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TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

**Submission Type**

- New
- Resubmission (Non-Recordation)  
Document ID # \_\_\_\_\_
- Correction of PTO Error  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_
- Corrective Document  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_

**Conveyance Type**

- Assignment
  - License
  - Security Agreement
  - Nunc Pro Tunc Assignment
  - Merger
  - Change of Name
  - Other \_\_\_\_\_
- Effective Date  
Month Day Year  
05 18 1999

**Conveying Party**

Mark if additional names of conveying parties attached

Execution Date  
Month Day Year

Name JOHNSON PRODUCTS CO., INC.

04 01 1999

Formerly \_\_\_\_\_

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other \_\_\_\_\_
- Citizenship/State of Incorporation/Organization Florida

**Receiving Party**

Mark if additional names of receiving parties attached

Name Carson Products Company

DBA/AKA/TA \_\_\_\_\_

Composed of \_\_\_\_\_

Address (line 1) 64 Ross Road

Address (line 2) \_\_\_\_\_

Address (line 3) Savannah Georgia 31405

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other \_\_\_\_\_
- Citizenship/State of Incorporation/Organization Delaware

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

10-19-1999  
U.S. Patent & TMO/TM Mail Rcp1 Dt. #64

10/26/1999 NTHA11 00000302 885995

**FOR OFFICE USE ONLY**

01 FC:481 40.00 OP  
02 FC:482 2475.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages**

Enter the total number of pages of the attached conveyance document including any attachments.

#

**Trademark Application Number(s) or Registration Number(s)**

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

**Trademark Application Number(s)**

**Registration Number(s)**

\*\*See Attached Exhibit\*\*

\*\*See Attached Exhibit\*\*

**Number of Properties**

Enter the total number of properties involved.

#

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

**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. Charges to deposit account are authorized, as indicated herein.

Kenneth Southall

Name of Person Signing

Signature

10/19/99

Date Signed

**“Exhibit” to Recordation Cover Sheet**

Merger of Johnson Products Co., Inc. (a Florida corporation)  
with and into  
Carson Products Company (a Delaware corporation)  
May 10, 1999

**Federal Trademark Registrations**

	<b>Registration No.</b>	<b>Mark</b>
1.	885,995	AFRO SHEEN
2.	982,972	AFRO SHEEN
3.	2,256,271	AFRO SHEEN CLEAN SHAVE WITH BUMP PROTECTION
4.	1,126,316	BANTU
5.	1,146,790	BANTU & Design
6.	607,155	BERGAMOT
7.	757,879	BLACK TIE
8.	1,037,770	BLACK TIE
9.	1,052,207	BLACK TIE
10.	1,225,663	CLASSY CURL
11.	1,274,711	CLASSY CURL
12.	2,155,878	CLEAN SHAVE
13.	1,471,859	COLOR ALERT
14.	1,532,525	COLOR ALERT
15.	1,254,232	CURL RELOCK (Stylized)
16.	1,143,829	DELIVERANCE
17.	1,239,090	DESIGN (Lotus)
18.	2,134,361	DOUBLE P Design
19.	996,025	DUO TEX
20.	1,222,271	EMBRACE
21.	1,169,796	FIRST CLASS AFFAIRS
22.	1,277,666	GENTLE TREATMENT
23.	1,376,790	GENTLE TREATMENT
24.	1,148,533	GREAT BEAUTIFUL BLACK WOMEN
25.	1,882,755	GT
26.	1,829,145	GT FOR MEN & Design
27.	1,250,832	HAIR GENICS
28.	1,248,065	HAIRLIGHTS
29.	1,356,133	ICP3* *INTENSIVE CORTEX PENETRATOR
30.	1,111,575	Jar Design
31.	1,191,974	JOAN B.
32.	970,940	JP (Stylized)

