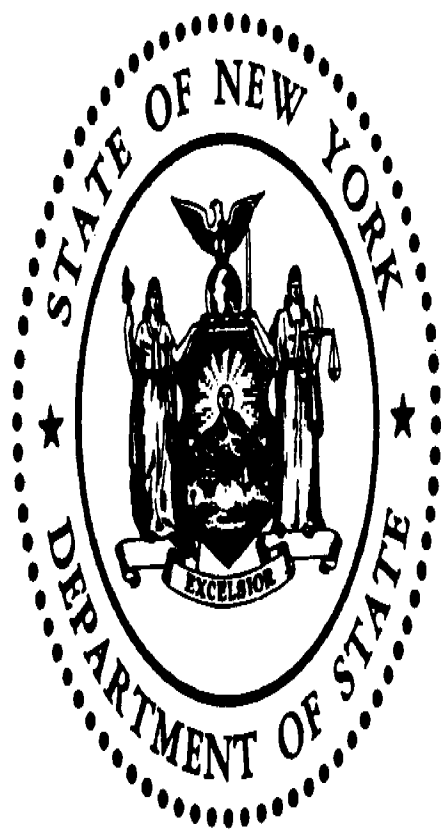


State of New York }
Department of State } ss:

I hereby certify that the annexed copy has been compared with the original document filed by the Department of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on

May 6, 2005



A handwritten signature in black ink, appearing to be "R. A. J.", written over a horizontal line.

Secretary of State

050504000983

CT-07

CERTIFICATE OF MERGER

OF

HELENE CURTIS, INC.
a Delaware corporation

INTO

CONOPCO, INC.
a New York corporation

UNDER SECTION 904 OF THE BUSINESS CORPORATION LAW

We, the undersigned, David A. Schwartz and David J. Strickland, III being respectively the Vice President and the Assistant Secretary of Conopco, Inc., and David Ley Hamilton and Andrew M. Johnston, being respectively the President and the Assistant Secretary of Helene Curtis, Inc. hereby certify:

1. (a) The name of each constituent corporation is as follows:

Conopco, Inc., originally incorporated as The Chesebrough Manufacturing Company Consolidated	New York
Helene Curtis, Inc.	Delaware

(b) The name of the surviving corporation is Conopco, Inc. and following the merger its name shall be Conopco, Inc.

2. (a) As to each constituent corporation, the designation and number of outstanding shares of each class and series and the voting rights thereof are as follows:

Name of Corporation	Designation and number of shares in each class or Series outstanding	Class or series of shares entitled to vote	Shares entitled to vote as a class or series
Conopco, Inc.	100,011 Common	Class A	100,011
Helene Curtis, Inc.	100 Common		100

(b) The foreign corporation has never qualified to transact business in New York.

3. The date when the certificate of incorporation of each constituent corporation was filed by the Department of State is as follows:

Name of Corporation
Conopco, Inc.

Date of Incorporation
May 11, 1880

Name of Corporation
Helene Curtis, Inc.

State/Date of Incorporation
Delaware/July 9, 1998

4. The merger was adopted by the New York constituent corporation in the following manner: as to Conopco, Inc., by the written consent of the Sole Shareholder given in accordance with Section 615 of the Business Corporation Law.

Helene Curtis, Inc. has complied with the applicable provisions of the laws of the State of Delaware in which it is incorporated and this merger is permitted by such laws. The manner in which the merger was authorized with respect to said corporation was by written consent of the board of directors and the sole stockholder.

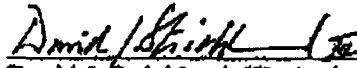
5. The merger shall be effective on the 7th day of May, 2005.

IN WITNESS WHEREOF, we have signed this certificate on the 3rd day of May, 2005 and we affirm the statements contained therein as true under penalties of perjury

Conopco, Inc.

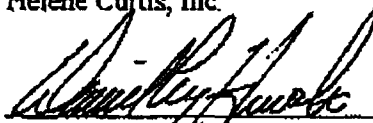


David A. Schwartz, Vice President



David J. Strickland, III, Assistant Secretary

Helene Curtis, Inc.



