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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

| | Registration No. | Mark |
|-----|-------------------------|---|
| 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

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> |
|-----------------------------------|---|
| JOHNSON PRODUCTS CO., INC. | Florida |
| CARSON PRODUCTS COMPANY | 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)

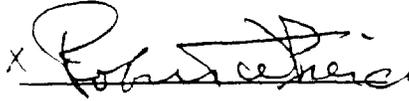
Seventh: SIGNATURES FOR EACH CORPORATION

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

TRADEMARK

REEL: 001974 FRAME: 0535

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> |

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:

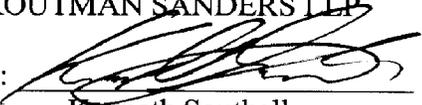
Enclosed please find the following documents for filing:

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

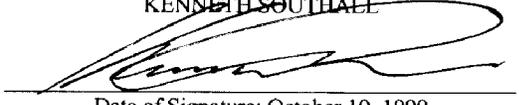
:slw
Enclosures

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