

04-29-2003

4/24/03

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings



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

102433595

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

<p>1. Name of conveying party(ies):</p> <p>GENESIS COSMETICS INC. (a Delaware Corporation)</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies)</p> <p>Name: <u>HORIZON COSMETICS, INC.</u> Internal Address: <u>c/o United Corporate Services, Inc.</u> Street Address: <u>15 East North Street</u> City: <u>Dover</u> State: <u>DE</u> Zip: <u>19901</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>Delaware</u> <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment <input checked="" type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: _____</p>	

<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s) <u>75/804256</u></p>	<p>B. Trademark Registration No.(s)</p>
<p>Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>MELISSA FALK</u> Internal Address: _____ <u>UNILEVER COSMETICS INTERNATIONAL</u> Street Address: <u>725 FIFTH AVENUE</u> City: <u>NEW YORK</u> State: <u>NY</u> Zip: <u>10022</u></p>	<p>6. Total number of applications and registrations involved: <u>1</u></p> <p>7. Total fee (37 CFR 3.41).....\$ _____</p> <p><input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: <u>03-0457</u></p> <p>(Attach duplicate copy of this page if paying by deposit account)</p>
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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.

MELISSA FALK Melissa Falk 4/16/2003
Name of Person Signing Signature Date

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

04/29/2003 JYALLAW 00000002 030457 75804256 01 FC:0521 40.00 CH

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

TRADEMARK REEL: 002719 FRAME: 0911

CERTIFICATE OF MERGER
OF
GENESIS COSMETICS INC.
AND
ENDEAVOR COSMETICS CORP.
AND
ROCKET SPEED INC.
INTO
HORIZON COSMETICS, INC.

Pursuant to Section 251 (c) of the Delaware General Corporation Law

The undersigned, being the surviving corporation, hereby sets forth as follows:

FIRST: The name of the surviving corporation is HORIZON COSMETICS, INC.; its state of incorporation is Delaware.

SECOND: The names of the non-surviving corporations are GENESIS COSMETICS INC., ENDEAVOR COSMETICS CORP. and ROCKET SPEED INC.; all of whose state of incorporation is Delaware.

THIRD: An Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each constituent corporation in accordance with Section 251 (c) of the State of Delaware General Corporation Law.

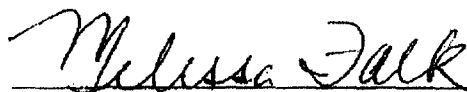
FOURTH: The Certificate of Incorporation of HORIZON COSMETICS, INC. shall be the Certificate of Incorporation of the surviving corporation.

FIFTH: The executed Agreements of Merger are on file at the principal place of business of the surviving corporation; the address of said principal place of business is c/o Ladas & Parry, 26 West 61st Street, New York, New York 10023.

SIXTH: A copy of the Agreements of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

IN WITNESS WHEREOF, this certificate is hereby executed this fifteenth day of October, 2002.

HORIZON COSMETICS, INC.



Melissa Falk, President



April 16, 2003

Via Express Mail

Director of US Patent & Trademark
Crystal Gateway 4
Suite 300
1213 Jefferson Davis Hwy.
Arlington, Virginia 22202

Re: HORIZON COSMETICS, INC.
Supporting documents for Trademark SENSUALIST, Serial No. 75/804256
in Class 3, in the United States.

Dear Sir/Madam:

Enclosed please find duly executed Recordation form cover sheet (PTO-1594) and a copy of the Certificate of Merger for the subject trademark.

Please withdraw the filing fee from Deposit Acct. No. 03-0457 (duplicate copy of Recordation form enclosed).

We would appreciate if you would acknowledge receipt of this communication on the enclosed postcard.

"EXPRESS MAIL" MAILING LABEL NO.

EH579639051 US

DATE OF DEPOSIT: 4/16/03

I HEREBY CERTIFY THAT THIS PAPER OR FEE IS BEING DEPOSITED WITH THE UNITED STATES POSTAL SERVICE "EXPRESS MAIL POST OFFICE TO ADDRESSEE" SERVICE UNDER 37 CFR 110 ON THE DATE INDICATED ABOVE AND IS ADDRESS TO THE COMMISSIONER OF PATENTS AND TRADEMARKS, WASHINGTON, D. C. 20231.

Cindy Velasquez

(TYPE OR PRINT NAME)

C. Velasquez

(SIGNATURE)

Very truly yours,

C. Velasquez

Cindy Velasquez
Trademark Assistant

Unilever Cosmetics International

Trump Tower • 725 Fifth Avenue • New York, New York 10022-2519
Telephone (212) 759-8888

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Delaware

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The First State

I, HARRIET SMITH WINDSOR, 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:

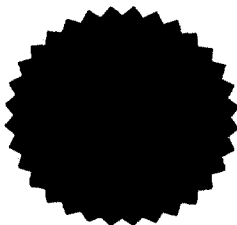
"ENDEAVOR COSMETICS CORP.", A DELAWARE CORPORATION,

"GENESIS COSMETICS INC.", A DELAWARE CORPORATION,

"ROCKET SPEED INC.", A DELAWARE CORPORATION,

WITH AND INTO "HORIZON COSMETICS, INC." UNDER THE NAME OF "HORIZON COSMETICS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE NINTH DAY OF JANUARY, A.D. 2003, AT 9 O'CLOCK A.M.

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



3092467 8100M

030017535

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2196556

DATE: 01-10-03

RECORDED: 04/24/2003

TRADEMARK
REEL: 002719 FRAME: 0915