

12-17-2002
102313761
TRADEMARKS

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

RECORDED
102313761
TRADEMARKS

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):

The Wella Corporation

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation-State - New York
☐ Other:

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

3. Nature of Conveyance:

- ☐ Assignment ☒ Merger
☐ Security Agreement ☒ Change of Name
☐ Other:

Execution Date: September 20, 1995

2. Name and address of receiving party(ies):

Name: The Wella Corporation

Internal Address:

Street Address: 6109 DeSoto Avenue

City: Woodland Hills

State: California

Zip: 91367

- ☐ 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: (Designations must be a separate document from assignment) ☐ Yes ☒ No

Additional name(s) & address(es) attached? ☐ Yes ☒ No

4. Application Number(s) or Registration Number(s):

A. Trademark Application No.(s):

See Exhibit A
attached hereto

Additional numbers attached?

B. Trademark Registration No.(s):

See Exhibit A
attached hereto

☒ Yes ☐ No

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

Name: M. John Carson
Fulbright & Jaworski L.L.P.

Internal Address: _____

Street Address: 865 South Figueroa
Twenty-Ninth Floor

City: Los Angeles State: CA Zip: 90017-2571

6. Total Number of applications and registrations involved: 29

7. Total fee (37 CFR 3.41) \$ 740.00

- ☐ Enclosed
☒ Authorized to be charged to Deposit Account
☐ Authorized to be charged to credit card
(Form 2038 enclosed)

8. Deposit account number: 50-0337

(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.

M. John Carson
Name of Person Signing

Signature

NOVEMBER 15, 2002
Date

Total number of pages including cover sheet, attachments, and document: 15

Recordation Form Cover Sheet

I hereby certify that this correspondence is being deposited with the U.S. Postal Service with sufficient postage as First Class Mail, in an envelope addressed to: Commissioner for Trademarks, Box Assignment, 2900 Crystal Drive, Arlington, VA 22202-3513, on the date shown below.

Dated: 11/15/2002 Signature: Lutricia Ware (Lutricia Ware)

12/16/2002 TDIAZ1 00000047 500337 1304598

01 FC:8521 40.00 CH
02 FC:8522 700.00 CH

TRADEMARK
REEL: 002634 FRAME: 0295

Exhibit A to Recordation Cover Sheet re Name Change

Registration Number: 1304598	Issue Date: November 13, 1984	Atty Docket No.: LA-7213-101.US
Title: FEMALE HEAD DESIGN		
Trademark Type: TM	International Class: 3	

Registration Number: 1447056	Issue Date: July 14, 1987	Atty Docket No.: LA-7213-102.US
Title: FEMALE HEAD DESIGN		
Trademark Type: TM	International Class: 3	

Registration Number: 1643295	Issue Date: May 7, 1991	Atty Docket No.: LA-7213-103.US
Title: FEMALE HEAD DESIGN		
Trademark Type: TM	International Class: 3	

Registration Number: 1444015	Issue Date: June 23, 1987	Atty Docket No.: LA-7213-104.US
Title: FEMALE HEAD DESIGN		
Trademark Type: TM	International Class: 3	

Registration Number: 2165005	Issue Date: June 16, 1998	Atty Docket No.: LA-7213-136.US
Title: WELLA INTERNATIONAL NETWORK		
Trademark Type: SM	International Class: 41	

Registration Number: 1511424	Issue Date: November 8, 1988	Atty Docket No.: LA-7213-137.US
Title: WELLA INTERNATIONAL QUALITY EX		
Trademark Type: TM	International Class: 3	

Registration Number: 940087	Issue Date: August 1, 1972	Atty Docket No.: LA-7213-138.US
Title: WELLA MAGIC		
Trademark Type: TM	International Class: 3	

Registration Number: 756530	Issue Date: September 10, 1963	Atty Docket No.: LA-7213-142.US
Title: WELLAFORM (STYLIZED)		
Trademark Type: TM	International Class: 3	

Registration Number: 957428	Issue Date: April 17, 1973	Atty Docket No.: LA-7213-143.US
Title: WELLASOL (STYLIZED)		
Trademark Type: TM	International Class: 3	

