

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



100929193

Tab settings

To the Honorable Commissioner of Patents

attached original documents or copy thereof

86-27-71
12-22-98

1. Name of conveying party(ies):

HELENE CURTIS, INC.

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

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

3. Nature of conveyance:

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

Execution Date: 7/31/98

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

Name: HELENE CURTIS, INC.

Internal Address:

Street Address: 501 Silverside Road

City: Wilmington State: DE ZIP: 1980

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Delaware
- 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 patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,207,779

Additional numbers attached? Yes No

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

Name: Rowena DeLeon

Internal Address:

Street Address: 390 Park Avenue

City: New York State: NY ZIP: 10022

6. Total number of applications and registrations involved

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

21-0043

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

12/24/1998 SSMITH 0000007A 210043 2207779

01 FC:481 40.00 CH

DO NOT USE THIS SPACE

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 and correct copy of the original document.

Rowena DeLeon
Name of Person Signing

Rowena DeLeon
Signature

12/21/98
Date

Total number of pages (including cover sheet, attachments, and documents)

4

Mail documents to be recorded with required cover sheet information to

State of Delaware
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 MERGER, WHICH MERGES:
"HELENE CURTIS, INC ", A ILLINOIS CORPORATION,
WITH AND INTO "HELENE CURTIS, INC." UNDER THE NAME OF "HELENE CURTIS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF JULY, A.D. 1998, AT 11:17 O'CLOCK A.M.



Edward J. Freel

Edward J. Freel, Secretary of State

1918661 8100M

98 373123

AUTHENTICATION: 9323319
DATE: 09-25-98

TRADEMARK
REEL: 1836 FRAME: 0245

CERTIFICATE OF MERGER

MERGING

HELENE CURTIS, INC.
An Illinois corporation

INTO

HELENE CURTIS, INC.
A Delaware corporation

Pursuant to Section 252 of the
Delaware General Corporation Law

The undersigned corporation organized and existing under and by virtue of
the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the
constituent corporations in the merger is as follows:

<u>Name</u>	<u>State of Incorporation</u>
Helene Curtis, Inc. ("HCI Illinois")	Illinois
Helene Curtis, Inc. ("HCI Delaware")	Delaware

SECOND: That an Agreement and Plan of Merger between the
parties to the merger has been approved, adopted, certified, executed and
acknowledged by each of the constituent corporations in accordance with
the requirements of Section 252 of the General Corporation Law of the State
of Delaware.

THIRD: That HCI Delaware shall be the surviving corporation.

FOURTH: The Certificate of Incorporation of HCI Delaware, shall
be the Certificate of Incorporation of the Surviving Corporation.

FIFTH: That the executed Agreement and Plan of Merger is on
file at an office of the surviving corporation. The address of the principal
place of business of the surviving corporation is 501 Silverside Road,
Wilmington, Delaware 19809.

FROM

SIXTH: That a copy of the Agreement and Plan of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: That the authorized capital stock of HCI Illinois consists of 1,000 shares of Common Stock, par value \$1.00, per share.

In witness whereof, HCI Delaware has caused this Certificate of Merger to be executed by its duly authorized officer this 21st day of July, 1998.

Helene Curtis, Inc.

By: 
Name: David Ley Hamilton
Title: President