33.	974,463	JP Design
34.	988,557	JP Design
35.	1,151,388	KOVADO
36.	852,897	KOVADO (Stylized)
37.	1,673,951	LIGHT TOUCH
38.	1,176,759	LIP ELIXIR
39.	1,179,698	LIP SHEEN
40.	1,275,703	MELLOW TOUCH
41.	1,157,821	MIDNIGHT MUSK
42.	1,322,868	Miscellaneous Design
43.	1,283,986	Miscellaneous Design
44.	1,239,090	Miscellaneous Design
45.	1,111,575	Miscellaneous Design
46.	1,146,789	Miscellaneous Design (Feather)
47.	1,259,725	MOISTURE FORMULA & Design
48.	1,327,817	MOXIE
49.	1,249,475	POSITIVELY BEAUTIFUL
50.	2,205,939	PP (Stylized)
51.	2,134,361	PP (Stylized)
52.	1,387,950	PPWS & Design
53.	1,191,967	REGENER-IT
54.	733,923	REJUVATONE
55.	1,159,638	RELAXER REPAIR
56.	770,943	RINSE-N-SET
57.	970,944	RINSE-N-SET
58.	1,177,734	SALON SUPREME
59.	2,033,056	SENSITIVE BY NATURE
60.	1,146,995	SO FREE
61.	1,164,295	SOCIAL AFFAIRS
62.	1,273,265	SOF N' FREE
63.	572,712	SOFT TOUCH & Design
64.	1,674,733	SOFT TOUCH & Design
65.	1,368,400	SPECIAL BLEND
66.	1,007,236	STA-SOF-FRO
67.	1,214,562	TENDER TREATMENT
68.	2,192,577	TIME CONTROL RENEWAL COMPLEX
69.	1,297,326	ULTRA CURL
70.	1,354,861	ULTRA CURL & Design
71.	1,178,560	ULTRA PRECISE
72.	1,178,623	ULTRA PRECISE
73.	1,179,086	ULTRA PRECISE
74.	1,178,561	ULTRA PRECISE & Design
75.	1,178,622	ULTRA PRECISE & Design
76.	1,179,085	ULTRA PRECISE & Design

77.	1,152,218	ULTRA PRESS
78.	1,168,844	ULTRA PRESS
79.	681,947	ULTRA SHEEN
80.	953,827	ULTRA SHEEN
81.	968,329	ULTRA SHEEN
82.	1,043,225	ULTRA SHEEN
83.	2,236,968	ULTRA SHEEN GRO NATURAL GEL TREATMENT
84.	2,232,500	ULTRA SHEEN GRO NATURAL TREATMENT
85.	1,190,376	ULTRA SHEEN SUPREME
86.	1,191,484	ULTRA SHEEN ULTIMATE
87.	1,312,923	ULTRA SHEEN'S PRECISE
88.	1,312,922	ULTRA SHEEN'S PRECISE & Design
89.	1,653,410	ULTRA SHIELD
90.	1,419,689	ULTRA STAR
91.	738,000	ULTRA WAVE
92.	918,675	ULTRA WAVE
93.	972,010	ULTRA WAVE
94.	608,913	ULTRA WAVE (Stylized)
95.	1,339,893	WHERE RESEARCH BRINGS BEAUTY TO LIFE
96.	1,124,814	WHITE TIE

### Federal Pending Trademark Applications

Serial No.	Mark
75/664,980	GENTLE COLORS
75/318,978	GENTLE TREATMENT
74/709,980	PERFECT PERFORMANCE
75/438,879	PERFECT SHEEN

*Office of the Secretary of State*

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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:

"JOHNSON PRODUCTS CO., INC.", A FLORIDA CORPORATION,  
WITH AND INTO "CARSON PRODUCTS COMPANY" UNDER THE NAME OF "CARSON PRODUCTS COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TENTH DAY OF MAY, A.D. 1999, AT 10 O'CLOCK A.M.

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



2225320 8100M

991184077

Handwritten signature of Edward J. Freel in cursive.