Registration Number: 409826	Issue Date: October 24, 1944	Atty Docket No.: LA-7213-145.US
Title: WELLIN (STYLIZED)		
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Registration Number: 409704	Issue Date: October 17, 1944	Atty Docket No.: LA-7213-146.US
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Registration Number: 1263360	Issue Date: January 10, 1984	Atty Docket No.: LA-7213-147.US
Title: WELLOXIDE		
Trademark Type: TM	International Class: 3	

Registration Number: 641865	Issue Date: February 19, 1957	Atty Docket No.: LA-7213-148.US
Title: WELLITE (STYLIZED)		
Trademark Type: TM	International Class: 3	

Registration Number: 979071	Issue Date: February 19, 1974	Atty Docket No.: LA-7213-152.US
Title: WELLA		
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Registration Number: 2051628	Issue Date: April 8, 1997	Atty Docket No.: LA-7213-153.US
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Registration Number: 575178	Issue Date: June 2, 1953	Atty Docket No.: LA-7213-154.US
Title: WELLA AND FEMALE HEAD DESIGN I		
Trademark Type: TM	International Class: 3	

Registration Number: 1951441	Issue Date: January 23, 1996	Atty Docket No.: LA-7213-155.US
Title: WELLA AND FEMALE HEAD DESIGN II		
Trademark Type: TM	International Class: 25	

Registration Number: 581521	Issue Date: October 27, 1953	Atty Docket No.: LA-7213-156.US
Title: WELLA (STYLIZED)		
Trademark Type: TM	International Class: 7	

Registration Number: 963124	Issue Date: July 3, 1973	Atty Docket No.: LA-7213-157.US
Title: WELLA BALSAM		
Trademark Type: TM	International Class: 3	

Registration Number: 801473	Issue Date: January 4, 1966	Atty Docket No.: LA-7213-158.US
Title: WELLA BALSAM (STYLIZED)		
Trademark Type: TM	International Class: 3	
Registration Number: 803562	Issue Date: February 8, 1966	Atty Docket No.: LA-7213-159.US
Title: WELLA CARE		
Trademark Type: TM	International Class: 3	
Registration Number: 838030	Issue Date: October 31, 1967	Atty Docket No.: LA-7213-160.US
Title: WELLA COLORMATIC (STYLIZED)		
Trademark Type: TM	International Class: 3	
Registration Number: 1392886	Issue Date: May 13, 1986	Atty Docket No.: LA-7213-161.US
Title: VITAWELL		
Trademark Type: TM	International Class: 3	
Registration Number: 575177	Issue Date: June 2, 1953	Atty Docket No.: LA-7213-162.US
Title: WELLA (STYLIZED)		
Trademark Type: TM	International Class: 3	
Registration Number: 1642546	Issue Date: April 30, 1991	Atty Docket No.: LA-7213-192.US
Title: WELLA		
Trademark Type: TM	International Class: 3	
Registration Number: 1702745	Issue Date: July 28, 1992	Atty Docket No.:
Title: WELLOXON		
Trademark Type: TM	International Class: 3	
Registration Number: 1645757	Issue Date: May 28, 1991	Atty Docket No.:
Title: WELLA BALSAM		
Trademark Type: TM	International Class: 3	
Registration Number: 1158703	Issue Date: June 30, 1981	Atty Docket No.:
Title: WELLA FLEX		
Trademark Type: TM	International Class: 3	
Registration Number: 1834278	Issue Date: May 3, 1994	Atty Docket No.:
Title: FEMALE HEAD DESIGN		
Trademark Type: TM	International Class: 3	

CERTIFICATE OF INCORPORATION

of

WELLA HOLDINGS INC.

10/17/02
FILED

DEC 15 1992

Michael G. Sebastian

Article 1. The name of the corporation is Wella Holdings Inc.

Article 2. The address of its registered office in the State of Delaware is No. 100 West Tenth Street, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.

