

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM324894

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	11/19/2014

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
CAROL'S DAUGHTER HOLDINGS, LLC		11/19/2014	LIMITED LIABILITY COMPANY: DELAWARE

## RECEIVING PARTY DATA

<b>Name:</b>	L'ORÉAL USA, INC.
<b>Street Address:</b>	575 Fifth Avenue
<b>City:</b>	New York
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10013
<b>Entity Type:</b>	CORPORATION: DELAWARE

## PROPERTY NUMBERS Total: 26

Property Type	Number	Word Mark
Registration Number:	3775386	ALMOND COOKIE
Registration Number:	3093049	BEAUTY BY NATURE
Registration Number:	4036241	BEAUTY BY NATURE
Registration Number:	3740937	BRING IN THE MOISTURE
Registration Number:	3536178	CANDY PAINT, WHERE COLOR MEETS THERAPY
Registration Number:	3090260	CAROL'S DAUGHTER
Registration Number:	3090258	CAROL'S DAUGHTER
Registration Number:	3966379	CAROL'S DAUGHTER BEAUTY BY NATURE
Serial Number:	86139359	CAROL'S DAUGHTER CD 4 KIDS
Registration Number:	4179959	CAROL'S DAUGHTER PRESENTS LISA'S KITCHEN
Registration Number:	3776234	CAROL'S DAUGHTER THE BACK ROOM HAND & FO
Registration Number:	3185813	
Registration Number:	3959641	GODDESS FLOWER
Registration Number:	4089057	MARGUERITE'S MAGIC
Registration Number:	4522829	MIRROR THE HAIR SALON AT CAROL'S DAUGHTER
Registration Number:	3865908	MY LIFE
Registration Number:	4067465	MY LIFE
Registration Number:	4113158	MY LIFE BLOSSOM

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	4023898	ONE TOUGH NUT
Registration Number:	3674533	PEARLS BY CAROL'S DAUGHTER
Serial Number:	86251016	SACRED TIARE
Registration Number:	3618388	SOME OF MARGUERITE'S MAGIC
Registration Number:	3930163	SUGAR-DIPPED VANILLA
Registration Number:	3618387	TUI
Registration Number:	3704428	WASH AWAY THE OIL
Registration Number:	3618457	WHERE COLOR MEETS THERAPY

**CORRESPONDENCE DATA**

**Fax Number:** 2123108007

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.*

**Phone:** 212.310.8292

**Email:** juan.arias@weil.com

**Correspondent Name:** Jesse Sacks

**Address Line 1:** Weil, Gotshal & Manges LLP

**Address Line 2:** 767 Fifth Avenue

**Address Line 4:** New York, NEW YORK 10153

**ATTORNEY DOCKET NUMBER:** 39200.0094 JESSE SACKS

**NAME OF SUBMITTER:** Jesse Sacks

**SIGNATURE:** /Jesse Sacks/

**DATE SIGNED:** 12/03/2014

**Total Attachments: 3**

source=Carol\_s Daughter Holdings LLC - DE - Certificate of Merger#page1.tif

source=Carol\_s Daughter Holdings LLC - DE - Certificate of Merger#page2.tif

source=Carol\_s Daughter Holdings LLC - DE - Certificate of Merger#page3.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:

"CAROL'S DAUGHTER HOLDINGS, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

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 NINETEENTH DAY OF NOVEMBER, A.D. 2014, AT 12:16 O'CLOCK P.M.

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

0468026 8100M

141430231



You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 1880661

DATE: 11-19-14

TRADEMARK  
REEL: 005413 FRAME: 0229

**CERTIFICATE OF MERGER  
OF  
CAROL'S DAUGHTER HOLDINGS, LLC,  
a Delaware limited liability Company  
INTO  
L'ORÉAL USA, INC.,  
a Delaware corporation**

November 19, 2014

Pursuant to Section 264(c) of the Delaware General Corporation Law (the "DGCL") and Section 18-209 of the Delaware Limited Liability Company Act (the "LLC Act"), L'Oréal USA, Inc., a Delaware corporation (the "**Surviving Corporation**"), in connection with the merger of Carol's Daughter Holdings, LLC, a Delaware limited liability company, with and into the Surviving Corporation (the "**Merger**"), submits this Certificate of Merger for filing:

1. The names and states of domicile of the constituent entities to the Merger (the "Constituent Entities") are:

<u>Name</u>	<u>State of Domicile</u>
L'Oréal USA, Inc.	Delaware
Carol's Daughter Holdings, LLC	Delaware

2. The Agreement and Plan of Merger has been certified, approved, adopted, executed and acknowledged by each of the Constituent Entities in accordance with Section 264(c) of the DGCL and Section 18-209 of the LLC Act.

3. The Surviving Corporation shall be the surviving corporation of the Merger. The name of the Surviving Corporation is "L'Oréal USA, Inc."

4. The Certificate of Incorporation of the Surviving Corporation in effect immediately prior to the Merger shall be the Certificate of Incorporation of the Surviving Corporation.

5. The Merger shall become effective upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware.


6. An executed copy of the Agreement and Plan of Merger is on file at the office of the Surviving Corporation located at 575 Fifth Avenue, New York, New York, 10017.

7. A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation, upon request and without cost, to any stockholder or member of either of the Constituent Entities.

*[Signature page follows]*

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Merger to be executed on the date first written above.

L'ORÉAL USA, INC.

By:   
Name: Roger Dolden  
Title: Executive Vice President