

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/30/2009

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
YSL Beaute, Inc.		06/26/2009	CORPORATION: NEW YORK

RECEIVING PARTY DATA

Name:	L'Oreal USA, Inc.
Street Address:	575 Fifth Avenue
City:	New York
State/Country:	NEW YORK
Postal Code:	10017
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Registration Number:	1081451	OSCAR
Registration Number:	1085216	OSCAR DE LA RENTA
Registration Number:	1886850	OSCAR DE LA RENTA
Registration Number:	2209603	SO DE LA RENTA
Registration Number:	2199080	SO DE LA RENTA

CORRESPONDENCE DATA

Fax Number: (212)984-5082
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 212-948-4177
 Email: lgigliotti@us.loreal.com
 Correspondent Name: Lisa M. Gigliotti
 Address Line 1: 575 Fifth Avenue
 Address Line 2: 34th Floor
 Address Line 4: New York, NEW YORK 10017

CH \$140.00 1081451

ATTORNEY DOCKET NUMBER:	YSL MERGER
NAME OF SUBMITTER:	Lisa M. Gigliotti
Signature:	/Lisa M Gigliotti/
Date:	06/30/2009
Total Attachments: 7 source=YSLMerger#page1.tif source=YSLMerger#page2.tif source=YSLMerger#page3.tif source=YSLMerger#page4.tif source=YSLMerger#page5.tif source=YSLMerger#page6.tif source=YSLMerger#page7.tif	

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"YSL BEAUTE, INC.", A NEW YORK CORPORATION,
WITH AND INTO "L'OREAL USA, INC." UNDER THE NAME OF "L'OREAL USA, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SIXTH DAY OF JUNE, A.D. 2009, AT 11:47 O'CLOCK A.M.

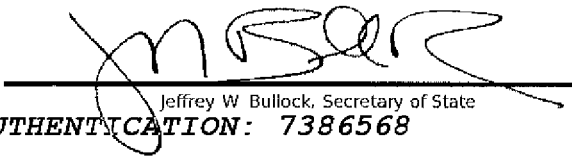
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTIETH DAY OF JUNE, A.D. 2009, AT 11:58 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

0468026 8100M

090652012




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7386568

DATE: 06-26-09

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

TRADEMARK
REEL: 004013 FRAME: 0625

STATE OF DELAWARE
CERTIFICATE OF MERGER OF
FOREIGN CORPORATION INTO
A DOMESTIC CORPORATION

State of Delaware
Secretary of State
Division of Corporations
Delivered 11:46 AM 06/26/2009
FILED 11:47 AM 06/26/2009
SRV 090652012 - 0468026 FILE

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of the surviving corporation is L'Oréal USA, Inc.
_____ a Delaware corporation, and the name
of the corporation being merged into this surviving corporation is
YSL Beauté, Inc. _____ a New York
_____ corporation.

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations pursuant to Title 8 Section 252 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation is L'Oréal USA, Inc.
_____ a Delaware corporation.

FOURTH: The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation. (If amendments are affected please set forth)

FIFTH: The authorized stock and par value of the non-Delaware corporation is
200 shares of common stock (no par value)

SIXTH: The merger is to become effective on June 30, 2009 at 11:58 p.m.

SEVENTH: The Agreement of Merger is on file at 575 Fifth Avenue
New York, NY 10017 _____, an office of
the surviving corporation.

EIGHTH: A copy of the Agreement of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

IN WITNESS WHEREOF, said surviving corporation has caused this certificate to be signed by an authorized officer, the 26th day of June, A.D.,
2009

By: 
Authorized Officer

Name: Thomas Sarakatsannis
Print or Type

Title: Vice President

STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the Department of State, at the City of Albany, on June 29, 2009.

A handwritten signature in black ink, appearing to read "Daniel E. Shapiro".

Daniel E. Shapiro
First Deputy Secretary of State

090629000 465

CSC 45
DRAW DOWN

Certificate of Merger

of

YSL Beaute, Inc.

and

L'Oreal USA, Inc.

into

L'Oreal USA, Inc.

Under Section 907 of the Business Corporation Law

It is hereby certified, upon behalf of each of the constituent corporations herein named, as follows:

FIRST: The Board of Directors of each of the constituent corporations has duly adopted a plan of merger setting forth the terms and conditions of the merger of said corporations.

SECOND: The name of the foreign constituent corporation, which is to be the surviving corporation, and which is hereinafter sometimes referred to as the "surviving constituent corporation", is L'Oreal USA, Inc. and the name under which it was formed is Cosmair, Inc. The jurisdiction of its incorporation is Delaware; and the date of its incorporation therein is July 15, 1953.

