

FORM PTO-1594 (Rev. 8-93)

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

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4-22-99

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05-05-1999

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U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office



101029697

Tab settings

To the Honorable Commissioner of Patents

and original documents or copy thereof.

1. Name of conveying party(ies):

HAIR CLUB ASSOCIATES, LTD.

- Individual(s)
- General Partnership
- Corporation-State New York
- 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: March 1986

2. Name and address of receiving party(ies)

Name: HAIR CLUB FOR MEN, LTD.

Internal Address:

Street Address: 441 Lexington Avenue,  
Suite 1211

City: New York State: NY ZIP: 10017

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State New York
- 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)

1,123,852

Additional numbers attached?  Yes  No

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

Name: Vincent A. Balardi, Esq.

Internal Address: Morgenthau, Greenes, Goldfarb & Aronauer, P.C.

05/04/1999 JSMB027-00000206-1123852

01 FC:481 40.00 OP

Street Address: 575 Lexington Avenue, 31st Floor

City: New York State: NY ZIP: 10022

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

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

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 copy of the original document.

SUSAN TAPPLY-FOX  
Name of Person Signing

Signature

4/15/99  
Date

Total number of pages including cover sheet, attachments, and document:

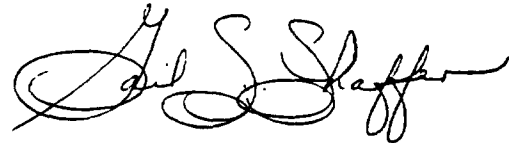
Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patents & Trademarks, Box Assignments  
Washington D.C. 20231

TRADEMARK  
REEL: 1891 FRAME: 0785

*I hereby certify that I have compared the annexed copy with the original document filed by the Department of State and that the same is a correct transcript of said original.*

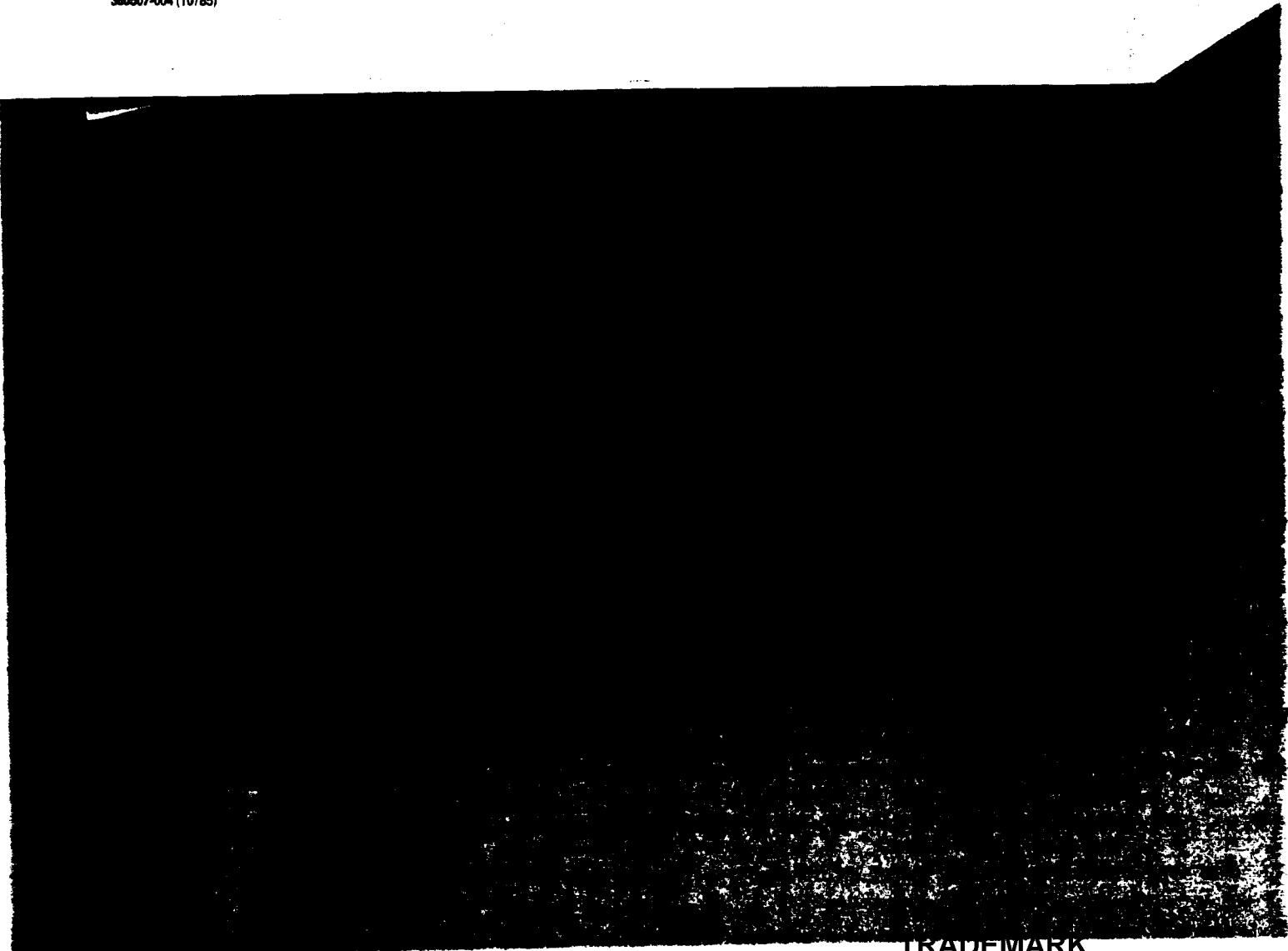
MAR 28 1986

*Witness my hand and seal of the Department of State on*



*Secretary of State*

380607-004 (10/85)



