

11-14-2003



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TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type <input checked="" type="checkbox"/> New <input type="checkbox"/> Resubmission (Non-Recordation) Document ID # _____ <input type="checkbox"/> Correction of PTO Error Reel # _____ Frame # _____ <input type="checkbox"/> Corrective Document Reel # _____ Frame # _____	Conveyance Type <input type="checkbox"/> Assignment <input type="checkbox"/> License <input type="checkbox"/> Security Agreement <input type="checkbox"/> Nunc Pro Tunc Assignment <input type="checkbox"/> Merger <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other _____
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Effective Date
 Month Day Year
 07 21 1997

Conveying Party Mark if additional names of conveying parties attached.

Name CARME INTERNATIONAL, INC. Execution Date
 Month Day Year
 07 21 1997

Formerly _____

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization DELAWARE

Receiving Party Mark if additional names of receiving parties attached.

Name CARME COSMECEUTICAL SCIENCES, INC.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 84 GALLI DRIVE

Address (line 2) _____

Address (line 3) NOVATO CALIFORNIA 94949
 City State Zip Code

Individual General Partnership Limited Partnership Association
 Corporation Association
 Other _____

Citizenship/State of Incorporation/Organization DELAWARE

RECEIVED
 12 M 7 07
 OFFICE OF
 PATENT & TRADEMARK
 ADMINISTRATION

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be on a separate document from assignment.)

FOR OFFICE USE ONLY

11/13/2003 ECDOPER 00000091 061135 1257312

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FORM PTO-1618B

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U.S. Department of
Commerce
Patent and Trademark Office
TRADEMARK

Expires 06/30/99
OMB 0651-0027

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name _____
Address (line 1) _____
Address (line 2) _____
Address (line 4) _____

Correspondent Name and Address

Area Code and Telephone Number 312-577-7000

Name JULIUS TABIN
Address (line 1) FITCH, EVEN, TABIN & FLANNERY
Address (line 2) 120 SOUTH LASALLE STREET, SUITE 1600
Address (line 4) CHICAGO, IL 60603-3406

Pages **Enter the total number of pages of the attached conveyance document including any attachments.** # _____

Trademark Application Number(s) or Registration Number(s) [] Mark if additional numbers attached.
Enter either the Trademark Application Number or the Registration Number **DO NOT ENTER BOTH** numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

			1,257,312		

Number of Properties

Enter the total number of properties involved. # 1

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$ 40.00

Method of Payment: Enclosed [] Deposit Account [X]
(Enter for payment by deposit account or if additional fees can be charged to the account.)

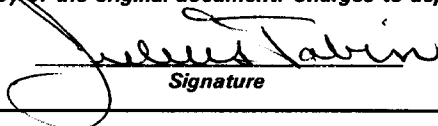
Deposit Account Number: # 06-1135

Authorization to charge additional fees: Yes [X] No []

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. Charges to deposit account are authorized, as indicated herein.

JULIUS TABIN


Signature

Nov 4, 2003
Date Signed

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "CARME INTERNATIONAL, INC.", CHANGING ITS NAME FROM "CARME INTERNATIONAL, INC." TO "CARME COSMECEUTICAL SCIENCES, INC.", FILED IN THIS OFFICE ON THE TWENTY-FIRST DAY OF JULY, A.D. 1997, AT 9 O'CLOCK A.M.



2517758 8100

981125213

A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

9012690

AUTHENTICATION:

04-06-98

DATE:

TRADEMARK

REEL: 002863 FRAME: 0090

CERTIFICATE OF AMEDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
CARMÉ INTERNATIONAL, INC.

CARMÉ INTERNATIONAL, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify:

FIRST: That at a meeting of the Board of Directors of CARMÉ INTERNATIONAL, INC., resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Certificate of Incorporation of this corporation be amended by changing the Articles thereof numbered "DNP", so that, as amended, said Article shall be and read as follows:

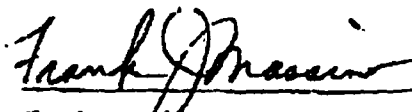
***ONE:** The name of the corporation is:
CARMÉ COSMETIC/CEUTICAL SCIENCES, INC."

SECOND: That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said corporation was duly called and held, upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares required by statute were voted in favor of the amendment.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

FOURTH: That the capital of said corporation shall not be reduced under or by reason of said amendment.

IN WITNESS WHEREOF, said CARMÉ INTERNATIONAL, INC. has caused this certificate to be signed by its President, this 17th day of July, 1997.



Frank Massimo
President

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 07/21/1997
971241131 - 2517758