Article 3. The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

Article 4. The total number of shares of stock which the corporation shall have authority to issue is Six Thousand (6,000) of the par value of One Thousand Dollars (\$1,000) each, amounting in the aggregate to Six Million Dollars (\$6,000,000).

Article 5. The name and mailing address of the incorporator is as follows:

<u>Name</u>	<u>Mailing Address</u>
Axel P. Seyler, Esq.	Conboy, Hewitt, O'Brien & Boardman 600 Madison Avenue New York, New York 10022

TRADEMARK

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Article 6. In furtherance and not in limitation of the powers conferred by statute, the board of directors is expressly authorized to make, alter or repeal the by-laws of the corporation.

Article 7. Elections of directors need not be by written ballot unless the by-laws of the corporation shall so provide.

I, THE UNDERSIGNED, being the incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Delaware, do make this certificate, hereby declaring and certifying that this is my act and deed and the facts herein stated are true, and accordingly have hereunto set my hand this 14th day of December, 1982.

Axel P. Seyfar
Axel P. Seyfar

State of Delaware

PAGE 1

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 OWNERSHIP, WHICH MERGES:

"THE WELLA CORPORATION", A NEW YORK CORPORATION,

WITH AND INTO "WELLA CAPITAL INC." UNDER THE NAME OF "THE WELLA CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SEVENTH DAY OF SEPTEMBER, A.D. 1995, AT 4:20 O'CLOCK P.M.

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



Edward J. Freel

Edward J. Freel, Secretary of State

0950086 8100M

AUTHENTICATION:

7656692

DATE:

09-27-95

950222034

CERTIFICATE OF OWNERSHIP AND MERGER
MERGING

THE WELLA CORPORATION

INTO

WELLA CAPITAL INC.

(PURSUANT TO SECTION 253 OF THE
GENERAL CORPORATION LAW OF DELAWARE)

Wella Capital Inc., a Delaware corporation (the
"Corporation"), does hereby certify:

FIRST: That the Corporation is a Delaware corporation
incorporated on December 15, 1982 under the name Wella Holdings,
Inc. pursuant to the General Corporation Law of the State of
Delaware.

SECOND: That the Corporation owns 99.84 of the outstanding
shares of the only class of capital stock of THE WELLA CORPORATION,
a New York corporation (the "Subsidiary").

THIRD: That the Corporation, by the following resolutions of
its Board of Directors duly adopted on the 12th day of April, 1995,
determined to merge into itself the Subsidiary and to change the
name of the Corporation to THE WELLA CORPORATION upon the merger of
the Subsidiary into the Corporation on the conditions set forth in
such resolutions:

WHEREAS, the undersigned believe it to be in the best
interests of the Corporation and its subsidiaries to
enter into a statutory merger to merge its subsidiary,
THE WELLA CORPORATION, a New York corporation (the
"Subsidiary") into the Corporation in order (i) to
simplify the corporate structure of the Corporation and
its subsidiaries and realign the management of the
Corporation and its subsidiaries, (ii) to eliminate the

State of New York as a jurisdiction whose corporate laws must be followed by one of the Corporation's subsidiaries, and (iii) to minimize certain state taxes and use more effectively certain interest expense deductions and other state tax benefits available to the Corporation; and

WHEREAS, the undersigned believe it to be in the best interests of the Corporation and its subsidiaries to change the name of the Corporation to THE WELLA CORPORATION upon the completion of the merger of the Subsidiary into the Corporation.

NOW THEREFORE, BE IT RESOLVED, that the Corporation merge the Subsidiary into the Corporation pursuant to the Amended and Restated Plan of Merger set forth below and change the Corporation's name to THE WELLA CORPORATION upon the completion of the merger of the Subsidiary into the Corporation; and

RESOLVED, that the Chairman of the Board, the President, any Vice President, the Treasurer, the Secretary or the Assistant Secretary of the Corporation be, and they hereby are, directed to make, execute and acknowledge a Certificate of Ownership and Merger setting forth these resolutions to merge the Subsidiary into the Corporation and to change the name of the Corporation to THE WELLA CORPORATION upon completion of the merger of the Subsidiary into the Corporation and the date of adoption thereof, and to file such Certificate in the office of the Secretary of the State of Delaware and a certified copy thereof in the Office of the Recorder of Deeds in any appropriate jurisdiction; and

RESOLVED, that the officers of the Corporation be and they hereby are authorized and directed to do all acts and things whatsoever, whether within or without the State of Delaware, which may be necessary or proper to effect such merger and name change.

