

11-20-1998

Form PTO 1594
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY



100904622

To the Honorable Commissioner of Patents and Trademarks: Please record the attached

MRD 10-29-98

1. Name of conveying party(ies):
AMERICAN CREW, INC.

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



10-29-1998

U.S. Patent & TMO/TM Mail Rcpt Dt. #61

2. Name and address of receiving party(ies):

Name: **American Crew, Inc.**

Internal Address:

Street Address: **1732 Champa Street**

City: **Denver** State: **Colorado** Zip: **80202**

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

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

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
- Merger
- Security Agreement Release
- Change of Name
- Other

Execution Date: **December 22, 1997**

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
SEE SCHEDULE "A"

B. Trademark Registration No.(s)
SEE SCHEDULE "B"

Additional numbers attached? Yes No

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

Name: **Alexandra Thiery**

Internal Address: **Revlon Consumer Products Corporation - Law Department**

Street Address: **625 Madison Avenue**

City: **New York** State: **New York** Zip: **10022**

11/20/1998 JSH/DAZZ 00000123 101075 75161579

01 FC:401 40.00 CH
02 FC:402 180.00 CH

6. Total number of application and registrations involved:

7

7. Total fee (37 CFR 3.41):\$190.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

18-1075

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

DO NOT USE THIS SPACE

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.

Alexandra Thiery

Name of Person Signing Signature

Date: **October 28, 1998**

Total number of pages including cover sheet, attachments, and document: **10**

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

TRADEMARK
REEL: 1816 FRAME: 0746

SCHEDULE "A"
TRADEMARK APPLICATIONS

<u>Application Number</u>	<u>Mark</u>
75/161,579	AMERICAN CREW
75/161,580	AMERICAN CREW
75/292,760	PREVENTIVES
75/352,282	SPORTS SCRUB
75/352,763	CONDITION & GROOM
75/384,530	MENSWORK

SCHEDULE "B"
TRADEMARK REGISTRATIONS

Registration Number	Mark
1,904,875	AMERICAN CREW

I, EDWARD J. FREEL, 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:

"AMERICAN CREW, INC.", A ILLINOIS CORPORATION,
WITH AND INTO "AMERICAN CREW, INC." UNDER THE NAME OF
"AMERICAN CREW, INC.", A CORPORATION ORGANIZED AND EXISTING
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED
IN THIS OFFICE THE THIRTIETH DAY OF DECEMBER, A.D. 1997, AT 9
O'CLOCK A.M.

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



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2603311 8100M

971451800

AUTHENTICATION: 8840593

DATE: 12-30-97

TRADEMARK
REEL: 1816 FRAME: 0749

CERTIFICATE OF MERGER
OF
AMERICAN CREW, INC.
(an Illinois Corporation)
AND
AMERICAN CREW, INC.
(a Delaware Corporation)

Pursuant to Section 252 of the General
Corporation Law of the State of Delaware

It is hereby certified that:

1. The constituent business corporations participating in the merger herein certified are:

(i) American Crew, Inc., which is incorporated under that laws of the State of Illinois ("Illinois American Crew") and (ii) American Crew, Inc., which is incorporated under the laws of the State of Delaware (the "Corporation").

2. An Agreement and Plan of Merger, dated as of December 22, 1997, between the constituent corporations (the "Merger Agreement") has been approved, adopted, certified, executed and acknowledged by each of the aforesaid constituent corporations in accordance with the provisions of subsection (c) of Section 252 of the General Corporation Law of the State of Delaware (the "DGCL"), to wit, by Illinois American Crew in accordance with the provisions of the Illinois Business Corporation Act and by the Corporation in the same manner as is provided in Section 251 of the DGCL.

3. The name of the surviving corporation in the merger herein certified is American Crew, Inc., which will continue its existence as said surviving corporation under its present name upon the effective date of said merger pursuant to the provisions of the DGCL.

4. The Certificate of Incorporation of the Corporation as now in force and effect, shall continue to be the Certificate of Incorporation of said surviving corporation until amended and changed pursuant to the provisions of the DGCL.

5. The executed Merger Agreement between the aforesaid constituent corporations is on file at the principal place of business of the aforesaid surviving corporation, the address of which is as follows:

1860 Blake Street, Suite 200, Denver, Colorado 80202

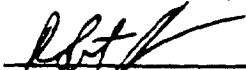
6. A copy of the aforesaid Merger Agreement will be furnished by the aforesaid surviving corporation, on request, and without cost, to any stockholder of each of the aforesaid constituent corporations.

7. The authorized capital stock of Illinois American Crew consists of 10,000 Common shares, no par value.

8. The Merger Agreement between the aforesaid constituent corporations provides that the merger herein certified shall be effective on December 31, 1997.


Dated: December 22, 1997.

AMERICAN CREW, INC.

By: 
Robert K. Kretzman
Vice President and Secretary

Dated: December 22, 1997.

AMERICAN CREW, INC.

By: 
Robert K. Kretzman
Vice President and Secretary

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