

02-17-2004



102669840

original documents or copy thereof.

To the Honorable Commissioner of F

1. Name of conveying party(ies):

Coty US Inc.

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

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

3. Nature of conveyance:

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

Execution Date: 06/13/2000

2. Name and address of receiving party(ies)

Name: Coty US LLC

Internal

Address:

Street Address: 1325 Avenue of the Americas

City: New York State: NY Zip: 10019

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

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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2,136,070

Additional number(s) attached Yes No

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

Name: Sophie B. Anger, Esq.

Internal Address: Torys LLP

Street Address: 237 Park Avenue

20th Floor

City: New York State: NY Zip: 10017

6. Total number of applications and registrations involved:

40

7. Total fee (37 CFR 3.41), \$ 40

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

502793

201 FEB 12 AM 7:55
OPR/FINANCE

DO NOT USE THIS SPACE

9. Signature.

Sophie B. Anger

Name of Person Signing

Signature

February 10, 2004

Date

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02/13/2004 DRYNE 00000047 502793 2136070 Total number of pages including cover sheet, attachments, and document:

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40.00 DA

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

TRADEMARK
REEL: 002913 FRAME: 0537

CERTIFICATE OF MERGER

OF

COTY US INC.

INTO

COTY US LLC

Pursuant to Section 18-209 of the Delaware Limited Liability Company Act, the undersigned limited liability company, which is organized and existing under and by virtue of the Delaware Limited Liability Company Act, DOES HEREBY CERTIFY THAT:

FIRST: The merging business entities are Coty US LLC, a Delaware limited liability company, and Coty US Inc., a Delaware corporation.

SECOND: The Agreement of Merger (the "Merger Agreement") dated as of June 30, 2000 between Coty US LLC and Coty US Inc. has been approved, adopted, certified, executed, and acknowledged by each of the merging business entities in accordance with the requirements of Section 18-209(c) of the Delaware Limited Liability Company Act and Section 264 of the Delaware General Corporation Law.

THIRD: The surviving limited liability company is Coty US LLC.

FOURTH: The executed Merger Agreement is on file at the principal place of business of Coty US LLC at 1325 Avenue of the Americas, New York, N. Y. 10019.

FIFTH: A copy of the Merger Agreement will be furnished by the surviving limited liability company, on request and without cost, to any member of Coty US LLC or any stockholder of Coty US Inc.

IN WITNESS WHEREOF, the undersigned has caused this instrument to be duly executed by an authorized member.

Dated: June 30, 2000

Coty US LLC

By: COTY INC., an authorized member

By: 

Name: ROBERT S. HERBST

Title: ASSISTANT SECRETARY

Office of the Secretary of State

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:

"COTY US INC.", A DELAWARE CORPORATION,

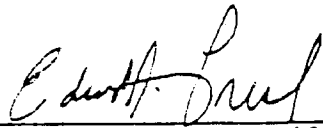
WITH AND INTO "COTY US LLC" UNDER THE NAME OF "COTY US LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF JUNE, A.D. 2000, AT 10 O'CLOCK A.M.

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

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Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

0535825

06-30-00