



03-05-2001

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U.S. Patent & TMO/c/TM Mail Rpt Dt. #57

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TO THE HONORABLE COMMISSIONER OF PATENTS AND TRADEMARKS

Please record the attached original documents or copy thereof.

1. Name of Conveying Party:

Carson Products Company
Delaware Corporation

2. Name and Address of Receiving Party:

Carson/Soft Sheen, Inc.
575 Fifth Avenue
New York, New York 10017
Delaware Corporation

3. Nature of Conveyance: Merger and Change of Name
Effective Date: January 1, 2001

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.
L'Oreal USA, Inc.
575 Fifth Avenue
New York, New York, 10017

75894900

Total number of registrations/applications involved: 243

7. Total Fee (37 CFR § 3.41): \$6090.00 (check enclosed)
Additional fees authorized to be charged to deposit account #03-3348

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: February 12, 2001

Lisa M. Gigliotti

Total: Nine pages

03/02/2001 AQHRED1 00000098 75894900

01 FD:481 40.00 01
02 FD:482 6050.00 01

TRADEMARK APPLICATIONS (NAMES AND SERIAL NOS.)

| | |
|---|------------|
| 1. 5-MINUTE RECONSTRUCTOR | 75-894,900 |
| 2. A BEAUTIFUL TRADITION | 75-831,311 |
| 3. A SPA EXPERIENCE FOR YOUR HAIR | 76-056,064 |
| 4. ALMOND RAIN OIL MIST | 75-894,997 |
| 5. BANTU | 76-156,475 |
| 6. BANTU DISTINCTIVELY YOU | 75-831,312 |
| 7. BEAUTIFUL BEGINNINGS | 75-282,635 |
| 8. BLACK HONEY | 75-734,099 |
| 9. BROWN SABLE | 76-059,304 |
| 10. CALM CLEANSE | 75-877,316 |
| 11. CALMING TRESSES | 75-894,931 |
| 12. BROWN SABLE | 76-059,304 |
| 13. CALM CLEANSE | 75-877,316 |
| 14. CALMING TRESSES | 75-894,931 |
| 15. CHESTNUT BLONDE | 76-060,039 |
| 16. COOL WASH | 76-063,547 |
| 17. D | 75-828,010 |
| 18. DARK & LOVELY DIVA | 75-723,789 |
| 19. DARK & LOVELY DIVA | 75-717,386 |
| 20. DARK & LOVELY DIVA | 75-713,887 |
| 21. DARK & LOVELY DIVA | 75-639,165 |
| 22. DARK & LOVELY DIVA | 75-635,399 |
| 23. DARK & LOVELY DIVA | 75-635,390 |
| 24. DARK & LOVELY GENTLE COLORS | 75-191,543 |
| 25. DARK & LOVELY HAIR CARE NATURALLY | 76-149,186 |
| 26. DARK & LOVELY HAIRCARE DRY HAIR HEALER | 75-903,302 |
| 27. DARK & LOVELY NATURAL ZONE | 75-814,901 |
| 28. DARK & LOVELY RESTORE & SHINE | 76-063,549 |
| 29. DARK & LOVELY ULTRA CHOLESTEROL | 75-823,799 |
| 30. DARK & LOVELY XPRESSIONS | 75-399,429 |
| 31. DARK & NATURAL HEAD | 76-063,546 |
| 32. DARK AND LOVELY NATURALLY | 75-823,794 |
| 33. DEEP COPPER | 76-059,044 |
| 34. DEEP MAHOGANY | 76-060,040 |
| 35. DERMABLEND ELITE | 75-828,177 |
| 36. DIAMOND GLOW | 75-738,285 |
| 37. DISTINCTIVELY YOU | 75-831,204 |
| 38. ELITE BY DERMABLEND | 75-828,176 |
| 39. EXTENSIVE MOISTURIZER | 75-878,677 |
| 40. FORMULATED BY WOMEN OF COLOR FOR WOMEN OF COLOR | 75-833,922 |
| 41. GENTLE & NATURAL CARE FOR DELICATE HAIR | 75-896,173 |
| 42. GENTLE COLORS | 75-664,980 |
| 43. GET SMOOTH | 76-060,444 |
| 44. HONEY BLONDE | 76-058,845 |
| 45. IT'S TIME TO GET LOVELY | 75-831,543 |
| 46. MIDNIGHT BLUE | 76-059,305 |
| 47. MIDNIGHT RENDEZVOUS | 75-734,924 |
| 48. PERFECT SHEEN | 75-438,879 |
| 49. PERFECTLY YOURS | 74-386,736 |
| 50. POSNER | 76-160,042 |
| 51. RED HOT RHYTHM | 75-935,928 |
| 52. RED SPICE | 75-475,985 |
| 53. RICH AND NATURAL | 76-016,841 |
| 54. ROASTED CHESTNUT | 76-059,307 |