---

Edward J. Freel, Secretary of State

AUTHENTICATION:

9738390

DATE:

05-12-99

TRADEMARK  
REEL: 001974 FRAME: 0530

**CERTIFICATE OF MERGER OF  
JOHNSON PRODUCTS CO., INC.  
WITH AND INTO  
CARSON PRODUCTS COMPANY**

The undersigned **DO HEREBY CERTIFY:**

**FIRST:** That the name and jurisdiction of formation or organization of each of the constituent entities which are to merge are as follows:

<u>Name</u>	<u>State of Domicile and Jurisdiction of Incorporation or Formation</u>
<b>JOHNSON PRODUCTS CO., INC.</b>	Florida
<b>CARSON PRODUCTS COMPANY</b>	Delaware

**SECOND:** That an Agreement of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by the requisite action of each of the constituent entities and their Shareholders in accordance with Title 8, Section 252 of the Delaware General Corporation Law.

**THIRD:** That the name of the surviving corporation is **CARSON PRODUCTS COMPANY** (the "Surviving Company").

**FOURTH:** That the Merger shall become effective upon the filing hereof with each of the Secretaries of State of the States of Delaware and Florida.

**FIFTH:** That the executed Agreement of Merger is on file at the principal place of business of the Surviving Company, the address of which is 64 Ross Road, Savannah, Georgia 31405.

**SIXTH:** That a copy of the Agreement of Merger will be furnished by the Surviving Company, on request and without cost, to any stockholder of the constituent corporations.

0395922.02

IN WITNESS WHEREOF, the undersigned, through their duly authorized officers,  
have executed this Certificate of Merger as of the 1st day of April,  
1999.

**JOHNSON PRODUCTS CO., INC.**

By: Robert W. Pierce  
Robert W. Pierce, CFO and Corporate Secretary

**CARSON PRODUCTS COMPANY**

By: Robert W. Pierce  
Robert W. Pierce, CFO and Corporate Secretary





FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

May 18, 1999

CT Corporation System  
660 East Jefferson St.  
Tallahassee, FL

Re: Document Number F96000005555

The Articles of Merger for CARSON PRODUCTS COMPANY, the surviving Delaware corporation, were filed on May 18, 1999.

Should you have any questions regarding this matter, please feel free to telephone (850) 487-6050, the Amendment Filing Section.

Annette Ramsey  
Corporate Specialist  
Division of Corporations

Letter Number: 399A00027579

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

TRADEMARK  
REEL: 001974 FRAME: 0533

# ARTICLES OF MERGER

(Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, F.S.

99 MAY 18 PM 3:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

**First:** The name and jurisdiction of the surviving corporation is:

<u>Name</u>	<u>Jurisdiction</u>
<u>Carson Products Company</u>	<u>Delaware</u>

**Second:** The name and jurisdiction of each merging corporation is:

<u>Name</u>	<u>Jurisdiction</u>
<u>Johnson Products Co., Inc.</u>	<u>Florida</u>
_____	_____
_____	_____
_____	_____
_____	_____

**Third:** The Plan of Merger is attached.

**Fourth:** The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State

**OR** \_\_\_\_\_ / \_\_\_\_\_ / \_\_\_\_\_ (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days in the future.)

**Fifth:** Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on \_\_\_\_\_

The Plan of Merger was adopted by the board of directors of the surviving corporation on March 31, 1999 and shareholder approval was not required.

**Sixth:** Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on \_\_\_\_\_

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on March 31, 1999 and shareholder approval was not required.

*(Attach additional sheets if necessary)*

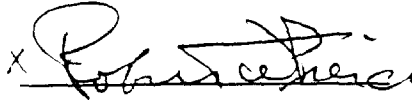
**Seventh: SIGNATURES FOR EACH CORPORATION**

Name of Corporation

Signature

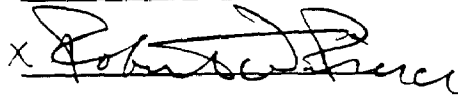
Typed or Printed Name of Individual & Title

Carson Products Company

X 

Robert W. Pierce, CFO & Corporate Secretary

Johnson Products Co., Inc.

X 

Robert W. Pierce, CFO

\_\_\_\_\_

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**PLAN OF MERGER**  
(Merger of subsidiary corporation(s))

The following plan of merger is submitted in compliance with section 607.1104, F.S. and in accordance with the laws of any other applicable jurisdiction of incorporation.

