

05-09-2003



102444015

APR 15 2003

4-18-03

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

TO THE HONORABLE COMMISSIONER OF PATENTS AND TRADEMARKS

Please record the attached original documents or copy thereof.

7. Name of Conveying Party:

Salon Products, Inc.
Ohio Corporation

8. Name and Address of Receiving Party:

L'Oreal USA Sales, Inc.
575 Fifth Avenue
New York, New York 10017
Delaware Corporation

9. Nature of Conveyance: Merger
Execution Date: January 1, 2003

10. Trademark Application Nos.: See Attached Schedule.

11. Trademark Registrations Nos.: None.

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

Lisa M. Gigliotti, Esq.
L'Oreal USA Creative, Inc.
575 Fifth Avenue
New York, New York, 10017

76056064

Total number of registrations/applications involved: 30

Total Fee (37 CFR § 3.41): \$765.00 (Check Enclosed)

Additional fees authorized to be charged to deposit account #03-3348

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.

Dated: April 14, 2003

Lisa M. Gigliotti

Total: Five Pages

05/08/2003 TDIAZ1 00000047 76056064

01 FC:8521 40.00 DP
02 FC:8522 725.00 DP

SOFT SHEEN/CARSON, INC.

U.S. Trademark Schedule

<u>TRADEMARK</u>	<u>SERIAL NUMBER</u>
1. A SPA EXPERIENCE FOR YOUR HAIR	76-056,064
2. ACNE RESULTS	78-146,214
3. CLINICAL BALANCE BY DERMABLEND	76-068,299
4. COLOR STREAKS	76-321,659
5. COLOR THAT FEELS AS GOOD AS IT LOOKS	76-261,769
6. COOL WASH	76-063,547
7. DARK & LOVELY DIVA	76-211,486
8. DARK & LOVELY EXPRESSIONS	76-419,128
9. DARK & LOVELY GENTLE COLORS	76-202,887
10. DARK & LOVELY RESTORE & SHINE	76-063,549
11. DARK & LOVELY XPRESSIONS	76-419,129
12. DARK & LOVELY XPRESSIONS	76-389,277
13. DERMABLEND REFLECTIONS	76-024,536
14. FEATHERLIGHT HAIRDRESS	78-137,527
15. GENTLE COLORS	75-664,980
16. GET SMOOTH	76-060,444
17. HI-REZ	78-180,841
18. ILLUMINATION	78-177,335
19. JOHARI	78-174,830
20. MEGAHERTZ	78-161,971
21. MHZ	78-162,586
22. PERFECTLY YOURS	76-287,679
23. PUDDING	76-398,415
24. RICH AND NATURAL	76-016,841
25. SMOOTH EDGES	76-334,003
26. SOFT GROOM	76-063,618
27. SOOTHING CHAMOMILE CONDITIONER	78-157,806
28. TANGLE DEFENSE	78-142,889
29. TANGLE DEFENSE LEAVE IN CONDITIONER	78-137,367
30. TRIFUSION TECHNOLOGY	76-419,243

TRADEMARK**REEL: 002728 FRAME: 0844**

Delaware

PAGE 1

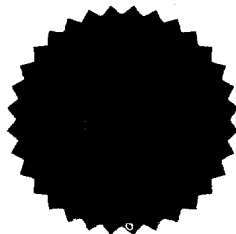
The First State

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 MERGER, WHICH MERGES:

"SALON PRODUCTS, INC.", A OHIO CORPORATION,
WITH AND INTO "L'OREAL USA SALES, INC." UNDER THE NAME OF "L'OREAL USA SALES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTIETH DAY OF DECEMBER, A.D. 2002, AT 10:30 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY, A.D. 2003, AT 12:07 O'CLOCK A.M.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2781891 8100M

AUTHENTICATION: 2174599

020787526

DATE: 12-27-02

TRADEMARK
REEL: 002728 FRAME: 0845

CERTIFICATE OF MERGER

OF

SALON PRODUCTS, INC.

AND

L'ORÉAL USA SALES, INC.

It is hereby certified that:

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

(i) Salon Products, Inc., which is incorporated under the laws of the State of Ohio; and

(ii) L'Oréal USA Sales, Inc., which is incorporated under the laws of the State of Delaware.

2. An Agreement of Merger 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, to wit, by L'Oréal USA Sales, Inc. in the same manner as is provided in Section 251 of the General Corporation Law of the State of Delaware and by Salon Products, Inc. in accordance with the laws of the State of its incorporation.

3. The name of the surviving corporation in the merger herein certified is L'Oréal USA Sales, Inc., which will continue its existence as said surviving corporation under the name L'Oréal USA Sales Inc. upon the effective date of said merger pursuant to the provisions of the General Corporation Law of the State of Delaware. The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

4. The executed Agreement of Merger between the aforesaid constituent corporations is on file at an office of the aforesaid surviving corporation, the address of which is as follows:

L'Oréal USA Sales, Inc.
Legal Department
575 Fifth Avenue
New York, NY 10017

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

6. The authorized capital stock of Salon Products, Inc. consists of 100 shares of

OREAL
USA

Lisa M. Gigliotti
Trademark Counsel

April 14, 2003

Via Express Mail No. EL728876675US

Commissioner for Trademarks
Box Assignments
2900 Crystal Drive
Arlington, Virginia 22202-3513

Re: Recordal of Merger of Salon Products, Inc. into
L'Oreal USA Sales, Inc.

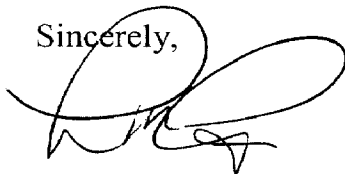
Dear Sir or Madam:

Enclosed please find a Recordation Form Cover Sheet, Trademarks Only, recording the Merger of Salon Products, Inc. into L'Oreal USA Sales, Inc., together with the Merger Certificate, and our Check No. 0001155337. We also enclose an acknowledgement card.

If the enclosed check amount is incorrect, please withdraw any additional fees (or credit any overpayment) to our deposit account no. 03-3348.

Kindly address all correspondence on this matter to the undersigned attorney at the address listed on this letterhead. Should you wish to contact the undersigned by phone, my telephone number is listed on this letterhead.

Sincerely,



Lisa M. Gigliotti