

Form PTO-1594
(Rev. 10/02)

**RECORDATION FORM COVER SHEET
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

OMB No. 0651-0027 (exp. 6/30/2005)

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

1. Name of conveying party(ies):

French Fragrances, Inc.

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation-State Florida
- 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: January 24, 2001

2. Name and address of receiving party(ies)

Name: Elizabeth Arden, Inc.

Internal

Address: _____

Street Address: 14100NW 60th Avenue

City: Miami Lake State: FL Zip: 33014

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Florida
- 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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,067,253

Additional number(s) attached Yes No

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

Name: James Thomas Perry

Internal Address: 7th Floor

Street Address: 200 Park Avenue South

City: N.Y. State: N.Y. Zip: 10003

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41).....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

502381

(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.

James Thomas Perry

Name of Person Signing



Signature

12/02/2003

Date

3

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

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

CH \$40.00 502381 2067253



Department of State

I certify the attached is a true and correct copy of the Amended and Restated Articles of Incorporation, filed on January 23, 2001, effective January 24, 2001, for FRENCH FRAGRANCES, INC. which changed its name to ELIZABETH ARDEN, INC., a corporation organized under the laws of the State of Florida, as shown by the records of this office.

The document number of this corporation is 240627.

Given under my hand and the Great Seal of the State of Florida at Tallahassee, the Capitol, this the Thirteenth day of October, 2003



CR2EO22 (2-03)

Glenda E. Hood
 Glenda E. Hood
 Secretary of State

1/24/01
CERTIFICATE OF
AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
FRENCH FRAGRANCES, INC.

FILED
01 JAN 23 PM 3:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1007 of the Florida Business Corporation Act, French Fragrances, Inc., a Florida corporation (the "Corporation"), certifies that:

(1) The original Certificate of Incorporation of the Corporation was filed with the Department of State on September 28, 1960, was amended from time to time and amended and restated from time to time (the "Articles").

(2) The Amended and Restated Articles of Incorporation of the Corporation attached hereto (the "New Articles") amend and restate in their entirety the current Articles, as follows (the "Amendment"):

Article I of the Articles was amended to change the name of the Corporation to "Elizabeth Arden, Inc."

(3) There are no discrepancies between the provisions of the Articles and the provisions of the New Articles other than the inclusion of the foregoing Amendment and the omission of matters of historical interest.

(4) Pursuant to Section 607.1003, the resolution proposing the Amendment was duly adopted by the Board of Directors of the Corporation on October 25, 2000 and was recommended to and approved by a majority of the shareholders of the Corporation entitled to vote thereon at a duly called Special Meeting held on January 03, 2001.

(5) The effective date of these Amended and Restated Articles of Amendment shall be Wednesday, January 24, 2001.

IN WITNESS WHEREOF, French Fragrances, Inc. has caused these Amended and Restated Articles of Incorporation to be executed by its President on this 23rd day of January, 2001.

FRENCH FRAGRANCES, INC.

by:



Name: Oscar E. Marina
Title: Senior Vice President,
Secretary and General
Counsel