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**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:

Soft Sheen/Carson, Inc.
Delaware Corporation

2. Name and Address of Receiving Party:

Salon Products, Inc.
575 Fifth Avenue
New York, New York 10017
Ohio Corporation

3. Nature of Conveyance: Merger

Execution Date: January 1, 2003

4. Trademark Application Nos.: See Attached Schedule.

5. Trademark Registrations Nos.: None.

76056064

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

Lisa M. Gigliotti, Esq.
L'Oreal USA Creative, Inc.
575 Fifth Avenue
New York, New York, 10017

Total number of registrations/applications involved: 30

Total Fee (37 CFR § 3.41): \$765.00 (Check Enclosed)

Additional fees authorized to be charged to deposit account #03-3348

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.

Dated: April 14, 2003

Lisa M. Gigliotti

05/08/2003 TBI/AZ1 00000046 76056064

01 FC:8521
02 FC:8522

40.00 OP
725.00 OP

Total: Five Pages

SOFT SHEEN/CARSON, INC.

U.S. Trademark Schedule

TRADEMARKSERIAL
NUMBER

1. A SPA EXPERIENCE FOR YOUR HAIR	76-056,064
2. ACNE RESULTS	78-146,214
3. CLINICAL BALANCE BY DERMABLEND	76-068,299
4. COLOR STREAKS	76-321,659
5. COLOR THAT FEELS AS GOOD AS IT LOOKS	76-261,769
6. COOL WASH	76-063,547
7. DARK & LOVELY DIVA	76-211,486
8. DARK & LOVELY EXPRESSIONS	76-419,128
9. DARK & LOVELY GENTLE COLORS	76-202,887
10. DARK & LOVELY RESTORE & SHINE	76-063,549
11. DARK & LOVELY XPRESSIONS	76-419,129
12. DARK & LOVELY XPRESSIONS	76-389,277
13. DERMABLEND REFLECTIONS	76-024,536
14. FEATHERLIGHT HAIRDRESS	78-137,527
15. GENTLE COLORS	75-664,980
16. GET SMOOTH	76-060,444
17. HI-REZ	78-180,841
18. ILLUMINATION	78-177,335
19. JOHARI	78-174,830
20. MEGAHERTZ	78-161,971
21. MHZ	78-162,586
22. PERFECTLY YOURS	76-287,679
23. PUDDING	76-398,415
24. RICH AND NATURAL	76-016,841
25. SMOOTH EDGES	76-334,003
26. SOFT GROOM	76-063,618
27. SOOTHING CHAMOMILE CONDITIONER	78-157,806
28. TANGLE DEFENSE	78-142,889
29. TANGLE DEFENSE LEAVE IN CONDITIONER	78-137,367
30. TRIFUSION TECHNOLOGY	76-419,243

TRADEMARK**REEL: 002728 FRAME: 0850**

Delaware

PAGE 1

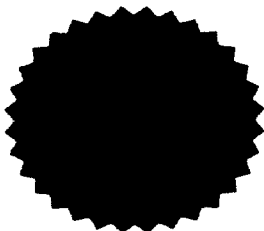
The First State

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:

"SOFT SHEEN/CARSON, INC.", A DELAWARE CORPORATION,
WITH AND INTO "SALON PRODUCTS, INC." UNDER THE NAME OF
"SALON PRODUCTS, INC.", A CORPORATION ORGANIZED AND EXISTING
UNDER THE LAWS OF THE STATE OF OHIO, AS RECEIVED AND FILED IN
THIS OFFICE THE TWENTIETH DAY OF DECEMBER, A.D. 2002, AT 10:30
O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF
THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY,
A.D. 2003, AT 12:06 O'CLOCK A.M.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3605359 8100M

AUTHENTICATION: 2176220

020787510

DATE: 12-30-02

TRADEMARK
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CERTIFICATE OF MERGER
OF
SOFT SHEEN/CARSON, INC.
AND
SALON PRODUCTS, INC.

It is hereby certified that:

are:

1. The constituent business corporations participating in the merger herein certified

(i) Soft Sheen/Carson, Inc., which is incorporated under the laws of the State of Delaware; and

(ii) Salon Products, Inc., which is incorporated under the laws of the State of Ohio.

2. An Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the aforesaid constituent corporations in accordance with the provisions of subsection (c) of Section 252 of the General Corporation Law of the State of Delaware, to wit, by Soft Sheen/Carson, Inc. in the same manner as is provided in Section 251 of the General Corporation Law of the State of Delaware and by Salon Products, Inc. in accordance with the laws of the State of its incorporation.

3. The name of the surviving corporation in the merger herein certified is Salon Products, Inc., which will continue its existence as said surviving corporation under the name Salon Products, Inc. upon the effective date of said merger pursuant to the provisions of the laws of the State of its incorporation.

4. The executed Agreement of Merger between the aforesaid constituent corporations is on file at an office of the aforesaid surviving corporation, the address of which is as follows:

Salon Products, Inc.
Legal Department
575 Fifth Avenue
New York, NY 10017

5. A copy of the aforesaid Agreement of Merger will be furnished by the aforesaid surviving corporation, on request, and without cost, to any stockholder of each of the aforesaid constituent corporations.

6. The aforesaid surviving corporation does hereby agree that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of Soft

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Sheen/Carson, Inc., as well as for enforcement of any obligation of said surviving corporation arising from the merger herein certified, including any suit or other proceeding to enforce the right, if any, of any stockholder of Soft Sheen/Carson, Inc. as determined in appraisal proceedings pursuant to the provisions of Section 262 of the General Corporation Law of the State of Delaware; does hereby irrevocably appoint the Secretary of State of the State of Delaware as its agent to accept service of process in any such suit or other proceedings; and does hereby specify the following as the address to which a copy of such process shall be mailed by the Secretary of State of the State of Delaware:

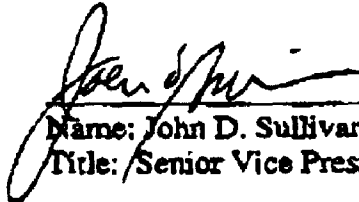
Salon Products, Inc.
C/o Legal Department
575 Fifth Avenue
New York, NY 10017

8. The Agreement of Merger between the aforesaid constituent corporations provides that the merger herein certified shall be effective as of 12:06 a.m. on January 1, 2003 insofar as the General Corporation Law of the State of Delaware shall govern said effective date.

Dated: December 2, 2002

Soft Sheen/Carson, Inc.

By:


Name: John D. Sullivan
Title: Senior Vice President

Dated: December 2, 2002

Salon Products, Inc.

By:


Name: Roger Dolden
Title: Executive Vice President

RECEIVED / SHARED CORPORATION 00551101649LA30DOC-5(1).doc

RECORDED: 04/18/2003

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