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Tab settings = = =

To the Honorable Commissioner of Patents and Trademarks: Please

copy thereof.

1. Name of conveying party(ies):
Salon Sciences, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State (Florida)
 Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Salon Sciences Corporation
Internal Address: _____
Street Address: 3291 SW 11th Avenue
City: Ft. Lauderdale State: Florida ZIP: 33314

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Florida _____
 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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other Articles of Dissolution and Articles of Incorporation

Execution Date: March 30, 1994

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,776,982 - UHF in Int. Class 3

Additional numbers attached? Yes No

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

Name: Martin P. Hoffman
Internal Address: _____

11/08/1999 JSHABAZZ 00000038 1776982

01 FC:481 40.00 OP
02 FC:482 25.00 OP

Street Address: HOFFMAN, WASSON & GITLER
2361 Jefferson Davis Hwy., Suite 522
City: Arlington State: VA ZIP: 22202

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 65.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: Deficiencies Only
08-2455

(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.

Martin P. Hoffman Martin P. Hoffman Nov 3 1999
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 11

ARTICLES OF INCORPORATION

- OF -

SALON SCIENCES, CORPORATION

FILED
1994 APR 28 PM 12:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation is **SALON SCIENCES, CORPORATION.**

ARTICLE II - DURATION

This corporation shall exist in perpetuity.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the State of Florida and the United States of America.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office for service of process and the business mailing address of this corporation is 2139 University Drive, Suite 1000, Coral Springs, Florida 33071, and the name of the initial registered agent of this corporation at that address is **RENEE F. BANDELL**.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
RENEE F. BANDELL	2139 University Drive Suite 1000 Coral Springs, Florida 33071
DAVID A. BANDELL	2139 University Drive Suite 1000 Coral Springs, Florida 33071

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is:

<u>NAME</u>	<u>ADDRESS</u>
JOSH N. BENNETT	200 South Biscayne Boulevard Suite 3650, First Union Financial Center Miami, Florida 33131

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 30th day of March, 1994.

Josh Bennett
JOSH N. BENNETT

STATE OF FLORIDA)
) :SS.:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared JOSH N. BENNETT, to me known to be the individual described in and who executed the foregoing Articles of Incorporation as subscriber thereto, who is personally known to me or who has provided me with _____ as identification, and who did/did not take an oath.

WITNESS my hand and official seal this 30th day of March, 1994.

Joyce Bess Borck

Joyce Bess Borck, NOTARY PUBLIC,
State of Florida at Large

My Commission Expires:



OFFICIAL SEAL
JOYCE BESS BORCK
My Commission Expires
Feb. 5, 1996
Comm. No. CC 177965

DESIGNATION OF REGISTERED AGENT

Certificate Designating Place of Business for the Service of Process
Within this State, Naming Agent Upon Whom Process May Be Served.

FILED
APR 28 PM 12:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Attached to the Articles of Incorporation of

SALON SCIENCES, CORPORATION

and Made a Part Thereof)

Pursuant to Chapters 48.091 and 607.034, Florida Statutes, the following is submitted in compliance with said Acts and made a part of the Articles of Incorporation of said corporation to which this document is attached:

THAT, SALON SCIENCES, CORPORATION, desiring to organize as a corporation under the laws of the State of Florida, with its registered office as indicated in its Articles of Incorporation in the City of Coral Springs, County of Broward, State of Florida, has named RENEE F. BANDELL as its Registered Agent to accept service of process within this State.

ACCEPTANCE

THAT, I agree as Registered Agent to accept Service of Process; to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.


RENEE F. BANDELL
Registered Agent



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

April 25, 1994

CIS
LYNNE ROBERTS
TALLAHASSEE, FL

Re: Document Number L67888

The Articles of Dissolution dissolving SALON SCIENCES, INC., a Florida corporation, were filed on April 25, 1994.

Should you have any questions regarding this matter, please telephone (904) 487-6050, the Amendment Filing Section.

Joy Moon-French
Corporate Specialist
Division of Corporations

Letter Number: 894A00018707

Account number: 072100000032

Account charged: 35.00

ARTICLES OF DISSOLUTION

- OF -

SALON SCIENCES, INC.

