

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	05/07/2005

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Chesebrough-Pond's Inc.		05/07/2005	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Conopco, Inc.
Street Address:	33 Benedict Place
City:	Greenwich
State/Country:	CONNECTICUT
Postal Code:	06830
Entity Type:	CORPORATION: NEW YORK

**PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
Registration Number:	3134717	FRESH RAIN

**CORRESPONDENCE DATA**

Fax Number: (203)625-2370  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Email: ken.leonard@unilever.com  
 Correspondent Name: Kenneth C. Leonard  
 Address Line 1: 33 Benedict Place  
 Address Line 4: Greenwich, CONNECTICUT 06830

NAME OF SUBMITTER:	Kenneth C. Leonard
Signature:	/Kenneth C. Leonard/
Date:	09/26/2007

Total Attachments: 6

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**TRADEMARK  
 REEL: 003628 FRAME: 0014**

**CH \$40.00 3134717**

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# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"CHESEBROUGH-POND'S INC.", A DELAWARE CORPORATION,  
WITH AND INTO "CONOPCO, INC." UNDER THE NAME OF "CONOPCO, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF NEW YORK, AS RECEIVED AND FILED IN THIS OFFICE THE FOURTH DAY OF MAY, A.D. 2005, AT 2:29 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE SEVENTH DAY OF MAY, A.D. 2005.



2226184 8100M

061041680

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5193824

DATE: 11-14-06

TRADEMARK  
REEL: 003628 FRAME: 0016

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.

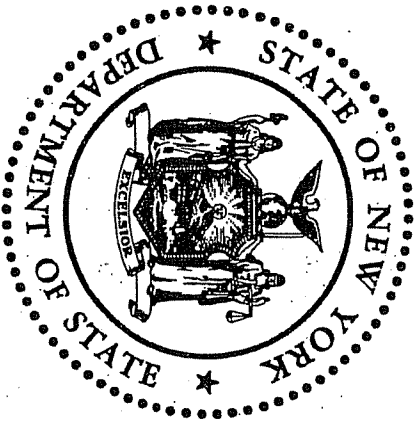
By David A. Schwartz  
David A. Schwartz  
Vice President

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**



Secretary of State

A handwritten signature in black ink, appearing to be "D. M. A. D.", written over the printed name of the Secretary of State.

F 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  
David A. Schwartz, Vice President

David J. Strickland, III  
David J. Strickland, III, Assistant Secretary

Chesebrough-Pond's Inc.

David Ley Hamilton  
David Ley Hamilton, Vice President

David A. Harris  
David A. Harris, Vice President

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CT-07

FILED

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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

*ML*

\* \* \* \* \*

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

RECEIVED

2005 MAY -4 PM 4:08

DRAWDOWN

14  
STATE OF NEW YORK  
DEPARTMENT OF STATE

FILED MAY 14 2005

TAX \$

BY:

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*ML*

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