

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	05/07/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Chesebrough-Pond's Inc.		05/03/2005	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Conopco, Inc.
Street Address:	33 Benedict Place
City:	Greenwich
State/Country:	CONNECTICUT
Postal Code:	06830
Entity Type:	CORPORATION: NEW YORK

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	0425554	FABERGE

CORRESPONDENCE DATA

Fax Number: (212)878-8375
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 2128788000
 Email: trademark.group@cliffordchance.com
 Correspondent Name: Steven T. Shelton
 Address Line 1: 31 West 52nd Street
 Address Line 2: Clifford Chance US LLP
 Address Line 4: New York, NEW YORK 10019-6131

ATTORNEY DOCKET NUMBER:	70-40205121
NAME OF SUBMITTER:	Steven T. Shelton
Signature:	/Steven T. Shelton/

CH \$40.00 0425554

Date:

02/14/2008

Total Attachments: 2

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Delaware

PAGE 1

The First State

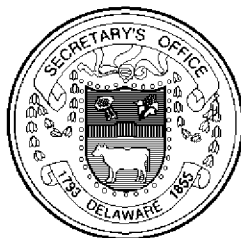
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"CHESEBROUGH-POND'S INC.", A DELAWARE CORPORATION,
WITH AND INTO "CONOPCO, INC." UNDER THE NAME OF "CONOPCO, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF NEW YORK, AS RECEIVED AND FILED IN THIS OFFICE THE FOURTH DAY OF MAY, A.D. 2005, AT 2:29 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE SEVENTH DAY OF MAY, A.D. 2005.

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You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6370534

DATE: 02-08-08

TRADEMARK
REEL: 003719 FRAME: 0974

State of Delaware
Secretary of State
Division of Corporations
Delivered 02:27 PM 05/04/2005
FILED 02:29 PM 05/04/2005
SRV 050362101 - 2226184 FILE

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

CHESEBROUGH-POND'S INC.

INTO

CONOPCO, INC.

(Pursuant to Section 253 of the General Corporation Law of the State of Delaware)

Conopco, Inc., a corporation organized and existing under the laws of the State of New York (the "Corporation"), does hereby certify:

FIRST: That the Corporation owns all of the outstanding shares of common stock of Chesebrough-Pond's Inc., a Delaware corporation incorporated on March 28, 1990 pursuant to the General Corporation Law of the State of Delaware.

SECOND: That the Corporation, by the following resolutions of its Board of Directors duly adopted by written consent on May 3, 2005, will merge into itself said Chesebrough-Pond's, Inc.:

RESOLVED, that the Corporation merge into itself Chesebrough-Pond's Inc. and assume all of its obligations; and further

RESOLVED, that said merger shall become effective on May 7, 2005, subject to the filing of a Certificate of Ownership and Merger with the Secretary of State of the State of Delaware; and further

RESOLVED, that the proper officers of the Corporation be, and they hereby are, directed to make and execute a Certificate of Ownership and Merger setting forth a copy of the resolutions to so merge with Chesebrough-Pond's, Inc. and to assume its obligations and to cause the same to be filed with the Secretary of State of the State of Delaware and to do all acts and things whatsoever, whether within or without the State of Delaware, which may be necessary or proper to effect said merger.

The Secretary of State of Delaware is appointed as the agent to accept service of process and mailing address therefor is: Unilever United States, Inc., 700 Sylvan Avenue, Englewood Cliffs, NJ 07632.

IN WITNESS WHEREOF, the Corporation has caused this certificate to be signed by its duly authorized officer on May 3, 2005.

Conopco, Inc.

By David A. Schwartz
David A. Schwartz
Vice President