

RECORD  
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05-03-2006



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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Chesebrough-Pond's Inc. *3-17-06*  
501 Silverside Road  
Wilmington, DE 19809

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

Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and address of receiving party(ies)

Name: Conopco, Inc.

Internal Address: \_\_\_\_\_

Street Address: 33 Benedict Place

City: Greenwich State: CT ZIP: 06830

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State New York
- Other \_\_\_\_\_

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)

Additional name(s) & address(es) attached?  Yes  No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other \_\_\_\_\_
- Merger
- Change of Name

Execution Date: May 3, 2005

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

FABERGE U.S. Serial No. 78/491,482

B. Trademark Registration No.(s)

*MAR 17 2006*

Additional numbers attached?  Yes  No

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

Name: Kenneth Leonard

Internal Address: Unilever

Street Address: 33 Benedict Place

City: Greenwich State: CT ZIP: 06830

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

03-1595

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

05/01/2006 LAUELER 0000001 031595 78491482

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40.00 DA

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

MARY A. CASSIDY  
Name of Person Signing

*Mary A Cassidy*  
Signature

March 15, 2006  
Date

Total number of pages including cover sheet, attachments, and document: 6

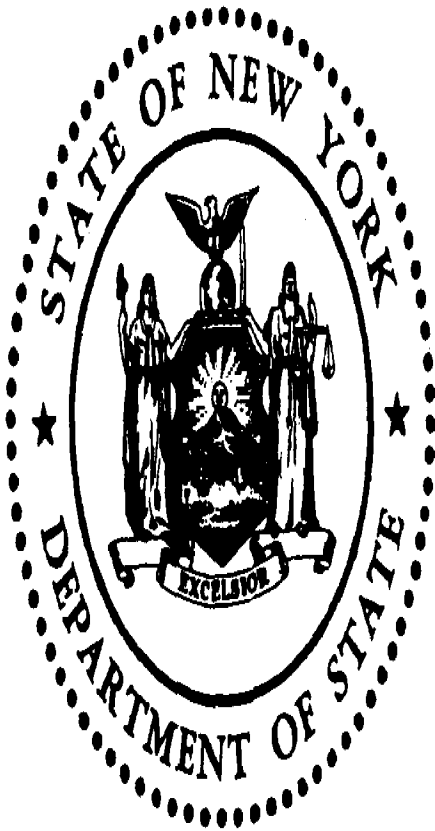
Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patents & Trademarks, Box Assignments  
Washington, D.C. 20231

State of New York }  
Department of State } ss:

I hereby certify that the annexed copy has been compared with the original document filed by the Department of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on

May 6, 2005



A handwritten signature in black ink, appearing to be "R. A. S.", written over a horizontal line.

Secretary of State

1-050504000989

CT-07

CERTIFICATE OF MERGER

OF

CHESEBROUGH-POND'S INC.  
a Delaware corporation

INTO

CONOPCO, INC.  
a New York corporation

UNDER SECTION 904 OF THE BUSINESS CORPORATION LAW

We, the undersigned, David A. Schwartz and David J. Strickland, III being respectively the Vice President and the Assistant Secretary of Conopco, Inc., and David Ley Hamilton and Andrew M. Johnston, being respectively the President and the Assistant Secretary of Chesebrough-Pond's Inc. hereby certify:

1 (a) The name of each constituent corporation is as follows:

Conopco, Inc., originally incorporated as	New York
The Chesebrough Manufacturing Company Consolidated	
Chesebrough-Pond's Inc.	Delaware

(b) The name of the surviving corporation is Conopco, Inc. and following the merger its name shall be Conopco, Inc.

2. (a) As to each constituent corporation, the designation and number of outstanding shares of each class and series and the voting rights thereof are as follows:

Name of Corporation	Designation and number of shares in each class or Series outstanding	Class or series of shares entitled to vote	Shares entitled to vote as a class or series
Conopco, Inc.	100,011 Common	Class A	100,011
Chesebrough-Pond's Inc.	100 Common		100

(b) The foreign corporation has never qualified to transact business in New York.

3. The date when the certificate of incorporation of each constituent corporation was filed by the Department of State is as follows:

Name of Corporation  
Conopco, Inc.

Date of Incorporation  
May 11, 1880

Name of Corporation  
Chesebrough-Pond's Inc.

State/Date of Incorporation  
Delaware/March 28, 1990

4. The merger was adopted by the New York constituent corporation in the following manner: as to Conopco, Inc., by the written consent of the Sole Shareholder given in accordance with Section 615 of the Business Corporation Law.

Chesebrough-Pond's Inc. has complied with the applicable provisions of the laws of the State of Delaware in which it is incorporated and this merger is permitted by such laws. The manner in which the merger was authorized with respect to said corporation was by written consent of the board of directors and the sole stockholder.

5. The merger shall be effective on the 7<sup>th</sup> day of May, 2005.

IN WITNESS WHEREOF, we have signed this certificate on the 3<sup>rd</sup> day of May, 2005 and we affirm the statements contained therein as true under penalties of perjury.

Conopco, Inc.

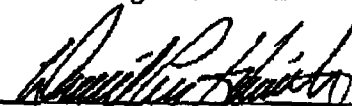


David A. Schwartz, Vice President



David J. Strickland, III, Assistant Secretary

Chesebrough-Pond's Inc.



David Ley Hamilton, Vice President



David A. Harris, Vice President

2

050504000989

CT-07

FILED

2005 MAY -4 PM 4:10

CERTIFICATE OF MERGER

OF

CHESEBROUGH-POND'S INC.  
(a Delaware Corporation)

INTO

COMOPCO, INC.  
(a New York Corporation)

UNDER SECTION 904 OF THE  
BUSINESS CORPORATION LAW

*for*

\* \* \* \* \*

Unilever United States, Inc.  
700 Sylvan Avenue  
Englewood Cliffs, NJ 07632-3100

RECEIVED  
2005 MAY -4 PH 4:08

DRAWDOWN

STATE OF NEW YORK  
DEPARTMENT OF STATE  
FILED MAY 04 2005  
TAX \$  
BY:             
*NY*

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TRADEMARK



March 16, 2006

Commissioner for Trademarks  
P.O. Box 1451  
Alexandria, VA 22313-1451

Dear Sir:

Re: Recordal of Merger of Chesebrough-Pond's Inc. into Conopco, Inc.

Please record the attached certified copy of the Merger of Chesebrough-Pond's Inc., (a Delaware corporation) into Conopco, Inc. against the trademark application for FABERGE, U. S. Serial No. 78/491,482.

From:

Chesebrough-Pond's Inc.  
a Delaware corporation  
501 Silverside Road  
Wilmington, DE 19809

Merged into:

Conopco Inc.  
a New York corporation  
33 Benedict Place  
Greenwich, CT 06830

Please charge this recordal to Deposit Account No. 03-1595. Please acknowledge receipt of this request by endorsing the self-addressed, stamped postcard which is attached to this letter.

Very truly yours,

A handwritten signature in cursive script that reads 'Mary A. Cassidy'.

Mary A. Cassidy  
Senior Legal Assistant  
(203) 625-2344

Attachments



03-17-2006

U.S. Patent & TMO/c/TM Mail Rcpt Dt. #25

Unilever Home & Personal Care - USA  
33 Benedict Place Greenwich, Connecticut 06836-5308  
Telephone (203) 661-2000

RECORDED: 03/17/2006 |

TRADEMARK  
REEL: 003335 FRAME: 0857