

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE: NEW ASSIGNMENT

NATURE OF CONVEYANCE: MERGER

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
ConairCIP, Inc.		12/31/2002	CORPORATION:

RECEIVING PARTY DATA

Name:	Conair Corporation
Street Address:	One Cummings Point Road
City:	Stamford
State/Country:	CONNECTICUT
Postal Code:	06902
Entity Type:	CORPORATION:

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Serial Number:	78157261	GO STRAIGHT

CORRESPONDENCE DATA

Fax Number: (203)975-4658

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 203-708-2107

Email: debra_duguid@conair.com

Correspondent Name: Debra M. Duguid

Address Line 1: One Cummings Point Road

Address Line 4: Stamford, CONNECTICUT 06902

ATTORNEY DOCKET NUMBER: 05886

NAME OF SUBMITTER: Debra M. Duguid

Total Attachments: 3

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TRADEMARK
REEL: 002864 FRAME: 0602

ORIGINAL

Delaware

PAGE 1

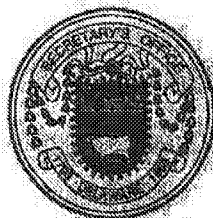
The First State

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:

"CONAIR CIP, INC.", A DELAWARE CORPORATION,

WITH AND INTO "CONAIR CORPORATION" UNDER THE NAME OF "CONAIR CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2002, AT 12 O'CLOCK P.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

0783539 8100M

020809798

AUTHENTICATION: 2180852

TRADEMARK

DATE: 01-02-03
REEL: 002864 FRAME: 0603

CERTIFICATE OF MERGER

OF

CONAIR CIP, INC.

INTO

CONAIR CORPORATION

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 12:00 PM 12/31/2002
020809798 - 0783539

The undersigned corporation, organized and existing under and by virtue of the General Corporation Law of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the name and state of Incorporation of each of the constituent corporations of the merger is as follows:

<u>NAME</u>	<u>STATE OF INCORPORATION</u>
CONAIR CIP, INC.	Delaware
Conair Corporation	Delaware

SECOND: That an Agreement of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirement of Section 251 of the General Corporation Law of Delaware.

THIRD: That the name of the surviving corporation of the merger is CONAIR CORPORATION.

FOURTH: That the Second Amended and Restated Certificate of Incorporation of CONAIR CORPORATION, a Delaware corporation, which will survive the merger, shall be the Second Amended and Restated Certificate of Incorporation of the surviving corporation.

FIFTH: That the executed Agreement of Merger is on file at the place of business of the surviving corporation, the address of which is 1 Cummings Point Road, Stamford, CT 06902.

SIXTH: That a copy of the Agreement of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: That this Certificate of Merger shall be effective when filed.

Dated: December 31, 2002.

CONAIR CORPORATION

By: Richard D. Mangin
Name Richard D. Mangin
Title VP

ATTEST:

By: John L. Gluck
Name John L. Gluck
Title Associate Counsel