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12-01-2000

11-02-2000

U.S. Patent & TMO/TM Mail Rpt Dt. #11



SHEET

U.S. DEPARTMENT OF COMMERCE

OMB No. 0651-0011 (exp. 4/94)

101535004

Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies): Name: AM Cosmetics, Inc.</p> <p><input type="checkbox"/> Individual <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation- Delaware <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies): Name: AM Products Company</p> <p>Internal Address: 100 Porete Avenue North Arlington, New Jersey 07031</p> <p>Country: United States</p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership: <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation Delaware <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: March 23, 1998</p>	

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

<p>A. Trademark Application No.(s) 75/755802</p>	<p>B. Trademark Registration No.(s)</p>
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Additional numbers attached? Yes No

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: Leslie Bertagnolli</p> <p>Internal Address: One Prudential Plaza</p> <p>Street Address: 130 East Randolph Drive, Suite 3500</p> <p>City: Chicago State: Illinois ZIP: 60601</p>	<p>6. Total number of applications and registrations involved: 2</p> <hr/> <p>7. Total fee (37 CFR 3.41): \$40.00</p> <p><input checked="" type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <hr/> <p>8. Deposit account number: 02-0400</p>
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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.

Leslie Bertagnolli
Name of Person Signing

Leslie Bertagnolli
Signature

10/26/00
Date

Total number of pages comprising cover sheet: **3**

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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 "AM COSMETICS, INC.", CHANGING ITS NAME FROM "AM COSMETICS, INC." TO "AM PRODUCTS COMPANY", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF APRIL, A.D. 1998, AT 9 O'CLOCK A.M.



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A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION: 0276609

DATE: 02-24-00

TRADEMARK
REEL: 002184 FRAME: 0066

CERTIFICATE OF AMENDMENT
OF THE
RESTATED CERTIFICATE OF INCORPORATION AS AMENDED
OF
AM COSMETICS, INC.

AM COSMETICS, INC., 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 said corporation, by virtue of a Unanimous Written Consent in lieu of a meeting of the Board of Directors pursuant to Section 141(f) of the General Corporation Law of the State of Delaware, adopted the following resolution:

RESOLVED that the Board of Directors hereby declares it advisable and in the best interest of the Company that Article FIRST of the Restated Certificate of Incorporation as amended hereby be further amended to read as follows:

FIRST. The name of this corporation shall be:

AM PRODUCTS COMPANY

SECOND. That the said amendment has been consented to and authorized by the holders of a majority of the issued and outstanding stock entitled to vote 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.

IN WITNESS WHEREOF, said corporation has caused this Certificate to be signed by Vincent A. Wasik, President of AM Cosmetics, Inc., this 23rd day of March A.D. 1998.



Vincent A. Wasik, President