



03-05-2001



02-12-2001

U.S. Patent & TMOfo/TM Mail RcptDt. #57

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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:

Carson/Soft Sheen, Inc.
Delaware Corporation

2. Name and Address of Receiving Party:

Soft Sheen/Carson, Inc.
1000 East 87th Street
Chicago, Illinois 60619
Delaware Corporation

410E

3. Nature of Conveyance: Merger and Change of Name
Effective Date: January 1, 2001

4. Trademark Application Serial Nos.: See Attached

5. Trademark Registration Nos.: See Attached

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

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

75894900

Total number of registrations/applications involved: 243

7. Total Fee (37 CFR § 3.41): \$6,090.00, check enclosed.

Any additional fees may 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: February 12, 2001

Lisa M. Gigliotti

Total: Eight pages

03/02/2001 00000097 75894900
01 FC:481 40.00 OP
02 FC:482 6050.00 OP

TRADEMARK APPLICATIONS (NAMES AND SERIAL NOS.)

1. 5-MINUTE RECONSTRUCTOR	75-894,900
2. A BEAUTIFUL TRADITION	75-831,311
3. A SPA EXPERIENCE FOR YOUR HAIR	76-056,064
4. ALMOND RAIN OIL MIST	75-894,997
5. BANTU	76-156,475
6. BANTU DISTINCTIVELY YOU	75-831,312
7. BEAUTIFUL BEGINNINGS	75-282,635
8. BLACK HONEY	75-734,099
9. BROWN SABLE	76-059,304
10. CALM CLEANSE	75-877,316
11. CALMING TRESSES	75-894,931
12. BROWN SABLE	76-059,304
13. CALM CLEANSE	75-877,316
14. CALMING TRESSES	75-894,931
15. CHESTNUT BLONDE	76-060,039
16. COOL WASH	76-063,547
17. D	75-828,010
18. DARK & LOVELY DIVA	75-723,789
19. DARK & LOVELY DIVA	75-717,386
20. DARK & LOVELY DIVA	75-713,887
21. DARK & LOVELY DIVA	75-639,165
22. DARK & LOVELY DIVA	75-635,399
23. DARK & LOVELY DIVA	75-635,390
24. DARK & LOVELY GENTLE COLORS	75-191,543
25. DARK & LOVELY HAIR CARE NATURALLY	76-149,186
26. DARK & LOVELY HAIRCARE DRY HAIR HEALER	75-903,302
27. DARK & LOVELY NATURAL ZONE	75-814,901
28. DARK & LOVELY RESTORE & SHINE	76-063,549
29. DARK & LOVELY ULTRA CHOLESTEROL	75-823,799
30. DARK & LOVELY XPRESSIONS	75-399,429
31. DARK & NATURAL HEAD	76-063,546
32. DARK AND LOVELY NATURALLY	75-823,794
33. DEEP COPPER	76-059,044
34. DEEP MAHOGANY	76-060,040
35. DERMABLEND ELITE	75-828,177
36. DIAMOND GLOW	75-738,285
37. DISTINCTIVELY YOU	75-831,204
38. ELITE BY DERMABLEND	75-828,176
39. EXTENSIVE MOISTURIZER	75-878,677
40. FORMULATED BY WOMEN OF COLOR FOR WOMEN OF COLOR	75-833,922
41. GENTLE & NATURAL CARE FOR DELICATE HAIR	75-896,173
42. GENTLE COLORS	75-664,980
43. GET SMOOTH	76-060,444
44. HONEY BLONDE	76-058,845
45. IT'S TIME TO GET LOVELY	75-831,543
46. MIDNIGHT BLUE	76-059,305
47. MIDNIGHT RENDEZVOUS	75-734,924
48. PERFECT SHEEN	75-438,879
49. PERFECTLY YOURS	74-386,736
50. POSNER	76-160,042
51. RED HOT RHYTHM	75-935,928
52. RED SPICE	75-475,985
53. RICH AND NATURAL	76-016,841
54. ROASTED CHESTNUT	76-059,307

TRADEMARK APPLICATIONS (NAMES AND SERIAL NOS.)-Cont.

55.	SHEER SHINE	75-877,314
56.	SHIMMER GLAZE	75-877,317
57.	SHIMMER SET	75-877,312
58.	SILKEN SPRITZ	75-877,313
59.	SILKEN STRAIGHT	75-778,018
60.	SOFT GROOM	76-063,618
61.	SUN KISSED BROWN	76-059,306
62.	SYSTI SHINE	75-717,493
63.	THE FUSION OF NATURE & SCIENCE	75-831,205
64.	ULTRA CHOLESTEROL	76-169,274
65.	ULTRA CHOLESTEROL	75-404,536
66.	WINTER BLONDE	76-017,644
67.	XTRA LITE	76-059,302
68.	MISCELLANEOUS DESIGN (RODNEY - SIDE VIEW)	75-742,613
69.	MISCELLANEOUS DESIGN (RODNEY - FRONT VIEW)	75-740,753
70.	A SOLUTION	76-101,566
71.	BRONZER SOLEIL	76-067,779
72.	CLINICAL BALANCE	76-068,838
73.	CLINICAL BALANCE BY DERMABLEND	76-068,299
74.	COVER DUET	76-068,334
75.	DERMABLEND CORRECTIVE COSMETICS SYSTEM	75-788,346
76.	DERMABLEND REFLECTIONS	76-024,536
77.	EB	76-099,722
78.	ESSENTIAL BENEFITS	75-876,427
79.	QUICK-FIX	75-779,372
80.	Miscellaneous Design	76-099,723

TRADEMARK REGISTRATIONS (NAMES, SERIAL NOS. AND REGISTRATION NOS.)