TRADEMARK APPLICATIONS (NAMES AND SERIAL NOS.)—Cont.

| | | |
|-----|--|------------|
| 55. | SHEER SHINE | 75-877,314 |
| 56. | SHIMMER GLAZE | 75-877,317 |
| 57. | SHIMMER SET | 75-877,312 |
| 58. | SILKEN SPRITZ | 75-877,313 |
| 59. | SILKEN STRAIGHT | 75-778,018 |
| 60. | SOFT GROOM | 76-063,618 |
| 61. | SUN KISSED BROWN | 76-059,306 |
| 62. | SYSTI SHINE | 75-717,493 |
| 63. | THE FUSION OF NATURE & SCIENCE | 75-831,205 |
| 64. | ULTRA CHOLESTEROL | 76-169,274 |
| 65. | ULTRA CHOLESTEROL | 75-404,536 |
| 66. | WINTER BLONDE | 76-017,644 |
| 67. | XTRA LITE | 76-059,302 |
| 68. | MISCELLANEOUS DESIGN (RODNEY - SIDE VIEW) | 75-742,613 |
| 69. | MISCELLANEOUS DESIGN (RODNEY - FRONT VIEW) | 75-740,753 |
| 70. | A SOLUTION | 76-101,566 |
| 71. | BRONZER SOLEIL | 76-067,779 |
| 72. | CLINICAL BALANCE | 76-068,838 |
| 73. | CLINICAL BALANCE BY DERMABLEND | 76-068,299 |
| 74. | COVER DUET | 76-068,334 |
| 75. | DERMABLEND CORRECTIVE COSMETICS SYSTEM | 75-788,346 |
| 76. | DERMABLEND REFLECTIONS | 76-024,536 |
| 77. | EB | 76-099,722 |
| 78. | ESSENTIAL BENEFITS | 75-876,427 |
| 79. | QUICK-FIX | 75-779,372 |
| 80. | Miscellaneous Design | 76-099,723 |

TRADEMARK REGISTRATIONS (NAMES, SERIAL NOS. AND REGISTRATION NOS.)

| | | | |
|------|---|------------|-----------|
| 81. | AFRO SHEEN | 72-426,788 | 982,972 |
| 82. | AFRO SHEEN CLEAN SHAVE WITH BUMP PROTECTION | 75-233,208 | 2,256,271 |
| 83. | AFRO-SHEEN | 72-291,750 | 885,995 |
| 84. | ALMOND BROWN | 75-322,041 | 2,215,597 |
| 85. | AUTUMN RED | 75-322,043 | 2,267,642 |
| 86. | BANTU | 73-209,420 | 1,146,790 |
| 87. | BANTU | 73-166,173 | 1,126,316 |
| 88. | BEAUTIFUL BEGINNINGS | 75-283,082 | 2,153,794 |
| 89. | BEAUTIFUL BEGINNINGS | 74-393,766 | 2,021,132 |
| 90. | BLACK TIE | 73-074,776 | 1,052,207 |
| 91. | BLACK TIE | 72-133,192 | 757,879 |
| 92. | BRAID & SHINE | 74-585,865 | 2,065,461 |
| 93. | CALYPSO CANDY | 75-759,297 | 2,396,559 |
| 94. | CARAMEL BROWN | 75-322,046 | 2,229,712 |
| 95. | CARSON | 72-462,038 | 988,772 |
| 96. | CARSON COMPOSITIONS | 75-262,930 | 2,197,297 |
| 97. | CC | 75-262,933 | 2,235,028 |
| 98. | CHERRY CURRANT | 75-323,763 | 2,279,838 |
| 99. | CINNAMON STRUT | 75-738,489 | 2,366,239 |
| 100. | CLASSY CURL | 73-362,635 | 1,274,711 |

