

05-09-2003



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Apr 18 2003

4-14-03

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

TO THE HONORABLE COMMISSIONER OF PATENTS AND TRADEMARKS

Please record the attached original documents or copy thereof.

13. Name of Conveying Party:

L'Oreal USA Sales, Inc.  
Delaware Corporation

14. Name and Address of Receiving Party:

Holding Company I, Inc.  
575 Fifth Avenue  
New York, New York 10017  
Delaware Corporation

15. Nature of Conveyance: Change of Name

Execution Date: January 1, 2003

16. Trademark Application Nos.: See Attached Schedule.

17. Trademark Registrations Nos.: None.

18. 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

76056064

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

Total: Five Pages

05/08/2003 TDI/AZ1 00000048 76056064

01 FC:0521  
02 FC:0522

40.00 DP  
725.00 DP

**SOFT SHEEN/CARSON, INC.**

U.S. Trademark Schedule

<u>TRADEMARK</u>	<u>SERIAL NUMBER</u>
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

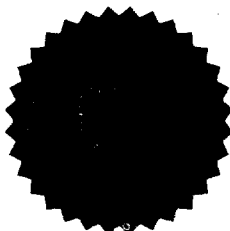
## The First State

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 INTERNATIONAL, INC.", A DELAWARE CORPORATION, WITH AND INTO "L'OREAL USA SALES, INC." UNDER THE NAME OF "HOLDING COMPANY I, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, 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 12:15 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

2781891 8100M

AUTHENTICATION: 2174607

020787534

DATE: 12-27-02

TRADEMARK  
REEL: 002728 FRAME: 0889

CERTIFICATE OF MERGER  
OF  
SOFT SHEEN INTERNATIONAL, INC.  
AND  
L'ORÉAL USA SALES, INC.

It is hereby certified that:

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

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

(ii) L'Oréal USA Sales, Inc., which is incorporated under the laws of the State of Delaware.

2. An Agreement and Plan 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 251 of the General Corporation Law of the State of Delaware.

3. The name of the surviving corporation in the merger herein certified is L'Oréal USA Sales, Inc., which will continue its existence as said surviving corporation under the name L'Oréal USA Sales, Inc. upon the effective date of said merger pursuant to the provisions of the General Corporation Law of the State of Delaware.

4. The Certificate of Incorporation of the surviving corporation, as now in force and effect, shall continue to be the Certificate of Incorporation of said surviving corporation except that Article *FIRST*, relating to the name of the corporation is hereby amended and changed so as to read as follow at the effective time of the merger:

"FIRST: The name of the corporation shall be: HOLDING COMPANY I, INC."

5. The executed Agreement and Plan 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:

L'Oréal USA Sales, Inc.  
575 Fifth Avenue  
New York, NY 10017

