

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):

Pro-Line 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: Pro-Line International, Inc.
 Internal
 Address: _____

Street Address: 2121 Panoramic Circle
 City: Dallas State: TX Zip: 75212

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: July 28, 2000

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

| | | |
|-----------|-----------|-----------|
| 1,253,484 | 2,007,147 | 2,195,924 |
| 1,245,665 | 2,037,271 | 2,296,675 |

Additional number(s) attached Yes No

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

Name: Lynn B. Wisser

Internal Address: _____

Alberto-Culver Company

2525 Armitage Avenue

Street Address: _____

2525 Armitage Avenue

City: Melrose Park State: IL Zip: 60160

6. Total number of applications and registrations involved: 6

7. Total fee (37 CFR 3.41): \$ 165.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:

010672

(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.

Lynn B. Wisser Lynn B. Wisser October 23, 2001
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 3

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

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 "PRO-LINE CORPORATION", CHANGING ITS NAME FROM "PRO-LINE CORPORATION" TO "PRO-LINE INTERNATIONAL, INC.", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF JULY, A.D. 2000, AT 4 O'CLOCK P.M.



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

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0713289

DATE: 10-03-00

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CERTIFICATE OF AMENDMENT
OF
RESTATED CERTIFICATE OF INCORPORATION
OF
PRO-LINE CORPORATION

Pro-Line Corporation, a corporation duly organized and existing under the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify that:

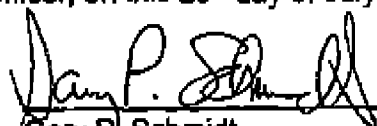
- I. The amendment to the Corporation's Restated Certificate of Incorporation set forth below was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware and has been consented to in writing by the sole stockholder in accordance with Section 228 of the General Corporation Law of the State of Delaware.
- II. Article I of the Corporation's Restated Certificate of Incorporation is amended to read in its entirety as follows:

"ARTICLE I

NAME

The name of the corporation is Pro-Line International, Inc. ("Corporation")."

IN WITNESS WHEREOF, Pro-Line Corporation has caused this Certificate to be executed by Gary P. Schmidt, its authorized officer, on this 28th day of July, 2000.



 Gary P. Schmidt
 Vice President, Secretary and General Counsel