TRADEMARK REGISTRATIONS (NAMES, SERIAL NOS. AND REGISTRATION NOS.)—Cont.

| | | | |
|------|--|------------|-----------|
| 101. | CLASSY CURL | 73-274,900 | 1,225,663 |
| 102. | CLEAN SHAVE | 75-277,820 | 2,155,878 |
| 103. | CLEAR GLOSSY | 75-322,040 | 2,209,870 |
| 104. | COFFEE BROWN | 75-322,042 | 2,209,871 |
| 105. | COLOR ALERT | 73-562,690 | 1,532,525 |
| 106. | COLOR ALERT | 73-486,169 | 1,471,859 |
| 107. | COLOR TALK | 75-088,708 | 2,096,879 |
| 108. | COMFORT PLUS | 75-505,233 | 2,308,684 |
| 109. | COMFORT PLUS | 75-063,626 | 2,033,838 |
| 110. | CREME DEVELOPER 8 VOLUME | 75-322,038 | 2,254,257 |
| 111. | CURL RELOCK | 73-346,392 | 1,254,232 |
| 112. | CUSTOM BLENDS | 72-238,966 | 824,590 |
| 113. | D&L | 75-692,541 | 2,343,298 |
| 114. | DARK & LOVELY | 75-241,014 | 2,241,861 |
| 115. | DARK & LOVELY | 73-533,110 | 1,393,705 |
| 116. | DARK & LOVELY | 73-527,461 | 1,394,953 |
| 117. | DARK & LOVELY | 73-146,092 | 1,115,486 |
| 118. | DARK & LOVELY | 73-081,278 | 1,067,043 |
| 119. | DARK & LOVELY | 72-429,232 | 963,797 |
| 120. | DARK & LOVELY 24 HR THERAPY | 75-071,301 | 2,040,359 |
| 121. | DARK & LOVELY COLOR CARE | 74-732,699 | 2,008,134 |
| 122. | DARK & LOVELY EXCELLE | 73-533,239 | 1,364,052 |
| 123. | DARK & LOVELY EXCELLE CONDITIONING MOISTURE... | 75-285,126 | 2,245,021 |
| 124. | DARK & LOVELY EXCELLE SALON PERFORMANCE... | 75-232,105 | 2,263,446 |
| 125. | DARK & LOVELY PLUS | 73-621,456 | 1,457,099 |
| 126. | DARK & LOVELY QUIK FREEZE | 74-618,073 | 2,005,138 |
| 127. | DARK & LOVELY RESTORE & REPAIR | 75-083,699 | 2,035,777 |
| 128. | DARK & LOVELY REVIVING COLORS | 73-705,660 | 1,532,545 |
| 129. | DARK & LOVELY ULTRA NOURISH | 75-069,125 | 2,035,591 |
| 130. | DARK & NATURAL | 74-148,221 | 1,745,029 |
| 131. | DL 2000 | 75-042,651 | 2,026,979 |
| 132. | DUO TEX | 73-008,554 | 996,025 |
| 133. | EMBRACE | 73-196,394 | 1,222,271 |
| 134. | FIRST CLASS AFFAIRS | 73-217,979 | 1,169,796 |
| 135. | GOLD MAGIC | 72-375,189 | 926,990 |
| 136. | GOLDEN GODDESS | 75-738,286 | 2,347,170 |
| 137. | GREAT BEAUTIFUL BLACK WOMEN | 73-187,851 | 1,148,533 |
| 138. | HAIRLIGHTS | 73-250,322 | 1,248,065 |
| 139. | ICP3* *INTENSIVE CORTEX PENETRATOR | 73-502,417 | 1,356,133 |
| 140. | JOAN B. | 73-260,015 | 1,191,974 |
| 141. | KOVADO | 73-229,266 | 1,151,388 |
| 142. | KOVADO | 72-266,547 | 852,897 |
| 143. | LET'S JAM! | 73-721,480 | 1,516,142 |
| 144. | LIGHT TOUCH | 73-809,510 | 1,673,951 |
| 145. | LIP ELIXIR | 73-202,208 | 1,176,759 |
| 146. | LIP SHEEN | 73-202,211 | 1,179,698 |
| 147. | LIQUAJAM | 74-249,891 | 1,794,075 |
| 148. | MAGIC | 72-135,040 | 743,120 |
| 149. | MAGIC | 72-134,254 | 741,715 |
| 150. | MAGIC MILD | 75-550,901 | 2,269,165 |
| 151. | MAGIC SMOOTH | 75-552,790 | 2,269,176 |

