

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Carme International, Inc.		07/17/1997	CORPORATION: DELAWARE

<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	Carme Cosmeceutical Sciences, Inc.
<b>Street Address:</b>	620 Airpark Road
<b>City:</b>	Napa
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	94558
<b>Entity Type:</b>	CORPORATION: DELAWARE

<b>PROPERTY NUMBERS Total: 1</b>		
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>
Registration Number:	414195	DUBARRY

**CORRESPONDENCE DATA**

Fax Number: (312)577-7007  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: 312 577-7000  
 Email: trademark@fitcheven.com  
 Correspondent Name: Fitch, Even, Tabin & Flannery  
 Address Line 1: 120 S. LaSalle Street  
 Address Line 2: Suite 1600  
 Address Line 4: Chicago, ILLINOIS 60603

ATTORNEY DOCKET NUMBER:	6838-64178
NAME OF SUBMITTER:	Julius Tabin

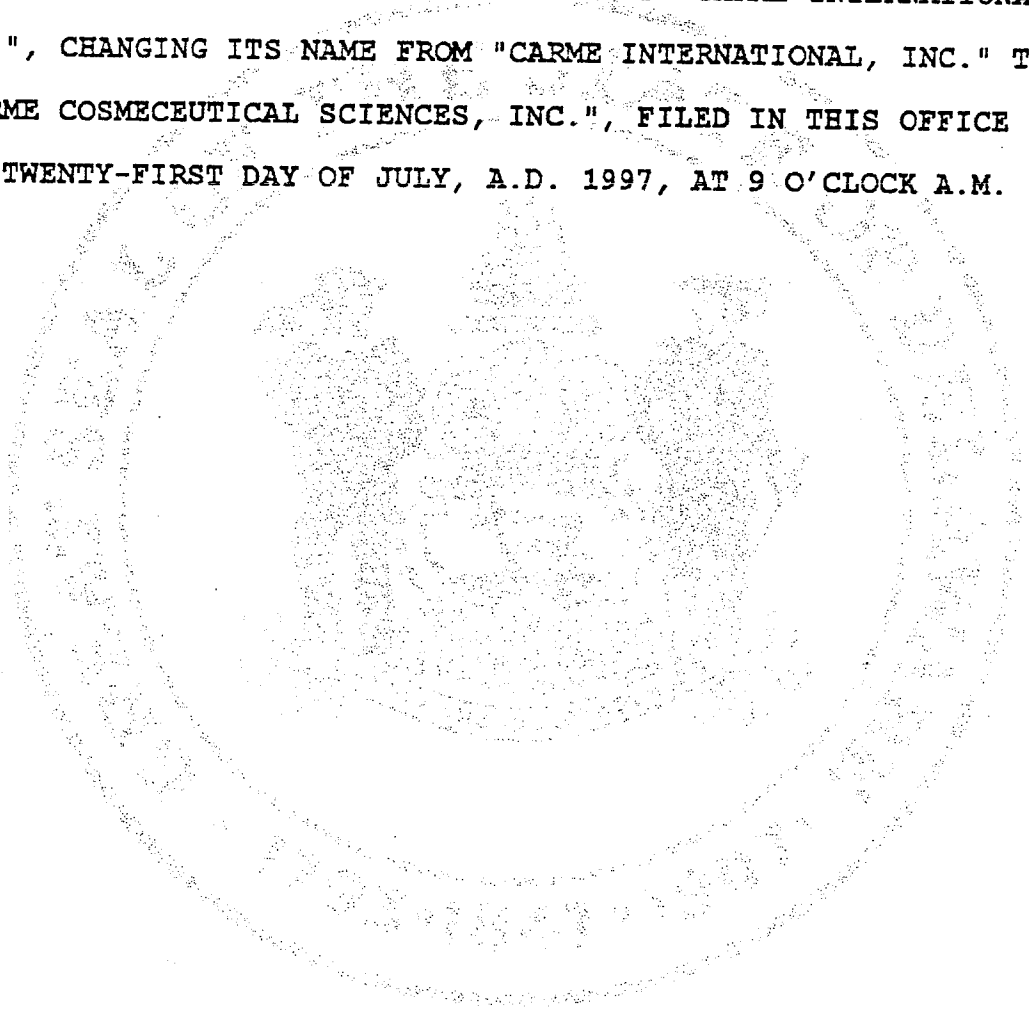
Total Attachments: 2  
 source=CARME INTERNATIONAL ASSIGNMENT\_3\_1#page1.tif  
 source=CARME INTERNATIONAL ASSIGNMENT\_3\_2#page1.tif

CH \$40.00 414195

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

Edward J. Freel, Secretary of State

9012690

AUTHENTICATION:

04-06-98

DATE:

TRADEMARK

REEL: 002931 FRAME: 0924

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 "ONE", so that, as amended, said Article shall be and read as follows:

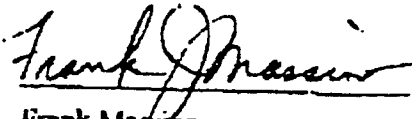
"ONE: The name of the corporation is:  
CARMÉ COSMETICAL SCIENCES, INC."

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 17<sup>th</sup> 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