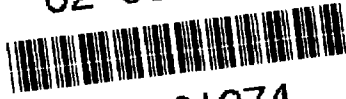




12-14-1999

U.S. Patent & TMOfc/TM Mail Rcpt Dt. #47

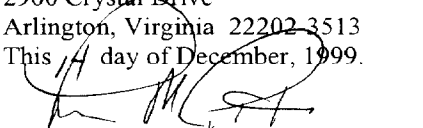
02-08-2000



101261274

CIFICATE 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. EE643323398US to: Assistant Commissioner for Trademarks Box Assignment 2900 Crystal Drive Arlington, Virginia 22202-3513 This 4 day of December, 1999.


Lisa M. Gigliotti

*MED
12.14.99*

**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

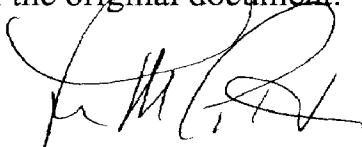
Total number of registrations/applications involved: 54

Total Fee (37 CFR § 3.41): \$1365.00 Check No. 563611 is attached.

02-08-2000 00000045 75501736
01 FC:461
02 FC:462
40.00 DP
1365.00 DP

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: 12/14/99



Lisa M. Gigliotti

Total: Four pages

Trademark Application Serial Nos.:

75/501,736 – CLIMATRESS
75/501,263 – EXTREME
75/501,735 – GLYPRO+

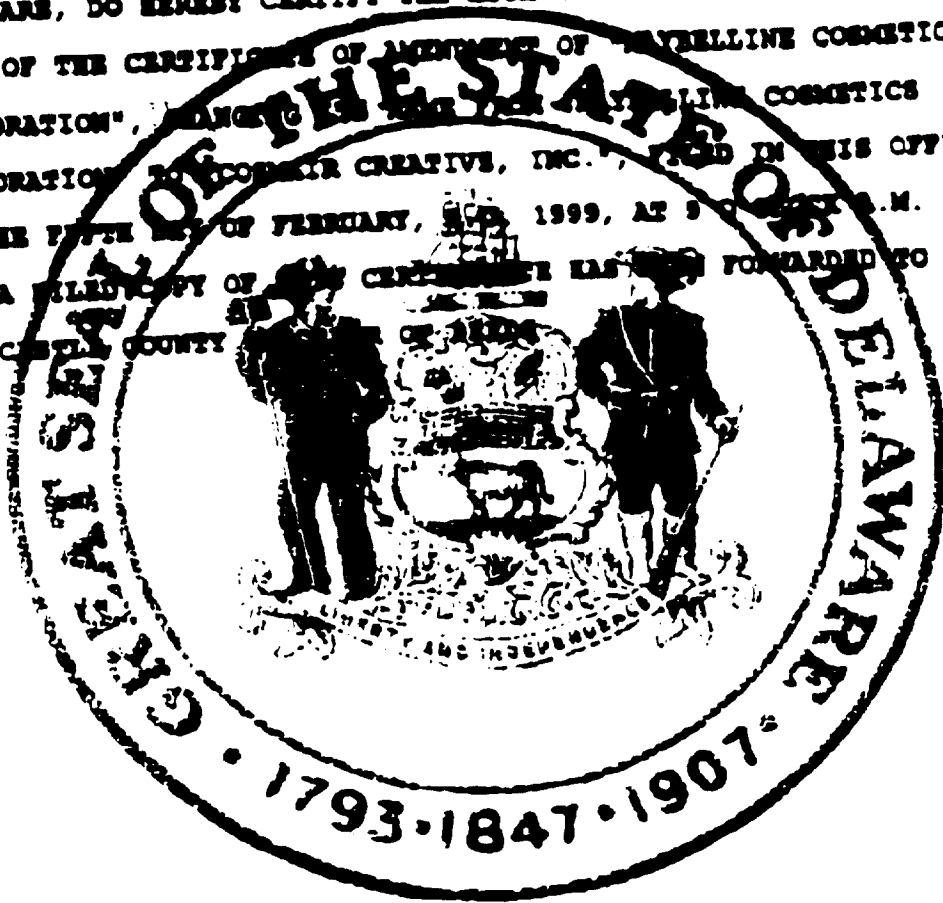
Trademark Registration Nos.:

1,388,739 – a.a.c.t.
1,046,613 – AIRSET
1,006,719 – AMINO COLORS
881,018 – AMINO PON
842,225 – AMINO-PON BEAUTY BAR
832,307 – AMINO-PON “K-11”
820,058 – BIO-SPRAE
1,757,903 – BIO-WAVE
1,154,382 – CELEBRATE THE GENTLE ART OF BEING A WOMAN
901,282 CLIMATRESS
827,015 – CLIMATRESS
817,521 – CLIMATRESS
1,124,216 – CPP CATIPEPTIDE
1,430,784 – CREATIF
1,079,644 – CREATIVE CURL
858,448 – CURL & CONDITION
1,172,776 – CURL SOURCE
1,354,884 – CZAR
1,239,896 – DAY INTO NIGHT
1,077,714 – ENCRISOL
1,062,023 – ESSTURE & TEAR DROP DESIGN
846,015 – EXTREME
1,259,756 – GLYPRO-L
1,297,319 – GLYPROGENIC
919,904 – FILLERAL
1,290,652 – HARD TO RESIST
1,436,129 – INNER SECRET
1,783,174 – INTELLIGENT SOLUTIONS
981,718 – JELLASHEEN
856,706 – LAPINAL
1,778,614 – MIRA-9

1,357,529 – OLIANCE
817,132 – P.P.T. “S – 77”
1,509,798 – PERM ART
843,821 – PHINAL PHASE
842,578 – POLYOXIDE
1,087,391 – REDKEN
971,521 – REDKEN
2,201,717 – REDKEN 5TH AVENUE NYC
1,247,488 – REDKEN AND DESIGN
1,447,037 – REDKEN DECO COLOR
1,241,756 – RK
1,289,876 – SES
1,600,217 – SKIN RESPONSE
1,828,005 – SOLVE
1,280,396 – SRT
2,124,228 – THE REDKEN EXCHANGE
1,372,054 – TOUCH CONTROL
1,059,062 – TRICHOGRAM
1,247,483 – ULTRIANCE
1,451,678 – VECTOR

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 "LYVELLINE COSMETICS CORPORATION", CHANGING THE NAME TO "LYVELLINE COSMETICS CORPORATION TO COSMETIC CREATIVE, INC.", FILED IN THIS OFFICE ON THE FIFTH DAY OF FEBRUARY, 1999, AT 9 O'CLOCK A.M. A FILED COPY OF SAID CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY CLERK.



Edward J. Freel
Edward J. Freel, Secretary of State

2318269 8100
991046838

AUTHENTICATION: 9561104
DATE: 02-05-99

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
MAYBELLE'S 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:

COMBINE 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 143 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 2ND day of January, 1999.


John D. Sullivan
Vice President