TRADEMARK REGISTRATIONS (NAMES, SERIAL NOS. AND REGISTRATION NOS.)—Cont.

| | | | |
|------|--|------------|-----------|
| 152. | MANDARIN BROWN | 75-322,044 | 2,219,786 |
| 153. | MATTE BLACK | 75-324,390 | 2,217,991 |
| 154. | MELLOW TOUCH | 73-399,635 | 1,275,703 |
| 155. | MIDNIGHT MUSK | 73-217,981 | 1,157,821 |
| 156. | MOCHA BROWN | 75-285,125 | 2,209,858 |
| 157. | MOISTURE FORMULA | 73-316,870 | 1,259,725 |
| 158. | MOISTURE JAM | 74-390,406 | 1,871,795 |
| 159. | MOISTURESEAL | 75-717,492 | 2,329,794 |
| 160. | MOISTURESEAL LEAVE-IN CONDITIONING MIST | 75-232,100 | 2,170,966 |
| 161. | NATURALLY SOFT | 75-191,545 | 2,160,979 |
| 162. | NEUTRALIZING & DECALCIFYING SHAMPOO WITH COLOR.. | 75-191,544 | 2,257,533 |
| 163. | NO MISTAKE | 74-466,424 | 1,864,498 |
| 164. | ORANGE BRANDY | 75-663,100 | 2,391,109 |
| 165. | PALMADE | 74-464,311 | 1,918,671 |
| 166. | PENETREX | 73-674,152 | 1,478,220 |
| 167. | PERFECT PERFORMANCE | 74-709,980 | 2,279,593 |
| 168. | PERFECTMIX | 75-717,542 | 2,410,147 |
| 169. | PERFECTMIX CREME ACTIVATOR | 75-191,547 | 2,196,377 |
| 170. | POSITIVELY BEAUTIFUL | 73-286,987 | 1,249,475 |
| 171. | POSNER | 73-551,203 | 1,385,676 |
| 172. | POSNER | 73-234,896 | 1,160,559 |
| 173. | POSNER EASY WAVE | 73-458,803 | 1,356,112 |
| 174. | POSNER'S BERGAMOT | 71-658,319 | 607,155 |
| 175. | PP | 75-240,026 | 2,134,361 |
| 176. | PP | 74-626,110 | 2,205,939 |
| 177. | PPWS | 73-546,905 | 1,387,950 |
| 178. | PRE-CARE | 73-621,085 | 1,445,850 |
| 179. | PRO JAM | 74-584,962 | 2,114,430 |
| 180. | PRO-MOISTURE | 75-696,234 | 2,343,326 |
| 181. | PRO-MOISTURE | 74-625,309 | 2,193,962 |
| 182. | PUDDING | 74-185,593 | 1,746,274 |
| 183. | RED MAGIC | 72-189,238 | 827,969 |
| 184. | RED SCARLET | 75-323,762 | 2,263,571 |
| 185. | REGENER-IT | 73-229,073 | 1,191,967 |
| 186. | REJUVATONE | 72-126,473 | 733,923 |
| 187. | RELAXER REPAIR | 73-229,008 | 1,159,638 |
| 188. | REVIVING COLORS | 74-719,305 | 2,067,823 |
| 189. | RICH & NATURAL | 74-549,598 | 1,970,638 |
| 190. | RINSE-N-SET | 72-444,964 | 970,944 |
| 191. | RINSE-N-SET | 72-150,206 | 770,943 |
| 192. | SALON SUPREME | 73-252,644 | 1,177,734 |
| 193. | SENSITIVE BY NATURE | 74-709,981 | 2,033,056 |
| 194. | SHAVINE | 71-531,930 | 500,532 |
| 195. | SILKY SENSATION | 75-205,899 | 2,116,198 |
| 196. | SMARTSTART | 75-717,494 | 2,329,795 |
| 197. | SMARTSTART PRE-RELAXER MOISTURIZER | 75-187,370 | 2,171,855 |
| 198. | SOCIAL AFFAIRS | 73-217,908 | 1,164,295 |
| 199. | SOOTHING SCALP BASE | 75-322,045 | 2,193,522 |
| 200. | SPECIAL BLEND | 73-441,193 | 1,368,400 |

