

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	05/03/2005		
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:	700 Sylvan Avenue		
City:	Englewood Cliffs		
State/Country:	NEW JERSEY		
Postal Code:	07632		
Entity Type:	CORPORATION: NEW YORK		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	76447411	GO AHEAD. GET DIRTY.	
CORRESPONDENCE DATA			
Fax Number:	(212)310-1603		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	212-626-4557		
Email:	nyctrademarks@bakernet.com		
Correspondent Name:	Pamela T. Church		
Address Line 1:	1114 Avenue of the Americas		
Address Line 4:	New York, NEW YORK 10036		
ATTORNEY DOCKET NUMBER:	39193324.021 PROJGOODWOOD		
NAME OF SUBMITTER:	Pamela T. Church		
Signature:	/ptc/		

CH 76447411 \$40.00

900115157

TRADEMARK
REEL: 003846 FRAME: 0149

Date:

09/03/2008

Total Attachments: 1

source=Certificate of Merger from Chesebrough-Pond's into Conopco (NY entity)#page1.tif

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

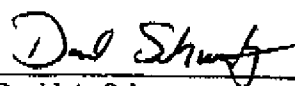
RESOLVED, that said merger shall become effective on May 7, 2005, subject to the filing of a Certificate of Ownership and Merger with the Secretary of State of the State of Delaware; and further

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
Vice President