The name and jurisdiction of the parent corporation owning at least 80 percent of the outstanding shares of each class of the subsidiary corporation is:

<u>Name</u>	<u>Jurisdiction</u>
<u>Carson Products Company</u>	<u>Delaware</u>

The name and jurisdiction of each subsidiary corporation is

<u>Name</u>	<u>Jurisdiction</u>
<u>Johnson Products Co., Inc.</u>	<u>Florida</u>
<u> </u>	<u> </u>
<u> </u>	<u> </u>
<u> </u>	<u> </u>
<u> </u>	<u> </u>

The manner and basis of converting the shares of the subsidiary or parent into shares, obligations, or other securities of the parent or any other corporation or, in whole or in part, into cash or other property, and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, and other securities of the surviving or any other corporation or, in whole or in part, into cash or other property is as follows:

Prior to the merger, all Johnson Products Co., Inc. ("JPC") stock is owned by Carson, Inc. On the date of the merger, all stock of JPC issued and outstanding shall be retired, cancelled and extinguished, and Carson, Inc. shall be the sole shareholder of the surviving corporation.

*(Attach additional sheets if necessary)*

If the merger is between the parent and a subsidiary corporation and the parent is not the surviving corporation: a provision for the pro rata issuance of shares of the subsidiary to the holders of the shares of the parent corporation upon surrender of any certificates is as follows:

**not applicable**

If applicable, shareholders of the subsidiary corporations, who, except for the applicability of section 607.1104, F.S. would be entitled to vote and who dissent from the merger pursuant to section 607.1320, F.S., may be entitled, if they comply with the provisions of chapter 607 regarding the rights of dissenting shareholders, to be paid the fair value of their shares.

Other provisions relating to the merger are as follows: **not applicable**

# TROUTMAN SANDERS LLP

A T T O R N E Y S A T L A W  
A LIMITED LIABILITY PARTNERSHIP

BANK OF AMERICA PLAZA  
600 PEACHTREE STREET, N.E. - SUITE 5200  
ATLANTA, GEORGIA 30308-2216  
www.troutmansanders.com  
TELEPHONE: 404-885-3000  
FACSIMILE: 404-885-3900

Kenneth Southall  
ken.southall@troutmansanders.com

Direct Dial: 404-885-3290  
Direct Fax: 404-962-6692

October 19, 1999

Assistant Commissioner for Trademarks  
Box ITU  
2900 Crystal Drive  
Arlington, Virginia 22202-3513

**Re: Carson Products Company**  
**Our Reference: 7695.94683**

10-19-1999  
U.S. Patent & TMO/c/TM Mail Rcpt Dt. #64

Honorable Sir:


Enclosed please find the following documents for filing:

1. Recordation Form Cover Sheet - Trademarks Only;
2. Exhibit;
3. This firm's check in the amount of \$2,515.00; and
4. Return postcard.

If any additional fees are deemed to be payable, please charge our Deposit Account No. 20-1507.

Respectfully submitted,

TROUTMAN SANDERS LLP

By:   
Kenneth Southall  
Attorneys for Applicant

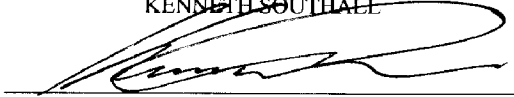
:slw  
Enclosures

## CERTIFICATE OF EXPRESS MAIL UNDER 37 CFR 1.10

Express Mail Mailing Label No.: EL2325325507US  
Date of Deposit: October 19, 1999

I hereby certify that this paper is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 CFR 1.10 on the date indicated above and is addressed to the Assistant Commissioner for Trademarks, BOX ITU, 2900 Crystal Drive, Arlington, Virginia 22202-3513

KENNETH SOUTHALL

  
Date of Signature: October 19, 1999

0465812.06

RECORDED: 10/19/1999

TRADEMARK  
REEL: 001974 FRAME: 0538