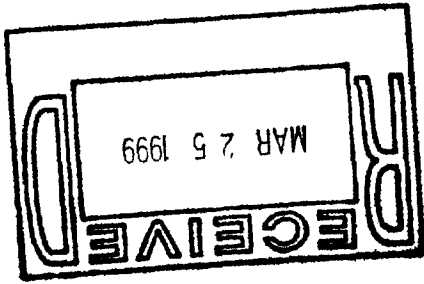


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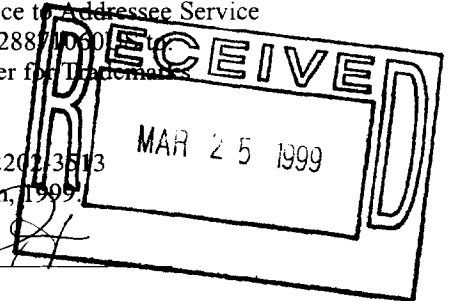


101003115

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. EL2288/106015 Assistant Commissioner for Trademarks Box Assignment 2900 Crystal Drive Arlington, Virginia 22202-3513 This 25th day of March, 1999



Lisa M. Gigliotti

3.25.99

**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 Serial Nos.: See Attached

5. Trademark Registration Nos.: See Attached

6. 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 registrations/applications involved: 102

04/06/1999 DMGUYEN 00000177 75620424

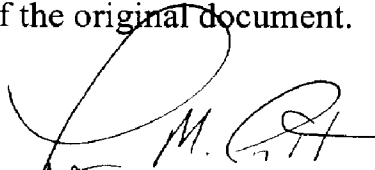
01 FC:481 40.00 OP  
02 FC:482 2525.00 OP

**TRADEMARK  
REEL: 1872 FRAME: 0680**

Total Fee (37 CFR § 3.41): \$2565.00; Check No. 457511 is attached.

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:



Lisa M. Gigliotti

Total: pages

Trademark Application Serial Nos.:

75/620,424 – A SENSE OF BEAUTY  
75/545,843 – AIR WEAR  
75/622,805 – CONTROL-A-LASH  
75/610,917 – COOL EFFECT  
75/602,285 – COSMIC EDGE  
75/622,806 – DEMAND-A-LASH  
75/587,205 -- EXPRESS CARE  
75/623,900 -- EXPRESS MANICURE  
75/312,821 – EXPRESS STOP  
75/312,992 – EYE EXPRESS  
75/397,914 -- EYE POLISH  
75/511,763 – FRESH COLOR 3  
75/032,752 - GREAT WEAR  
75/539,867 – HYDRA TIME  
75/510,293 – KISSING STICK  
75/586,464 – LASHES BY DESIGN  
75/240,500 - LIP EXPRESS  
75/542,646 – LIP SYNC  
75/384,858 – LIP VOLUME  
75/539,874 – MATTE MAKER  
75/352,388 – NAIL WATER  
75/510,292 – ON/OFF  
75/622,807 – SATIN LASH  
75/542,647 – SILK LASH  
75/250,998 - TREND SETTER  
75/252,441 - VOLUM' EXPRESS  
75/366,872 – WATERPAINTS  
75/519,774 – WET TO SET IN ONE MINUTE FLAT  
75/338,789 – WONDER CURL

Trademark Registration Nos.:

944,850 - BLOOMING COLORS  
1,232,447 - BLOOMING COLORS  
1,941,839 - COLORBOND  
1,358,763 - COLOR FRESH  
1,491,872 – COLORIBBONS  
1,254,038 – COLORS THAT CLING  
1,670,010 - DIAL-A-LASH  
1,745,014 - EXPERT EYES  
1,396,368 - EXPERT EYES  
1,308,540 - EXPERT EYES

