

04-24-2001

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

4.5.01



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Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Lever Investments Corporation

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State-Delaware
- Other \_\_\_\_\_

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

2. Name and address of receiving party(ies)

Name: Chesebrough-Pond's Inc.

Internal Address: \_\_\_\_\_

Street Address: 501 Silverside Road

City: Wilmington State: DE ZIP: 19809

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State Delaware
- 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 \_\_\_\_\_

Execution Date: Dec 31, 1999

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

A. Trademark Application No.(s)

75/808228

B. Trademark Registration No.(s)

Additional numbers attached?  Yes  No

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

Name: Roland Rodriguez

Internal Address: Vn. Lever United States, Inc  
Lever House

Street Address: 390 Park Avenue

City: New York State: NY ZIP: 10022

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

21-0043

(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.

Roland Rodriguez  
Name of Person Signing

Roland Rodriguez  
Signature

4/4/01  
Date

Total number of pages including cover sheet, attachments, and document: 4

Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patents & Trademarks, Box Assignments  
Washington, D.C. 20231

TRADEMARK  
REEL: 002278 FRAME: 0017

State of Delaware  
Office of the Secretary of State

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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 MERGER, WHICH MERGES:

"LEVER INVESTMENTS CORPORATION", A DELAWARE CORPORATION, WITH AND INTO "CHESEBROUGH-POND'S INC." UNDER THE NAME OF "CHESEBROUGH-POND'S INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTIETH DAY OF DECEMBER, A.D. 1999, AT 12:31 O'CLOCK P.M.



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

Edward J. Freel, Secretary of State

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001033227

AUTHENTICATION: 0211526

DATE: 01-21-00

TRADEMARK  
REEL: 002278 FRAME: 0018

**CERTIFICATE OF MERGER**  
**MERGING**  
**LEVER INVESTMENTS CORPORATION**  
**INTO**  
**CHESEBROUGH-POND'S INC.**

Pursuant to Section 251 of the  
Delaware General Corporation Law

The undersigned corporation organized and existing under and by virtue of  
the General Corporation Law of the State of Delaware.

DOES HEREBY CERTIFY:

**FIRST:** That the name and state of incorporation of each of the  
constituent corporations in the merger are as follows:

| <u>Name</u>                   | <u>State of Incorporation</u> |
|-------------------------------|-------------------------------|
| Lever Investments Corporation | Delaware                      |
| Chesebrough-Pond's Inc.       | Delaware                      |

**SECOND:** That an Agreement and Plan of Merger between the  
parties to the merger has been approved, adopted, certified, executed and  
acknowledged by each of the constituent corporations in accordance with  
the requirements of Section 251 of the General Corporation Law of the State  
of Delaware.

**THIRD:** That Chesebrough-Pond's Inc. shall be the surviving  
corporation.

**FOURTH:** That the certificate of incorporation of Chesebrough-  
Pond's Inc. shall be the certificate of incorporation of the surviving  
corporation.

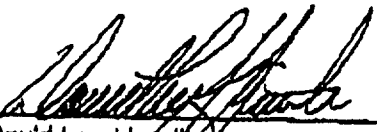
**FIFTH:** That the executed Agreement and Plan of Merger is on  
file at an office of the surviving corporation. The address of such office of  
the surviving corporation is 501 Silverside Road, Wilmington, DE 19809.

**SIXTH:** That a copy of the Agreement and Plan of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

**SEVENTH:** That the merger shall be effective at the Close of business on December 31, 1999.

In witness whereof, Chesebrough-Pond's Inc. has caused this Certificate of Merger to be executed by its duly authorized officer this 20<sup>th</sup> day of December, 1999.

Chesebrough-Pond's Inc.

By:   
David Ley Hamilton  
President