

Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

102583424

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

1. Name of conveying party(ies): 9.29.03
Fine Fragrances, Inc.
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Delaware
 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 26, 2000

2. Name and address of receiving party(ies)
Name: French Fragrances, Inc.
Internal
Address: _____

Street Address: 14100NW 60th Avenue
City: Miami Lakes 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)

1,177,730

Additional number(s) attached Yes No

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

Name: James Thomas Perry, Esq.

Internal Address: Elizabeth Arden, Inc.
7th Floor

Street Address: 200 Park Avenue South

City: New York State: NY 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)

10/23/2003 6TON11 00000135 502381 1177730

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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.

Anthoula Parianos

Name of Person Signing

Signature

09/24/2003

Date

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

43

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

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Merger, filed on January 28, 2000, as shown by the records of this office.

The document number of the surviving corporation is 240627.



CR2EO22 (2-03)

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Twenty-second day of September, 2003

Glenda E. Hood
Glenda E. Hood
Secretary of State

FILED
00 JAN 28 PM 3:56
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Articles of Merger
of
Fine Fragrances, Inc.
(a Delaware corporation)
into
French Fragrances, Inc.
(a Florida corporation)

1. Fine Fragrances, Inc., a Delaware corporation (the "Disappearing Subsidiary Corporation"), shall be merged into its parent corporation, French Fragrances, Inc., a Florida corporation (the "Surviving Parent Corporation"), pursuant to the terms of the attached Plan of Merger. The Disappearing Subsidiary Corporation and the Surviving Parent Corporation are collectively referred to as the "Constituent Corporations."

2. The merger shall become effective on the date of the filing of these Articles of Merger with the Secretary of State of the State of Florida.

3. The attached Plan of Merger was adopted and approved on January 24, 2000 by the Board of Directors and sole shareholder of the Disappearing Subsidiary Corporation and by the Board of Directors of the Surviving Parent Corporation.


Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach, FL 33139
(305) 672-0686

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These Articles of Merger have been executed on behalf of the Constituent Corporations by their authorized officers as of January 26, 2000.

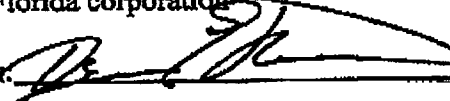
Fine Fragrances, Inc.
a Delaware corporation

By: 

Name: Oscar E. Marina

Title: Vice President & Secretary

French Fragrances, Inc.,
a Florida corporation

By: 

Name: Oscar E. Marina

Title: Vice President & Secretary

Corporate Creations International Inc.
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Plan of Merger

between

Fine Fragrances, Inc.
(a Delaware corporation)

and

French Fragrances, Inc.
(a Florida corporation)

Plan of Merger adopted on January 24, 2000 by the Board of Directors and sole shareholder of Fine Fragrances, Inc., a Delaware corporation (the "Disappearing Subsidiary Corporation"), and French Fragrances, Inc., a Florida corporation (the "Surviving Parent Corporation"). The Disappearing Subsidiary Corporation and the Surviving Parent Corporation are collectively referred to as the "Constituent Corporations."

1. In accordance with the provisions of this Plan of Merger, the Disappearing Subsidiary Corporation shall be merged into the Surviving Parent Corporation, the separate and corporate existence of the Disappearing Subsidiary Corporation shall cease, and the Surviving Parent Corporation shall continue its corporate existence under the laws of its state of incorporation under its present name.

2. The merger shall become effective on the date of the filing of these Articles of Merger with the Secretary of State of the State of Florida.

3. The Articles of Incorporation of the Surviving Parent Corporation on the effective date of the merger shall become the Articles of Incorporation of the Surviving Parent Corporation following the effective date of the merger.

4. The Surviving Parent Corporation shall possess and retain every interest in all assets and property of every description wherever located of each of the Constituent Corporations. All rights, privileges, immunities, powers, franchises and authority of

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Miami Beach, FL 33139
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each of the Constituent Corporations shall be vested in the Surviving Parent Corporation without further act or deed. The title to or any interest in any real estate vested in either of the Constituent Corporations shall not revert or in any way be impaired by reason of the merger. All obligations belonging to or due to each of the Constituent Corporations shall be vested in the Surviving Parent Corporation without further act or deed. The Surviving Parent Corporation shall be liable for all of the obligations of each of the Constituent Corporations existing as of the Effective Time.

5. On the effective date of the merger, by virtue of the merger and without any action on the part of the parties or otherwise: (a) each issued and outstanding share of the capital stock of the Disappearing Subsidiary Corporation shall be canceled without payment of any consideration and without any conversion and (b) each issued and outstanding share of capital stock of the Surviving Parent Corporation shall remain issued and outstanding.

6. Shareholders of the Disappearing Subsidiary Corporation who would be entitled to vote and dissent from the merger may be entitled, if they comply with the provisions of applicable law, to be paid the fair value of their shares.

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Miami Beach, FL 33139
(305) 672-0686

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This Plan of Merger has been executed on behalf of the Constituent Corporations
by their authorized officers as of January 26, 2000.

Fine Fragrances, Inc.
a Delaware corporation

By: 

Name: Oscar E. Marina

Title: Vice President & Secretary

French Fragrances, Inc.,
a Florida corporation

By: 

Name: Oscar E. Marina

Title: Vice President & Secretary

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