street Address: 2001 Ross Avenue  
City: Dallas  
State: Texas Zip: 75201

6. Number of applications and registrations involved: 3

- 7. Amount of fee enclosed or authorized to be charged: \$90.00
- 8. Deposit account number (Attach duplicate copy of this form if paying by deposit account):  
N/A

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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.

Anna Conyers Kuhn  
Name of Person Signing

*Anna Conyers Kuhn*  
Signature

12-18-98  
Date

Total number of pages including cover sheet 2

OMB No. 0651-0011 (exp. 4/94)

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Commissioner of Patent and Trademarks  
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Public burden reporting for this sample cover sheet is estimated to require about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project, (0651-0011), Washington, D.C. 20503.

TRADEMARK  
REEL: 1830 FRAME: 0563

Office of the Secretary of State

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 AGREEMENT OF MERGER, WHICH MERGES: "SKINCEUTICALS, INC.", A TEXAS CORPORATION, WITH AND INTO "SKINCEUTICALS, INC." UNDER THE NAME OF "SKINCEUTICALS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE ELEVENTH DAY OF APRIL, A.D. 1997, AT 4:30 O'CLOCK P.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS FOR RECORDING.



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

8419317

DATE:

04-14-97

RECORDED: 12/18/1998

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