TRADEMARK REGISTRATIONS (NAMES, SERIAL NOS. AND REGISTRATION NOS.)—Cont.

| | | | |
|------|---|------------|-----------|
| 201. | SPICED BROWN | 75-322,039 | 2,238,201 |
| 202. | STA-SOF-FRO | 73-002,419 | 1,007,236 |
| 203. | STRAIGHT & HEALTHY | 75-042,408 | 2,089,947 |
| 204. | SYSTI-SHINE | 75-635,384 | 2,407,169 |
| 205. | TENDER TREATMENT | 73-196,295 | 1,214,562 |
| 206. | TOFFEE TEASE | 75-738,345 | 2,357,430 |
| 207. | ULTRA CURL | 73-476,160 | 1,354,861 |
| 208. | ULTRA CURL | 73-408,138 | 1,297,326 |
| 209. | ULTRA PRECISE | 73-245,136 | 1,178,561 |
| 210. | ULTRA PRECISE | 73-245,068 | 1,179,086 |
| 211. | ULTRA PRECISE | 73-245,067 | 1,178,560 |
| 212. | ULTRA PRECISE | 73-245,066 | 1,178,623 |
| 213. | ULTRA PRECISE | 73-245,065 | 1,179,085 |
| 214. | ULTRA PRECISE | 73-245,064 | 1,178,622 |
| 215. | ULTRA PRESS | 73-197,655 | 1,168,844 |
| 216. | ULTRA PRESS | 73-197,654 | 1,152,218 |
| 217. | ULTRA SHEEN'S PRECISE | 73-252,290 | 1,312,923 |
| 218. | ULTRA SHEEN'S PRECISE | 73-252,262 | 1,312,922 |
| 219. | ULTRA SHIELD | 74-062,316 | 1,653,410 |
| 220. | ULTRA STAR | 73-596,929 | 1,419,689 |
| 221. | ULTRA WAVE | 72-410,725 | 972,010 |
| 222. | ULTRA WAVE | 72-367,453 | 918,675 |
| 223. | ULTRA WAVE | 72-118,696 | 738,000 |
| 224. | ULTRA WAVE | 71-672,157 | 608,913 |
| 225. | WAVE RUNNER | 75-262,932 | 2,239,491 |
| 226. | WHERE RESEARCH BRINGS BEAUTY TO LIFE | 73-426,410 | 1,339,893 |
| 227. | WHITE TIE | 73-153,419 | 1,124,814 |
| 228. | YELLOW OUT | 75-823,796 | 2,397,727 |
| 229. | MISCELLANEOUS DESIGN (CURLY-HAIRED CHILD) | 75-540,191 | 2,358,572 |
| 230. | MISCELLANEOUS DESIGN (GIRL IN VEST) | 75-539,315 | 2,392,081 |
| 231. | MISCELLANEOUS DESIGN (TWO HEADS WITH AFROS) | 73-453,917 | 1,322,868 |
| 232. | MISCELLANEOUS DESIGN (TWO HEADS WITH AFROS) | 73-427,981 | 1,283,986 |
| 233. | MISCELLANEOUS DESIGN (FLOWER) | 73-316,871 | 1,239,090 |
| 234. | MISCELLANEOUS DESIGN (BANTU WHEAT) | 73-209,419 | 1,146,789 |
| 235. | MISCELLANEOUS DESIGN (JAR) | 73-011,226 | 1,111,575 |
| 236. | CHROMATONE | 73-321,248 | 1,234,213 |
| 237. | DERMABLEND | 73-381,177 | 1,282,015 |
| 238. | DERMABLEND A ACTIVE | 75-074,237 | 2,157,342 |
| 239. | DERMABLEND ACTIVE | 75-013,579 | 2,070,695 |
| 240. | DERMABLEND CORRECTIVE COSMETICS | 74-121,821 | 1,707,669 |
| 241. | DERMABLEND QUICK-FIX | 74-101,860 | 1,721,034 |
| 242. | LEG & BODY PERFECTION KIT | 75-051,150 | 2,200,115 |
| 243. | WRINKLE-FIX | 74-043,218 | 1,679,784 |