The Application for Authority in the State of New York of the surviving constituent corporation to transact business as a foreign corporation therein was filed by the Department of the State of New York on November 23, 1955

THIRD: The name of the domestic constituent corporation, which is being merged into the surviving constituent corporation, and which is hereinafter sometimes referred to as the "merged constituent corporation", is YSL Beauté, Inc. and the name under which it was formed is A. Fetterman, Ltd. The date upon which its certificate of incorporation was filed by the Department of State is February 18, 1963.

FOURTH: As to each constituent corporation, the plan of merger sets forth the designation and number of outstanding shares of each class and series, the specification of the classes and series entitled to vote on the plan of merger, and the specification of each class and series entitled to vote as a class on the plan of merger, as follows:

L'Oreal USA, Inc.

<u>Designation of each outstanding class and series of shares</u>	<u>Number of outstanding shares</u>
Common	4,449,526

YSL Beauté, Inc.

<u>Designation of each outstanding class and series of shares</u>	<u>Number of outstanding shares</u>
Common	80

FIFTH: The merger herein certified was authorized in respect of the merged constituent corporation by the written consent of holders of outstanding shares of the corporation entitled to vote on the plan of merger, having not less than the minimum requisite proportion of votes, which has been given in accordance with section 615 of the Business Corporation Law of the State of New York. Written notice has been given as and to the extent required by the said section 615.

SIXTH: The merger herein certified is permitted by the laws of the jurisdiction of incorporation of the surviving constituent corporation and is in compliance with said laws.

SEVENTH: The surviving constituent corporation agrees that it may be served with process in the State of New York in any action or special proceeding for the enforcement of any liability or obligation of the merged constituent corporation, for the enforcement of any liability or obligation of the surviving constituent corporation for which the surviving constituent corporation is previously amenable to suit in the State of New York, and for the enforcement, as provided in the Business Corporation Law of the State of New York, of the right of shareholders of the merged constituent corporation to receive payment for their shares against the surviving constituent corporation.

EIGHTH: The surviving constituent corporation agrees that, subject to the provisions of section 623 of the Business Corporation Law of the State of New York, it will promptly pay to the shareholders of the merged constituent corporation the amount, if any, to which they shall be entitled under the provisions of the Business Corporation Law of the State of New York relating to the rights of shareholders to receive payment for their shares.

NINTH: The surviving constituent corporation hereby designates the Secretary of State of the State of New York as its agent upon whom process against it may be served in the manner set forth in paragraph (b) of section 306 of the Business Corporation Law of the State of New York in any action or special proceeding. The post office address within the State of New York to which the said Secretary of State shall mail a copy of any process against the surviving corporation served upon him is: Attn: Legal Department, 575 Fifth Avenue, New York, NY 10017.

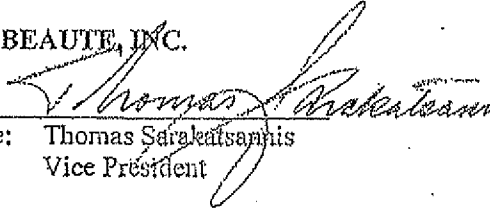
TENTH: Each of the constituent domestic corporations hereby certifies that all fees and taxes (including penalties and interest) administered by the Department of Taxation and

Finance of the State of New York which are now due and payable by each constituent domestic corporation have been paid and a cessation franchise tax report (estimated or final) through the anticipated date of merger has been filed by each constituent domestic corporation. The said report, if estimated, is subject to amendment. The surviving foreign corporation agrees that it will within thirty days after the filing of the certificate of merger file the cessation tax report, if an estimated report was previously filed, and promptly pay to the Department of Taxation and Finance of the State of New York all fees and taxes (including penalties and interest), if any, due to the said Department of Taxation and Finance by each constituent domestic corporation.

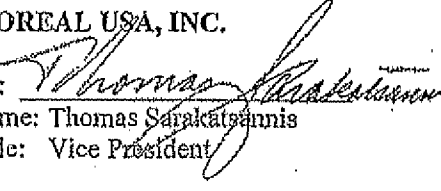
ELEVENTH: The effective date of the merger herein certified, insofar as the provisions of the Business Corporation Law of the State of New York govern such effective date, shall be the 30th day of June, 2009.

Signed on: June 26, 2009

YSL BEAUTE, INC.

By: 
Name: Thomas Sarakatsannis
Title: Vice President

L'OREAL USA, INC.

By: 
Name: Thomas Sarakatsannis
Title: Vice President

090629000 465

CSC 45
DRAW DOWN

CERTIFICATE OF MERGER

OF

L'Oreal USA, Inc.

and

YSL Beaute, Inc.

into

L'Oreal USA, Inc.

Under Section 907 of the Business Corporation Law.

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED JUN 29 2009

TAX \$ _____

BY: _____

Filed by: Gibney, Anthony & Flaherty, LLP
(Name)
665 Fifth Avenue
(Mailing address)
New York, NY 10022
(City, State and Zip code)

lcc

ny

CUSTOMER REF #
049500 KKK

FILED
2009 JUN 29 PM 12:24

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