CERTIFICATE OF MERGER  
OF  
HAIR CLUB ASSOCIATES, LTD.  
HAIR CLUB FOR MEN OF NASSAU, LTD.  
AND  
HCA ADVERTISING SERVICES, INC.  
INTO  
HAIR CLUB FOR MEN, LTD.  
UNDER SECTION 904 OF THE  
BUSINESS CORPORATION LAW

\* \* \* \* \*

We, the undersigned, SEYMOUR SPERLING and AMY SPERLING, being respectively the President and the Secretary of each corporation, hereby certify:

1. (a) The name of each constituent corporation is as follows: HAIR CLUB ASSOCIATES, LTD.; HAIR CLUB FOR MEN OF NASSAU, LTD.; HCA ADVERTISING SERVICES, INC. and HAIR CLUB FOR MEN, LTD.

(b) The name of the surviving corporation is:

HAIR CLUB FOR MEN, LTD.

2. As to each constituent corporation, the designation and number of outstanding shares of each class and series and the voting rights thereof are as follows:

| <u>Name of Corporation</u>        | <u>Designation and number of shares in each class or series outstanding</u> | <u>Shares entitled to vote as a class or series</u> |
|-----------------------------------|---|---|
| HAIR CLUB ASSOCIATES, LTD.        | 200 - Common  | Common  |
| HAIR CLUB FOR MEN OF NASSAU, LTD. | 20 - Common   | Common  |
| HCA ADVERTISING SERVICES, INC.    | 200 - Common  | Common  |
| HAIR CLUB FOR MEN, LTD.           | 500,000 - Common  | Common  |

3. The date when the Certificate of Incorporation of each constituent corporation was filed by the Department of State is as follows:

| <u>Name of Corporation</u>        | <u>Date of Incorporation</u>                 |
|-----------------------------------|--|
| HAIR CLUB ASSOCIATES, LTD.        | February 2, 1977                             |
| HAIR CLUB FOR MEN OF NASSAU, LTD. | December 14, 1982 (as Sperling Realty Corp.) |
| HCA ADVERTISING SERVICES, INC.    | September 12, 1978                           |
| HAIR CLUB FOR MEN, LTD.           | July 20, 1976                                |

4. The merger was adopted by each constituent corporation in the following manner:

| <u>Name of Corporation</u>        | <u>Manner of Adoption</u>   |
|-----------------------------------|---|
| HAIR CLUB ASSOCIATES, LTD.        | Unanimous approval of Directors and Shareholders at Joint Special Meeting on March 14, 1986 |
| HAIR CLUB FOR MEN OF NASSAU, LTD. | Unanimous approval of Directors and Shareholders at Joint Special Meeting on March 14, 1986 |

HCA ADVERTISING SERVICES, INC.

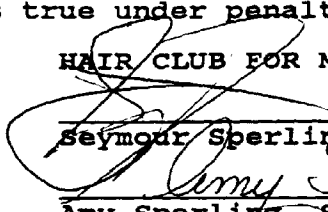
Unanimous approval of  
Directors and Share-  
holders at Joint Special  
Meeting on March 14,  
1986

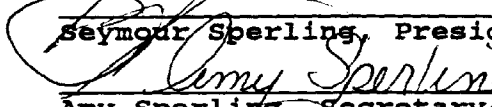
HAIR CLUB FOR MEN, LTD.

Unanimous approval of  
Directors and Share-  
holders at Joint Special  
Meeting on March 14,  
1986

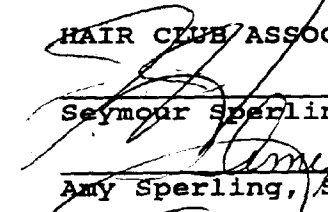
IN WITNESS WHEREOF, we have signed this Certifi-  
cate on the 14<sup>th</sup> day of March, 1986, and we affirm the state-  
ments contained therein as true under penalties of perjury.

HAIR CLUB FOR MEN, LTD.

  
Seymour Sperling, President

  
Amy Sperling, Secretary

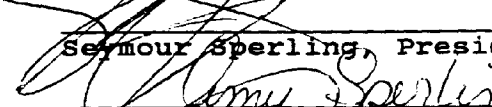
HAIR CLUB ASSOCIATES, LTD.

  
Seymour Sperling, President

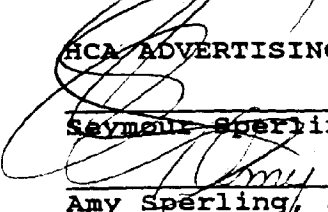
  
Amy Sperling, Secretary


HAIR CLUB FOR MEN OF NASSAU,  
LTD.

  
Seymour Sperling, President

  
Amy Sperling, Secretary

HCA ADVERTISING SERVICES, LTD.

  
Seymour Sperling, President

  
Amy Sperling, Secretary

CT

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AND

HCA ADVERTISING SERVICES, INC.

INTO

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UNDER SECTION 904 OF THE  
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*new*