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:

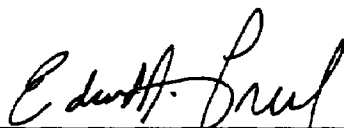
"SOFT SHEEN PRODUCTS, INC.", A DELAWARE CORPORATION, WITH AND INTO "CARSON PRODUCTS COMPANY" UNDER THE NAME OF "CARSON/SOFT SHEEN, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SIXTH DAY OF DECEMBER, A.D. 2000, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY, A.D. 2001.

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



2225320 8100M
001649310



Edward J. Freel, Secretary of State

AUTHENTICATION: 0878440

DATE: 12-26-00

TRADEMARK
REEL: 002251 FRAME: 0072

CERTIFICATE OF MERGER
OF
SOFT SHEEN PRODUCTS, INC.
AND
CARSON PRODUCTS COMPANY

It is hereby certified that:

1. The constituent business corporations participating in the merger herein certified are:

(i) Soft Sheen Products, Inc., which is incorporated under the laws of the State of Delaware; and

(ii) Carson Products Company, which is incorporated under the laws of the State of Delaware.

2. An Agreement of Merger has been approved, adopted, certified, executed, and acknowledged by each of the aforesaid constituent corporations in accordance with the provisions of subsection (c) of Section 251 of the General Corporation Law of the State of Delaware.

3. The name of the surviving corporation in the merger herein certified is Carson Products Company, which will continue its existence as said surviving corporation under the name Carson/Soft Sheen, Inc. upon the effective date of said merger pursuant to the provisions of the General Corporation Law of the State of Delaware.

4. The Certificate of Incorporation of the surviving corporation, as now in force and effect, shall continue to be the Certificate of Incorporation of said surviving corporation except that Article FIRST, relating to the name of the corporation is hereby amended and changed so as to read as follow at the effective time of the merger:

"FIRST: The name of the corporation (hereinafter called the "corporation") shall be Carson/Soft Sheen, Inc."

5. The executed Agreement of Merger between the aforesaid constituent corporations is on file at an office of the aforesaid surviving corporation, the address of which is as follows:

Carson/Soft Sheen, Inc.
575 Fifth Avenue
New York, NY 10017

6. A copy of the aforesaid Agreement of Merger will be furnished by the aforesaid

Document 2(b)