

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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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: 2

Property Type	Number	Word Mark
Registration Number:	0818419	CLOSE-UP
Registration Number:	2198451	CLOSE UP

CORRESPONDENCE DATA

Fax Number: (609)497-7179
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 609-683-7086
 Email: david.schuman@churchdwright.com
 Correspondent Name: David J. Schuman
 Address Line 1: 469 North Harrison Street
 Address Line 2: Law Department
 Address Line 4: Princeton, NEW JERSEY 08543-5297

ATTORNEY DOCKET NUMBER:	19734
NAME OF SUBMITTER:	David J. Schuman

CH \$65.00 0818419

Signature:

/David J. Schuman/

Date:

03/06/2008

Total Attachments: 3

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1-050504000989

CERTIFICATE OF MERGER

OF

CHESEBROUGH-POND'S 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 Chesebrough-Pond's Inc. hereby certify:

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

Conopco, Inc., originally incorporated as	New York
The Chesebrough Manufacturing Company Consolidated	
Chesebrough-Pond's 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
Chesebrough-Pond's Inc	100 Common		100

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

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

<u>Name of Corporation</u> Conopco, Inc.	<u>Date of Incorporation</u> May 11, 1880
<u>Name of Corporation</u> Chesebrough-Pond's Inc	<u>State/Date of Incorporation</u> Delaware/March 28, 1990

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.

Chesebrough-Pond's 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
David A. Schwartz, Vice President

David J. Strickland, III
David J. Strickland, III, Assistant Secretary

Chesebrough-Pond's Inc.

David Loy Harrison
David Loy Harrison, Vice President

David A. Harris
David A. Harris, Vice President

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CERTIFICATE OF MERGER

OF

CHESEBROUGH-POND'S INC.
(a Delaware Corporation)

INTO

CONOPCO, INC.
(a New York Corporation)

UNDER SECTION 904 OF THE
BUSINESS CORPORATION LAW

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

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STATE OF NEW YORK
DEPARTMENT OF STATE
FILED MAY 04 2005
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