AMENDED AND RESTATED
PLAN OF MERGER

THIS AMENDED AND RESTATED PLAN OF MERGER is made and entered into as of this 12th day of April, 1995 by WELLA CAPITAL INC., a corporation incorporated under the laws of Delaware originally under the name Wella Holdings, Inc. ("Parent").

A. Parent owns 99.8% of the outstanding shares of the only class of capital stock of THE WELLA CORPORATION, a corporation incorporated under the laws of the State of New York ("Subsidiary").

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B. In order (i) to simplify the corporate structure of Parent and its subsidiaries and realign the management of Parent and its subsidiaries, (ii) to eliminate the State of New York as a jurisdiction whose corporate laws must be followed by one of the Corporation's subsidiaries, and (iii) to reduce certain state taxes and use more effectively certain interest expense deductions and other state tax benefits available to Parent, Parent's Board of Directors has approved the merger of Subsidiary with and into Parent by a statutory merger upon the following terms and conditions:

1. Merger. At the Effective Time (as defined below), Subsidiary shall be merged with and into Parent (the "Merger") in accordance with the provisions of Section 253 of the Delaware General Corporation Law and Sections 905 and 907 of the New York Business Corporation Law. Parent shall be and continue in existence as the surviving corporation and the separate corporate existence of Subsidiary shall cease.

2. Effective Date. The effective date of the Merger shall be September 30, 1995 (the "Effective Time").

3. Effect of Merger on Outstanding Shares. The manner of converting or canceling shares of Subsidiary and Parent shall, by virtue of the Merger and without any action on the part of the holders thereof, be as follows:

(a) At the Effective Time, each of the 39,920 issued and outstanding shares of common stock of Subsidiary owned by Parent shall be cancelled and retired without any actual payment therefor (it being understood that such shares of common stock of Subsidiary shall be constructively exchanged for shares of common stock of Parent) and shall cease to exist.

(b) At the Effective Time, each of the 80 issued and outstanding shares of common stock of Subsidiary not owned by Parent, other than Dissenting Shares (as defined below) (the "Other Shares"), shall be converted into the right to receive \$1,187.50 in cash (the "Merger Consideration").

(c) As used herein, the term "Dissenting Shares" shall mean those shares as to which a shareholder of Subsidiary exercises appraisal rights under Section 623 of the New York Business Corporation Law. Dissenting Shares shall, from and after the Effective Time, have only such rights as are afforded to the holders thereof by the provisions of Section 623 of the New York Business Corporation Law.

- 3 -

4. Exchange of Shares. The Parent shall make (i) payments pursuant to Section 3(b) hereof to holders of the Other Shares issued and outstanding immediately prior to the Effective Time and (ii) the appropriate cash payments, if any, determined pursuant to Section 623 of the New York Business Corporation Law to holders of Dissenting Shares. Promptly after the Effective Time, the Parent shall cause to be mailed to each person who was, immediately prior to the Effective Time, a holder of record of issued and outstanding Other Shares a letter of transmittal and instructions for use in effecting the surrender of the certificates which, immediately prior to the Effective Time, represented any of such Other Shares for payment therefor. Upon surrender to the Parent of such certificates, together with such letter of transmittal, duly executed and completed in accordance with instructions thereto, the Parent shall promptly cause to be paid to the persons entitled thereto the amount to which such persons are entitled pursuant to this Plan of Merger. No interest will be paid or will accrue on the Merger Consideration payable upon the surrender of any such certificate. If payment is to be made to a person other than the registered holder of the certificate surrendered, it shall be a condition of such payment that the certificate so surrendered shall be properly endorsed or otherwise in proper form for transfer and that the person requesting such payment shall pay any transfer or other taxes required by reason of the payment to a person other than the registered holder of the certificate surrendered or shall establish to the satisfaction of the Parent that such tax has been paid or is not applicable. One hundred and eighty days after the Effective Time, such holders shall be entitled to look to Parent (subject to abandoned property, escheat or other similar laws) only as general creditors thereof with respect to the cash payable upon due surrender of their certificates.

