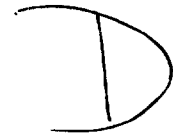


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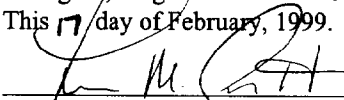


02-17-1999

U.S. Patent & TMO/c/TM Mail Rcpt Dt. #54

CERTIFICATE OF EXPRESS MAILING

I hereby certify that this document was deposited with the U.S. Postal Service, Express Mail Post Office to Addressee Service Express Mail No. EL228871232US to: Assistant Commissioner for Trademarks Box Assignment 2900 Crystal Drive Arlington, Virginia 22202-3513 This 17 day of February, 1999.

  
\_\_\_\_\_  
Lisa M. Gigliotti

**RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY**

**TO THE HONORABLE COMMISSIONER OF PATENTS AND TRADEMARKS**

**Please record the attached original documents or copy thereof.**

1. Name of Conveying Party:  
Maybelline Cosmetics Corporation  
Delaware Corporation
2. Name and Address of Receiving Party:  
Cosmair Creative, Inc.  
575 Fifth Avenue  
New York, New York 10017  
Delaware Corporation
3. Nature of Conveyance: Change of Name  
Execution Date: January 29, 1999
4. Trademark Application No.: 75/388,152
5. Name and address of party to whom correspondence concerning document should be mailed:  
Lisa M. Gigliotti, Esq.  
Cosmair, Inc.  
575 Fifth Avenue  
New York, New York, 10017

Total number of applications involved: 1

03/02/1999 JSHABAZZ 00000215 033348 75388152

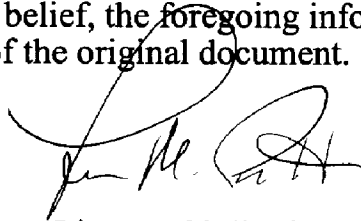
01 FC:481 40.00 CH

**TRADEMARK  
REEL: 1863 FRAME: 0246**

Total Fee (37 CFR § 3.41): \$40 should be withdrawn from  
Deposit Account Number 03-3348.

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.

Dated:

A handwritten signature in black ink, appearing to read "Lisa M. Gigliotti", written over a circular stamp or mark.

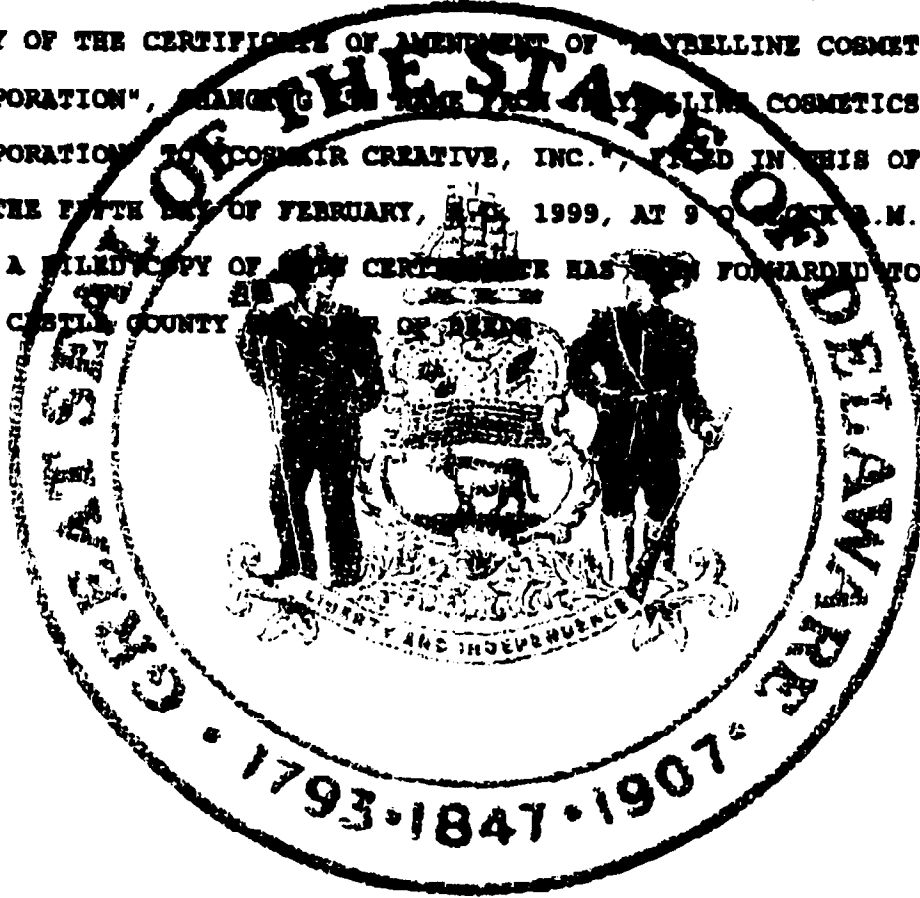
Lisa M. Gigliotti

Total: Two pages

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 "RAYBELLINE COSMETICS CORPORATION", CHANGING THE NAME FROM RAYBELLINE COSMETICS CORPORATION TO "COSMETIC CREATIVE, INC.", FILED IN THIS OFFICE ON THE FIFTH DAY OF FEBRUARY, A.D. 1999, AT 9:00 A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY CLERK OF RECORDS



*Edward J. Freel*

Edward J. Freel, Secretary of State

2318269 8100  
991046938

AUTHENTICATION: 9561104  
DATE: 02-05-99

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 09:00 AM 02/05/1999  
991046938 - 2318269

**CERTIFICATE OF AMENDMENT**  
**OF**  
**CERTIFICATE OF INCORPORATION**  
**OF**  
**MAYBELLINE COSMETICS CORPORATION**

Maybelline Cosmetics Corporation (the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

**FIRST.** That the Board of Directors of the Corporation, adopted the following resolution by unanimous written consent in accordance with Section 141(f) of the General Corporation Law of the State of Delaware:

**"RESOLVED,** that the Board of Directors hereby declares it advisable and in the best interests of the corporation that Article FIRST of the Certificate of Incorporation be amended to read as follows:

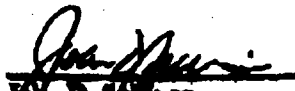
**'FIRST:** The name of this corporation shall be:

**COSMAB CREATIVE, INC."**

**SECOND.** That the said amendment has been consented to and authorized by the sole stockholder of the Corporation by written consent given in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

**THIRD.** That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

**IN WITNESS WHEREOF,** said corporation has caused this Certificate to be signed by John D. Sullivan, Vice President, this 2<sup>nd</sup> day of January, 1999.

  
John D. Sullivan  
Vice President

SECRETARY OF STATE, DEPARTMENT OF STATE, DOVER, DELAWARE