David Ley Hamilton, President



David A. Harris, Vice President

2

1050504000983

CT-07

CT-07

CERTIFICATE OF MERGER

OF

HELENE CURTIS, INC.
(a Delaware Corporation)

INTO

CONOPCO, INC.
(a New York Corporation)

UNDER SECTION 904 OF THE
BUSINESS CORPORATION LAW

fu

* * * * *

Unilever United States, Inc.
700 Sylvan Avenue
Englewood Cliffs, NJ 07632-3100

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED MAY 04 2005

TAX \$

BY:

MM

DRAWDOWN

3

050504000029
REEL: 003197 FRAME: 0327

FILED

2005 MAY -4 PM 4: 10

RECEIVED

2005 MAY -4 PM 3: 47

SCHEDULE A

TRADEMARK	REGISTRATION #
A GIRL COULD GET USED TO THIS	2,488,700
AIR IT OUT	2,738,188
AROMABENEFITS	2,534,924
AROMABENEFITS	2,707,921
BODY-HEAT ACTIVATED	2,241,647
BODY-HEAT ACTIVATED DEGREE	1,775,676
CLEAN HAIR	1,540,011
CLEAN SLATE	2,448,407
COOL COTTON	2,818,360
COOL RUSH	2,751,066
COTTON BLISS	2,940,647
DEGREE	1,574,203
DEGREE (and Design)	1,627,911
DEGREE (and Design)	2,744,693
DEGREE COOL RUSH	2,748,102
DEGREE MEN	2,938,888
DEGREE SPECTRUM PROTECTION	2,530,740
DO IT	1,459,784
DON'T FADE ON ME	2,585,924
DON'T YOU LOOK SMART	2,348,520
EXTREME BLAST	2,745,219
FINESSE	1,255,753
FINESSE	1,256,560
FINESSE (and Design)	1,486,618
FINESSE (and Design)	2,112,398
FINESSE (Stylized)	600,820
FINESSE (Stylized)	2,751,188
FINESSE PLUS	1,919,193
FINESSE TOUCHABLES (and Design)	2,263,556
FRIZZ FIGHTER	2,434,284
FRUIT ENERGY	2,729,520
GET CARRIED AWAY	2,662,771
GET CARRIED AWAY	2,669,807
GET IN SHAPE	2,582,956
GROOM & CLEAN	755,668
HELENE CURTIS	523,308
HELENE CURTIS	2,431,492

HELENE CURTIS (and Design)	1,047,940
HERBAL CARE	2,207,779
HOLD TIGHT	2,439,553
KICKS-IN IN THE CLUTCH	2,717,329
LOOSELY DEFINED	2,441,611
Miscellaneous Design	1,629,753
PERFECTLY NORMAL	2,434,261
SALON SELECTIVES	1,479,236
SALON SELECTIVES	1,479,244
SALON SELECTIVES	1,523,097
SALONSELECTIVES	2,635,066
SALONSELECTIVES (and Design)	2,470,607
SALONSELECTIVES (and Design)	2,650,555
SEE IT. DO IT.	2,541,635
SERIOUS RECOVERY	2,434,262
SILK BLOSSOM	2,792,794
SOMETIMES YOU NEED A LITTLE FINESSE, SOMETIMES YOU NEED A LOT.	1,345,463
SUAVE	2,478,674
SUAVE	2,480,959
SUAVE	2,446,584
SUAVE	2,541,746
SUAVE	885,185
SUAVE	1,170,851
SUAVE	1,200,093
SUAVE	1,759,377
SUAVE	1,919,194
SUAVE	2,120,815
SUAVE	2,402,526
SUAVE	2,345,713
SUAVE	2,543,588
SUAVE	2,504,653
SUAVE	1,073,444
SUAVE	2,929,738
SUAVE	2,942,447
SUAVE	2,942,446
SUAVE (and Design)	2,541,569
SUAVE (and Design)	2,478,675
SUAVE (and Design)	2,442,874
SUAVE (and Design)	2,447,999
SUAVE (and Design)	2,543,587