FILED
94 APR 25 PM 1:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, officer of SALON SCIENCES, INC. (the "Corporation"), hereby delivers these Articles of Dissolution in order to dissolve the Corporation pursuant to the Florida Business Corporation Act.

ARTICLE I - NAME

The name of the Corporation is SALON SCIENCES, INC.

ARTICLE II - AUTHORIZATION DATE

The dissolution of the Corporation was authorized by the Shareholders of the Corporation on March 30, 1994.

ARTICLE III - APPROVAL OF SHAREHOLDERS

The Shareholders of the Corporation approved the dissolution of the Corporation by written consent without a meeting, thereby casting a sufficient number of votes for approval of the dissolution of the Corporation.

ARTICLE IV - EFFECTIVE DATE

The dissolution of the Corporation shall be effective on April 10, 1994.

ARTICLE V - CLAIMS AND OBLIGATIONS

All claims and obligations of the Corporation, including all contingent, conditional, or unmatured claims known to the Corporation and all claims and obligations of unidentified claimants, have been paid or reasonable provision has been made therefor.

ARTICLE VI - REMAINING PROPERTY

All remaining cash and property of the Corporation has been distributed to its Shareholders.

EXECUTED this 30th day of March, 1994.



RENEE F. BANDELL, President

SALON SCIENCES, INC.

WRITTEN CONSENT OF SHAREHOLDERS

WITHOUT A SPECIAL MEETING

The undersigned holders of all of the outstanding capital stock (the "Shareholders") of SALON SCIENCES, INC. (the "Corporation"), possessing the minimum number of votes necessary to authorize or take any corporate action required or permitted to be taken at a meeting of the Shareholders, hereby takes the following action without a meeting, by written consent:

IT IS HEREBY:

RESOLVED, that it is in the best interest of the Shareholders of the Corporation for the Corporation to be dissolved and its assets distributed either in cash or in kind to the Shareholders in complete liquidation of the Corporation;


RESOLVED, that the officers of the Corporation are directed to cause Articles of Dissolution to be prepared and filed with the Secretary of State; and be it further

RESOLVED, that the officers are directed to cease carrying on any business of the Corporation contemporaneously with the filing of the Articles of Dissolution except as is appropriate to complete the winding up and liquidation of the Corporation's business affairs, including the collection of its assets, discharging or making provision for discharging its liabilities, and distributing its assets in cash and in kind to the Shareholders.


DATED this 30th day of March, 1994.

Witnessed By:

[Shareholders:]


Witness Print Name: Lanie B. Marshall


RENEE F. BANDELL


Witness Print Name: Scott Koshel


Witness Print Name: Hillary Wells


DAVID A. BANDELL


Witness Print Name: ALAN M. BILLER

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of SALON SCIENCES, CORPORATION, a Florida corporation, filed on April 28, 1994, as shown by the records of this office.

The document number of this corporation is P94000032216.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
Twenty-eighth day of April, 1994



CR2EO22 (2-91)

A handwritten signature in cursive script that reads "Jim Smith".

Jim Smith
Secretary of State

TRADEMARK

REEL: 001987 FRAME: 0194



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

April 28, 1994

CORPORATION INFORMATION SERVICES INC.
1201 HAYS ST.
TALLAHASSEE, FL 32301

The Articles of Incorporation for SALON SCIENCES, CORPORATION were filed on April 28, 1994, and assigned document number P94000032216. Please refer to this number whenever corresponding with this office.

Enclosed is the certification requested.

A corporation annual report will be due this office between January 1 and May 1 of the year following the calendar year of the file date year. A Federal Employer Identification (FEI) number will be required before this report can be filed. Please apply NOW with the Internal Revenue Service by calling 1-800-829-3676 and requesting form SS-4.

Please be aware if the corporate address changes, it is the responsibility of the corporation to notify this office.

Should you have questions regarding corporations, please contact this office at the address given below.

Tim Murphy
Corporate Specialist
New Filings Section
Division of Corporations

Letter Number: 594A00019555

Account number: 072100000032

Account charged: 122.50