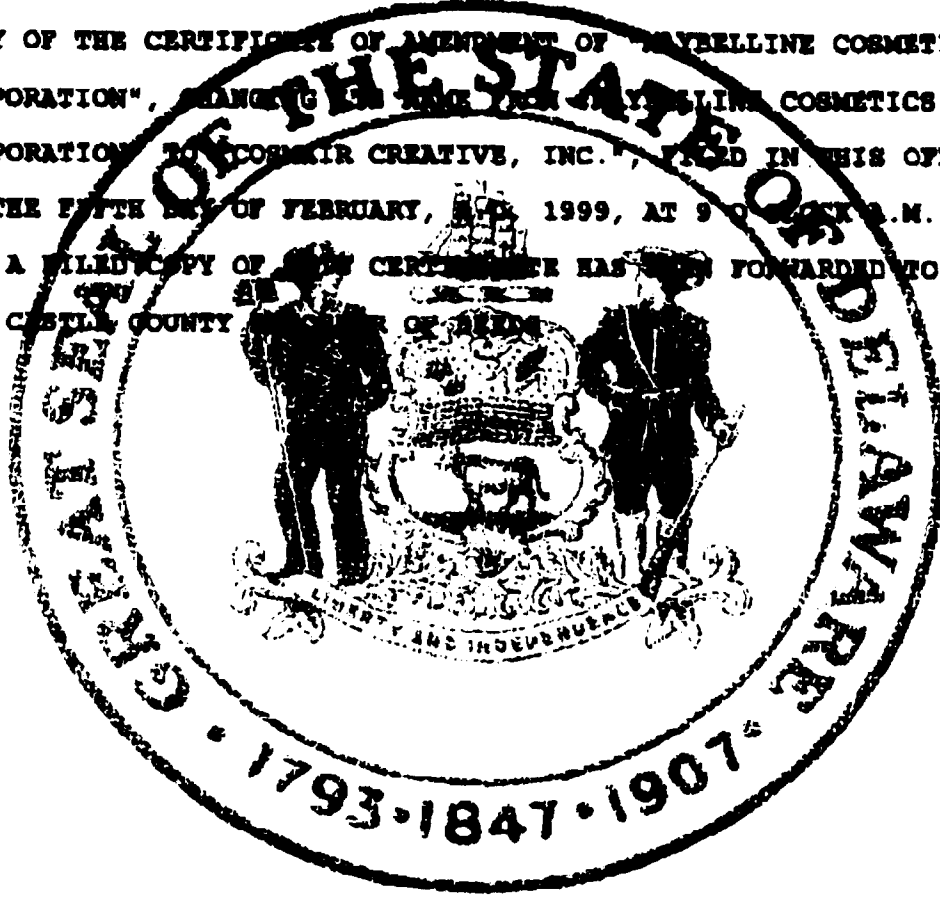
1,332,918 - EXPERT TOUCH  
1,094,166 - FRESH COLOR 3  
1,161,548 - FRESH COLOR 3  
1,142,184 - FRESH LASH  
2,088,141 - GREAT EYES  
2,059,858 - GREAT FINISH  
963,108 - GREAT-LASH  
2,037,173 - GREAT LIP  
1,223,066 - GREAT LIPS  
2,059,914 - GREAT LINE  
2,140,809 - GREAT WEAR  
2,072,743 - GREAT WEAR  
2,092,317 - GREAT WEAR  
2,135,119 - GREAT WEAR  
1,590,438 - ILLEGAL LENGTHS  
1,517,735 - KISSING KOOLERS  
1,149,560 - KISSING SLICKS  
1,959,352 - LASH BY LASH  
1,651,880 - LINEWORKS  
2,019,963 - LIP INDULGENCE  
2,146,701 - LIP MEND  
1,096,418 - MAYBELLINE  
1,065,615 - MAYBELLINE  
554,011 - MAYBELLINE  
554,266 - MAYBELLINE  
620,021 - MAYBELLINE  
702,638 - MAYBELLINE  
702,694 - MAYBELLINE  
2,002,953 - MAYBELLINE  
701,108 - MAYBELLINE MAGIC  
1,934,766 - MAYBE SHES BORN WITH IT. MAYBE IT'S MAYBELLINE  
1,936,468 - MAYBE SHES BORN WITH IT. MAYBE IT'S MAYBELLINE  
2,123,700 - MISC. DESIGN  
1,731,982 - MISC. DESIGN  
2,018,266 - MISC. DESIGN  
1,848,912 - MISC. DESIGN  
2,182,689 - MISC. DESIGN  
2,124,704 - MISC. DESIGN  
1,199,238 - MOISTURE WHIP  
1,062,571 - MOISTURE WHIP  
1,110,757 - MOISTURE WHIP  
1,939,001 - NATURAL ACCENTS  
1,973,510 - NATURAL DEFENSE  
1,624,367 - NO PROBLEM  
2,136,055 - OMBRELLE

368,224 - PORTRAIT  
1,993,905 - SALON FINISH  
1,692,323 - SHADES OF YOU  
1,884,321 - SHADES OF YOU  
1,889,554 - SHADES OF YOU  
1,525,149 - SHEER ESSENTIALS  
2,029,669 - SHINE FREE  
1,546,995 - SLIM ELEGANCE  
1,233,229 - SLIM TINT  
2,213,467 - TRUE ILLUSION  
1,058,844 - ULTRA-BIG ULTRA-LASH  
804,390 - ULTRA BROW  
770,083 - ULTRA-LASH  
1,456,036 - ULTRA PERFORMANCE  
808,650 - ULTRA SHADOW  
1,515,095 - ULTRA-THICK ULTRA-LASH  
1,721,318 - UNDETECTABLE  
1,974,306 - WHY DENY YOUR AGE? DENY THE SIGNS.

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 "MAYBELLINE COSMETICS CORPORATION", CHANGING THE NAME FROM "MAYBELLINE COSMETICS CORPORATION" TO "COSMOR CREATIVE, INC.", FILED IN THIS OFFICE ON THE FIFTH DAY OF FEBRUARY, A.D. 1999, AT 9 O'CLOCK A.M.

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



*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  
991066938 - 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:

**COSMAIR 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 23<sup>rd</sup> day of January, 1999.

  
John D. Sullivan  
Vice President

SECRETARY OF STATE, DEPARTMENT OF REVENUE, 100 N. MARKET STREET, WILMINGTON, DE 19801

\*\*\*\*\*

TRANSACTION REPORT

MAR-25-99 THU 3:05 PM

FOR:

DATE	START	RECEIVER	TX TIME	PAGES	TYPE	NOTE
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