SUAVE (and Design)	1,970,064
SUAVE (and Design)	2,373,645
SUAVE (and Design)	2,395,449
SUAVE (and Design)	2,548,460
SUAVE (and Design)	2,527,387
SUAVE (and Design)	2,929,253
SUAVE (Stylized)	613,664
SUAVE AROMABENEFITS	2,541,703
SUAVE AROMABENEFITS	2,707,922
SUAVE FOR KIDS	2,351,931
SUAVE KIDS	2,902,403
SUAVE NATURALS	2,815,606
SUAVE NATURALS	2,317,270
SUAVE NATURALS	2,534,895
SUAVE NATURALS	2,431,841
SUAVE NATURALS	2,595,807
SUAVE NATURALS	2,787,388
SUAVE NATURALS (and Design)	2,431,840
SUAVE NATURALS (and Design)	2,431,842
SUAVE NATURALS (and Design)	2,595,772
SUAVE NATURALS (and Design)	2,595,806
SUAVE PERFORMANCE SERIES	2,707,926
SUAVE PROFESSIONALS	2,056,929
SUAVE SEASONALS	2,798,697
SUNSILK	2,594,734
THE BEAUTY IN HEAT	2,701,429
THERMASILK	2,159,395
THERMASILK	2,541,731
THERMASILK	2,743,929
THERMASILK (and Design)	2,207,211
UNDER FIRM CONTROL	2,462,697
WEIGHTLESS FRIZZ FIGHTER	2,434,280
WHERE THERE'S HEAT, THERE'S HEALTHY HAIR	2,509,885
WILD WATERMELON	2,545,203

SCHEDULE A

TRADEMARK	SERIAL NO.
ACTIVE RESERVES	78-315137
ANTI-FLAT	78-323545
ASI DE BELLO	78-486284
CLEAN SLATE	78-388917
CLEAREX	76-447412
COLORADIANCE	78-214878
COLORADIANCE	78-223748
DAY ONE COLOR	76-435695
DEEPLY BRUNETTE	78-568578
DEGREE (and Design)	76-364500
DEGREE ACTIV RESPONSE	78-257589
DEGREE ACTIVE RESERVES	78-297098
DEGREE ALL-IN MOMENT	78-536861
DEGREE ENERGY SPLASH	78-579152
DEGREE FOR MEN	78-260353
DEGREE IONIC	78-260480
DEGREE WOMEN	78-523701
EMERALD FRESH	78-343540
FEELS LIKE NOTHING ON	78-553492
FOR MEN WHO DO TAKE RISKS	78-493767
HEALTHY CURLS	78-605068
HELENE CURTIS ANTI-FLAT	78-281851
HELENE CURTIS HYDRA STRAIGHT	78-265915
HELENE CURTIS NUTRI-BLONDE	78-275916
HELENE CURTIS NUTRI-COLLAGEN	78-285700
HELENE CURTIS NUTRIENT LOCK	78-288977
HELENE CURTIS NUTRILOCK	78-286023
HELENE CURTIS SATIN STRAIGHT	78-285707
HELENE CURTIS VITA-BLONDE	78-275963
HYDRA STRAIGHT	78-285758
IONIC	78-406917
IT WON'T LET YOU DOWN	78-472303
Miscellaneous Design	78-403228
NIGHT JADE	78-388909
NUTRI-BLONDE	78-323518
NUTRI-COLLAGEN	78-299717
NUTRILOCK	78-299722

PURE SATIN	78-567405
PURE SILVER	78-518321
REXONA	78-407792
SATIN STRAIGHT	78-299713
SEDAL	78-427715
SHOWER-IN COLOR	76-417106
SHOWER-IN VOLUME	78-362122
SUAVE	78-504513
SUAVE	76-380758
SUAVE	76-380756
SUAVE	76-380760
SUAVE	76-380759
SUAVE	78-543145
SUAVE (and Design)	76-383683
SUAVE (and Design)	76-383277
SUAVE (and Design)	76-383279
SUAVE (and Design)	76-383684
SUAVE (and Design)	76-383682
SUAVE FOR MEN	76-385801
SUAVE FOR MEN	78-223680
SUAVE HEALTHY CURLS	78-572198
SUAVE KIDS	78-521832
SUAVE PROFESSIONALS	78-431688
SUAVE RADIANT BRUNETTE	78-595045
SUAVE STRENGTHENING EFFECTS	76-486876
SUAVE VIBRANT BLONDE	78-595040
SUNSILK	78-373654
SUNSILK DE-FRIZZ	78-494076
SUNSILK NUTRIENT LOCK	78-393050
TRICLEAR	78-519065
VITA-BLONDE	78-323552
WHICH ONE ARE YOU?	78-376329