

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	03/07/2006

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Beauty and Barber Supply Institute, Inc.	FORMERLY National Beauty and Barbers Supply Dealers Association, Inc.	03/07/2006	Not for Profit Corporation: NEW YORK

RECEIVING PARTY DATA

Name:	Professional Beauty Association
Street Address:	15825 N. 71st Street,
Internal Address:	Suite 1000
City:	Phoenix
State/Country:	ARIZONA
Postal Code:	85254
Entity Type:	Non Profit Corporation: ARIZONA

PROPERTY NUMBERS Total: 10

Property Type	Number	Word Mark
Serial Number:	78607150	NAHA
Registration Number:	2536215	[1]ROOF
Registration Number:	2636821	ISSE
Registration Number:	2675517	ISSE INTERNATIONAL SALON AND SPA EXPO
Registration Number:	2341985	THE SALON ASSOCIATION TSA
Registration Number:	2205787	TSA
Registration Number:	2306665	SALON ASSOCIATION
Registration Number:	1698218	B B S I
Registration Number:	1695112	BBSI
Registration Number:	1628661	NORTH AMERICAN HAIRSTYLING AWARDS

OP \$265.00 78607150

CORRESPONDENCE DATA

Fax Number: (202)457-6315

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 202-457-6000

Email: dlodge@pattonboggs.com

Correspondent Name: Deborah Lodge

Address Line 1: Patton Boggs LLP

Address Line 2: 2550 M Street, N.W.

Address Line 4: Washington, DISTRICT OF COLUMBIA 20037

NAME OF SUBMITTER:	Deborah M. Lodge
Signature:	/Deborah M. Lodge/
Date:	04/11/2006
Total Attachments: 3 source=merger1#page1.tif source=merger2#page1.tif source=merger3#page1.tif	

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CERTIFICATE OF MERGER
OF
AMERICAN BEAUTY ASSOCIATION, INC.
AND
BEAUTY AND BARBER SUPPLY INSTITUTE, INC.
WITH AND INTO
PROFESSIONAL BEAUTY ASSOCIATION
Under Section 906 of the Not-for-Profit Corporation Law

Pursuant to Section 906 of Article 9 of the Not-for-Profit Corporation Law of the State of New York, the undersigned corporations executed the following Certificate of Merger:

1. The names and states of incorporation of each of the constituent entities (each a "Constituent") are as follows:

- American Beauty Association, Inc., a Delaware nonstock corporation ("ABA");
- Beauty and Barber Supply Institute, Inc., formerly known as National Beauty and Barbers Supply Dealers Association, Inc., a New York not-for-profit corporation ("BBSI"); and
- Professional Beauty Association, an Arizona nonprofit corporation ("PBA").

2. The surviving corporation of this merger shall be, and is named, Professional Beauty Association, an Arizona nonprofit corporation. PBA filed Articles of Incorporation with the State of Arizona on May 28, 2004. The Articles of Incorporation of PBA constitute the certificate of incorporation of PBA, and there have not been and there are as of this date no amendments to such articles. PBA has not filed an Application for Authority in the State of New York and will not transact any business in such state until doing so. ABA has not filed an Application For Authority in the State of New York and will not transact any business in such state until doing so.

3. The dates of incorporation of each of the Constituents are as follows: ABA, September 20, 1941; BBSI, May 12, 1927; PBA, May 28, 2004.

4. PBA agrees, under the terms and conditions of the Agreement and Plan of Merger entered into by and among the Constituents (the "Agreement and Plan of Merger"), that it shall 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 PBA, as well as for the enforcement of any obligation of ABA or BBSI arising from the merger of ABA and BBSI with and into PBA. PBA agrees under the terms and conditions of the Agreement and Plan of Merger that it may be sued in the State of New York with respect to any property transferred or conveyed to PBA.

5. PBA hereby irrevocably appoints the New York Secretary of State as its agent to accept service of process in any suit or other proceeding to be adjudicated in the State of New York. Copies of any such service of process received by the Secretary of State may be sent to the following: Professional Beauty Association, 15825 N. 71st Street, Suite 100, Phoenix, AZ 85254.

6. There are no members or certificate holders evidencing capital contributions or subventions for ABA or BBSI.

7. The Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by the Boards of Directors of ABA and BBSI, and the initial members of the Governing Council of PBA, and the members of ABA and BBSI, in accordance with the laws under which each Constituent is formed. The merger is permitted by the laws of the jurisdiction of each Constituent and is in compliance

therewith. The Agreement and Plan of Merger provides for, among other things, the merger of ABA and BBSI, with and into PBA.

IN WITNESS WHEREOF, this Certificate of Merger has been duly executed by authorized officers of each of ABA, BBSI and PBA.

AMERICAN BEAUTY ASSOCIATION,
a Delaware nonstock corporation

By: 

Name: Thomas M. Clifford

Title: President

BEAUTY AND BARBER SUPPLY INSTITUTE, INC.,
a New York not-for-profit corporation

By: 

Name: William H. Ranney

Title: President

PROFESSIONAL BEAUTY ASSOCIATION,
an Arizona nonprofit corporation

By: 

Name: Steven T. Sleeper

Title: Director

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CERTIFICATE OF MERGER

OF

AMERICAN BEAUTY ASSOCIATION, INC. AND BEAUTY AND BARBER
SUPPLY INSTITUTE, INC.

WITH AND INTO

PROFESSIONAL BEAUTY ASSOCIATION

Section 906 of the Not-for-Profit Corporation Law

FILED

2006 MAR -7 AM 8:25

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2006 FEB -2 AM 9:01

JAC

GSC 45
DRAWDOWN

1cc

STATE OF NEW YORK
DEPARTMENT OF STATE
FILED MAR 07 2006
TAX \$
BY: *JAC*

Filer: Patton Boggs LLP
2550 M Street, N.W.
Washington, DC 20037-1350
Cust. Ref#786089 *MPS*

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