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I hereby certify that this document was deposited with the U.S. Postal Service, Express Mail Post Office to Addressee Service Express Mail No. EL498958700US to: Assistant Commissioner for Trademarks Box Assignment 2900 Crystal Drive Arlington, Virginia 22202-3513 This 16 day of October, 2000.

Lisa M. Gigliotti

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO THE HONORABLE COMMISSIONER OF PATENTS AND TRADEMARKS

Please record the attached original documents or copy thereof.

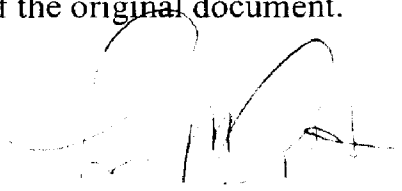
- 1. Name of Conveying Party: Cosmair Creative, Inc. Delaware Corporation
2. Name and Address of Receiving Party: L'Oreal USA Creative, Inc. 575 Fifth Avenue New York, New York 10017 Delaware Corporation
3. Nature of Conveyance: Change of Name Execution Date: June 22, 2000
4. Trademark Application Serial/Registration Nos.: 75/565,392, 2,369,404, 2,371,525, 2,344,914 and 2,352,748.
5. Name and address of party to whom correspondence concerning document should be mailed: Lisa M. Gigliotti, Esq. L'Oreal USA Creative, Inc. 575 Fifth Avenue New York, New York, 10017

Total number of registrations/applications involved: 5

Total Fee (37 CFR § 3.41): \$140.00 Check No. 696193 is attached.

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: October 16, 2000

A handwritten signature in black ink, appearing to read "Lisa M. Gigliotti". The signature is fluid and cursive, with a large initial "L" and "G".

Lisa M. Gigliotti

Total: Four pages

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 "COSMAIR CREATIVE, INC.", CHANGING ITS NAME FROM "COSMAIR CREATIVE, INC." TO "L'OREAL USA CREATIVE, INC.", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF JUNE, A.D. 2000, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE TWENTY-SIXTH DAY OF JUNE, A.D. 2000.

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





Edward J. Freel, Secretary of State

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AUTHENTICATION: 0518551

DATE: 06-23-00

TRADEMARK
REEL: 002177 FRAME: 0750

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
COSMAIR CREATIVE, INC.

Cosmair Creative, Inc. (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 the corporation shall be:

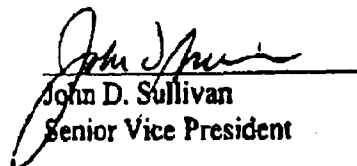
L'Oréal USA Creative, Inc.

SECOND. That the aforesaid 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 242 and 228 of the General Corporation Law of the State of Delaware.

FOURTH. That the effective time of the amendment herein certified shall be 12:00 A.M. on June 26, 2000.

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be signed by John D. Sullivan, Vice President, this 21st day of June, 2000.


John D. Sullivan
Senior Vice President