

05-04-2001



101701297

Form PTO-1594
6-93
OMB No. 0651-0011 (exp. 4/94)

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(ies):
Name: AM Cosmetics Inc..
 Individual Association
 General Partnership Limited Partnership
 Corporation- Delaware
 Other _____
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
Name: AM Products Company
Internal Address:
100 Porete Avenue
North Arlington, New Jersey 07031
Country: **United States**
 Individual(s) citizenship _____
 Association _____
 General Partnership:
 Limited Partnership _____
 Corporation 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: March 23, 1998

04-16-2001
U.S. Patent & TMO/TM Mail Rpt Dt. #70

4. Application number(s) or trademark number(s):
A. Trademark Application No.(s)
75/656614
B. Trademark Registration No.(s)
1881097; 1867409; 1899533
Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: **Leslie Bertagnolli**
Internal Address: **One Prudential Plaza**
Street Address: **130 East Randolph Drive, Suite 3500**
City: **Chicago** State: **Illinois** ZIP: **60601**

6. Total number of applications and registrations involved: **1**
7. Total fee (37 CFR 3.41): ~~\$90.00~~ **115.00**
 Enclosed
 Authorized to be charged to deposit account
8. Deposit account number:
02-0400

DO NOT USE THIS SPACE

05/03/2001 DBYRNE 00000131 020400 75656614
01 FC:481 40.00 CH
02 FC:482 75.00 CH

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 Leslie Bertagnolli April 12, 2001
Name of Person Signing Signature Date
Total number of pages comprising cover sheet:

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.



A handwritten signature in cursive script, reading "Edward J. Freel", is written over a horizontal line.

Edward J. Freel, Secretary of State

2600270 8100

001078765

AUTHENTICATION: 0276609

DATE: 02-24-00

TRADEMARK
REEL: 002286 FRAME: 0187

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:

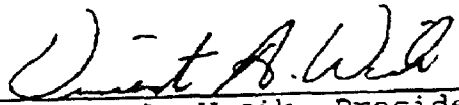
FIRST. The name of this corporation shall be:

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