5. Certificate of Incorporation and Bylaws. The Certificate of Incorporation and Bylaws of Parent in effect at the Effective Time shall continue as the Certificate of Incorporation and Bylaws of the Parent after the Effective Time except that Article I of the Certificate of Incorporation shall be amended upon completion of the Merger to read:

"The name of the corporation is THE WELLA CORPORATION."

6. Termination or Abandonment. This Plan of Merger may be terminated and the Merger abandoned at any time prior to the Effective Time by Parent by action of its Board of Directors.

- 4 -

IN WITNESS WHEREOF, Wella Capital Inc. has caused its
corporate seal to be affixed and this certificate to be signed by
Thomas Hahrock, its Treasurer, this 20th day of
September, 1995.

WELLA CAPITAL INC.

By: Thomas Hahrock
Name: Thomas Hahrock
Title: Treasurer

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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 "WELLA HOLDINGS INC.", CHANGING ITS NAME FROM "WELLA HOLDINGS INC." TO "WELLA CAPITAL INC.", FILED IN THIS OFFICE ON THE FIRST DAY OF MARCH, A.D. 1983, AT 10 O'CLOCK A.M.



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: 7329263

12-07-94

0950086 8100

944236931

FILED

MAR 1 1983

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF

Henry C. Kaplan
ATTORNEY AT LAW

Wells Holdings Inc.

Wells Holdings 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 unanimous written consent, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

"RESOLVED, that the Certificate of Incorporation of the Corporation be amended by changing "Article 1" thereof so that, as amended, said Article shall be and read as follows:

"The name of the corporation is Wells Capital Inc."

SECOND: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242, 141(f) and 328 of the General Corporation Law.

IN WITNESS WHEREOF, said corporation has caused this Certificate to be signed by Peter Haberstock, its President this 18th day of February, 1983, and attested by Axel P. Saylor, its Secretary, this 23rd day of February, 1983.

Peter Haberstock
President

(CORPORATE SEAL)

ATTESTED BY:

00002

Wells Capital
Secretary

Exhibit A to Recordation Cover Sheet re Name Change

Registration Number: 1304598	Issue Date: November 13, 1984	Atty Docket No.: LA-7213-101.US
Title: FEMALE HEAD DESIGN		
Trademark Type: TM	International Class: 3	

Registration Number: 1447056	Issue Date: July 14, 1987	Atty Docket No.: LA-7213-102.US
Title: FEMALE HEAD DESIGN		
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Registration Number: 801473	Issue Date: January 4, 1966	Atty Docket No.: LA-7213-158.US
Title: WELLA BALSAM (STYLIZED)		
Trademark Type: TM	International Class: 3	

Registration Number: 803562	Issue Date: February 8, 1966	Atty Docket No.: LA-7213-159.US
Title: WELLA CARE		
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Registration Number: 1645757	Issue Date: May 28, 1991	Atty Docket No.:
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Trademark Type: TM	International Class: 3	

Registration Number: 1158703	Issue Date: June 30, 1981	Atty Docket No.:
Title: WELLA FLEX		
Trademark Type: TM	International Class: 3	

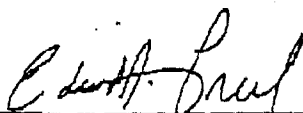
Registration Number: 1834278	Issue Date: May 3, 1994	Atty Docket No.:
Title: FEMALE HEAD DESIGN		
Trademark Type: TM	International Class: 3	

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 INCORPORATION OF "WELLA HOLDINGS
INC.", FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF DECEMBER,
A.D. 1982, AT 10 O'CLOCK A.M.




Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: 7329262

12-07-94

0950086 8100

944236931