

06-24-2008

RECORDATION FORM CC
TRADEMARKS



103510215

To the Director of the U. S. Patent and Trademark Office: Please record

below.

1. Name of conveying party(ies):

Beauty Holding Company, Inc.

- Individual(s)
- General Partnership
- Corporation- State: Delaware
- Other _____

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

3. Nature of conveyance (s)/Execution Date(s) :

Execution Date(s) 11-15-2006

- Assignment
- Security Agreement
- Other _____
- Association
- Limited Partnership
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Beauty Holding LLC

Internal Address: Legal Department

Street Address: 3001 Colorado Blvd.

City: Denton

State: TX

Country: USA Zip: 76210

- Association
- General Partnership
- Limited Partnership
- Corporation
- Other LLC

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

78778043

B. Trademark Registration No.(s)

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

HOOPLA, for hair care preparations; skin care preparations; cosmetics and nail care preparations

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Beauty Holding LLC

Internal Address: Legal Department
Attn.: Daniel M. Vincenzo

Street Address: 3001 Colorado Blvd.

City: Denton

State: TX Zip: 76210

Phone Number: 940-297-4637

Fax Number: 940-297-4990

Email Address: dvincenzo@sallybeauty.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$

40.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number 50-4045

Authorized User Name Daniel M. Vincenzo

9. Signature:

[Signature]
Signature

6/17/2008

Date

Daniel M. Vincenzo

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 7

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

Rec 6-23-08

TO: BEAUTY HOLDING LLC COMPANY: LEGAL DEPARTMENT

06/17/2008
700375058

Form PTO-1594 (Rev. 07/05)
OMB Collection 0651-0027 (exp. 6/30/2008)

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

Re

1. Name of conveying party(ies):
Beauty Holding Company, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation- State: Delaware
 Other _____

Citizenship (see guidelines) _____
Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies) Yes No
Additional names, addresses, or citizenship attached? Yes No

Name: Beauty Holding LLC
Internal Address: Legal Department
Street Address: 3001 Colorado Blvd.
City: Denton
State: TX
Country: USA Zip: 76210

Association Citizenship _____
 General Partnership Citizenship _____
 Limited Partnership Citizenship _____
 Corporation Citizenship _____
 Other LLC Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

3. Nature of conveyance (Execution Date(s) :
Execution Date(s) _____

Assignment Merger
 Security Agreement Change of Name
 Other _____

4. Application number(s) or registration number(s) and identification or description of the Trademark.
A. Trademark Application No.(s)
78778043

B. Trademark Registration No.(s)
Additional sheet(s) attached? Yes No

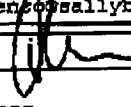
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State: TX Zip: 76210
Phone Number: 940-297-4637
Fax Number: 940-297-4990
Email Address: dvincenzo@allybeauty.com

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40.00
 Authorized to be charged by credit card
 Authorized to be charged to deposit account
 Enclosed

8. Payment Information:
a. Credit Card Last 4 Numbers _____
Expiration Date _____
b. Deposit Account Number 50-4045
Authorized User Name Daniel M. Vincenzo

9. Signature:  6/17/2008
Signature Date
Daniel M. Vincenzo Total number of pages including cover sheet, attachments, and document:

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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 THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "BEAUTY HOLDING COMPANY, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "BEAUTY HOLDING COMPANY, INC." TO "BEAUTY HOLDING LLC", FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF NOVEMBER, A.D. 2006, AT 10:13 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE SIXTEENTH DAY OF NOVEMBER, A.D. 2006, AT 9:33 O'CLOCK A.M.



2563339 8100V

061045531

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5197111

DATE: 11-15-06

TRADEMARK
REEL: 003803 FRAME: 0815

**CERTIFICATE OF CONVERSION TO LIMITED LIABILITY COMPANY
OF
BEAUTY HOLDING COMPANY, INC.
TO
BEAUTY HOLDING LLC**

This Certificate of Conversion to Limited Liability Company, dated as of November 15, 2006, has been duly executed and is being filed by Beauty Holding Company, Inc., a Delaware corporation (the "Company"), and Diarra M. Guthrie, as an authorized person, to convert the Company to a Delaware limited liability company, under the Delaware Limited Liability Company Act (6 Del. C. § 18-101, et seq.) (the "DLLCA") and the General Corporation Law of the State of Delaware (8 Del. C. § 101, et seq.) (the "DGCL").

1. The Company's name when it was originally incorporated was Sally Beauty Holdings, Inc. and, subsequently, immediately prior to the filing of this Certificate of Conversion to Limited Liability Company was Beauty Holding Company, Inc.
2. The Company filed its original certificate of incorporation with the Secretary of State of the State of Delaware and was first incorporated on November 20, 1995, in the State of Delaware, and was incorporated in the State of Delaware immediately prior to the filing of this Certificate of Conversion to Limited Liability Company.
3. The name of the Delaware limited liability company into which the Company shall be converted as set forth in its Certificate of Formation is Beauty Holding LLC.
4. The conversion of the Company to the Delaware limited liability company has been approved in accordance with the provisions of Sections 141(f), 228 and 266 of the DGCL and is filed in accordance with Section 18-214 of the DLLCA.
5. The conversion of the Company to the Delaware limited liability company shall be effective at 9:33 a.m. Eastern Standard Time on November 15, 2006 after the filing of this Certificate of Conversion to Limited Liability Company and a certificate of formation with the Secretary of State of the State of Delaware.

[Remainder of the page intentionally left blank]

State of Delaware
Secretary of State
Division of Corporations
Delivered 10:14 AM 11/15/2006
FILED 10:13 AM 11/15/2006
SRV 061045531 - 2563339 FILE

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Conversion to Limited Liability Company as of the date first-above written.

Beauty Holding Company, Inc.

**Diarra M. Guthrie, as
Authorized Person**

By: /s/ Michael Ashford

Name: Michael Ashford

Title: Secretary

By: /s/ Diarra M. Guthrie