81.	AFRO SHEEN	72-426,788	982,972
82.	AFRO SHEEN CLEAN SHAVE WITH BUMP PROTECTION	75-233,208	2,256,271
83.	AFRO-SHEEN	72-291,750	885,995
84.	ALMOND BROWN	75-322,041	2,215,597
85.	AUTUMN RED	75-322,043	2,267,642
86.	BANTU	73-209,420	1,146,790
87.	BANTU	73-166,173	1,126,316
88.	BEAUTIFUL BEGINNINGS	75-283,082	2,153,794
89.	BEAUTIFUL BEGINNINGS	74-393,766	2,021,132
90.	BLACK TIE	73-074,776	1,052,207
91.	BLACK TIE	72-133,192	757,879
92.	BRAID & SHINE	74-585,865	2,065,461
93.	CALYPSO CANDY	75-759,297	2,396,559
94.	CARAMEL BROWN	75-322,046	2,229,712
95.	CARSON	72-462,038	988,772
96.	CARSON COMPOSITIONS	75-262,930	2,197,297
97.	CC	75-262,933	2,235,028
98.	CHERRY CURRANT	75-323,763	2,279,838
99.	CINNAMON STRUT	75-738,489	2,366,239
100.	CLASSY CURL	73-362,635	1,274,711

TRADEMARK REGISTRATIONS (NAMES, SERIAL NOS. AND REGISTRATION NOS.)--Cont.

101.	CLASSY CURL	73-274,900	1,225,663
102.	CLEAN SHAVE	75-277,820	2,155,878
103.	CLEAR GLOSSY	75-322,040	2,209,870
104.	COFFEE BROWN	75-322,042	2,209,871
105.	COLOR ALERT	73-562,690	1,532,525
106.	COLOR ALERT	73-486,169	1,471,859
107.	COLOR TALK	75-088,708	2,096,879
108.	COMFORT PLUS	75-505,233	2,308,684
109.	COMFORT PLUS	75-063,626	2,033,838
110.	CREME DEVELOPER 8 VOLUME	75-322,038	2,254,257
111.	CURL RELOCK	73-346,392	1,254,232
112.	CUSTOM BLENDS	72-238,966	824,590
113.	D&L	75-692,541	2,343,298
114.	DARK & LOVELY	75-241,014	2,241,861
115.	DARK & LOVELY	73-533,110	1,393,705
116.	DARK & LOVELY	73-527,461	1,394,953
117.	DARK & LOVELY	73-146,092	1,115,486
118.	DARK & LOVELY	73-081,278	1,067,043
119.	DARK & LOVELY	72-429,232	963,797
120.	DARK & LOVELY 24 HR THERAPY	75-071,301	2,040,359
121.	DARK & LOVELY COLOR CARE	74-732,699	2,008,134
122.	DARK & LOVELY EXCELLE	73-533,239	1,364,052
123.	DARK & LOVELY EXCELLE CONDITIONING MOISTURE...	75-285,126	2,245,021
124.	DARK & LOVELY EXCELLE SALON PERFORMANCE...	75-232,105	2,263,446
125.	DARK & LOVELY PLUS	73-621,456	1,457,099
126.	DARK & LOVELY QUIK FREEZE	74-618,073	2,005,138
127.	DARK & LOVELY RESTORE & REPAIR	75-083,699	2,035,777
128.	DARK & LOVELY REVIVING COLORS	73-705,660	1,532,545
129.	DARK & LOVELY ULTRA NOURISH	75-069,125	2,035,591
130.	DARK & NATURAL	74-148,221	1,745,029
131.	DL 2000	75-042,651	2,026,979
132.	DUO TEX	73-008,554	996,025
133.	EMBRACE	73-196,394	1,222,271
134.	FIRST CLASS AFFAIRS	73-217,979	1,169,796
135.	GOLD MAGIC	72-375,189	926,990
136.	GOLDEN GODDESS	75-738,286	2,347,170
137.	GREAT BEAUTIFUL BLACK WOMEN	73-187,851	1,148,533
138.	HAIRLIGHTS	73-250,322	1,248,065
139.	ICP3* *INTENSIVE CORTEX PENETRATOR	73-502,417	1,356,133
140.	JOAN B.	73-260,015	1,191,974
141.	KOVADO	73-229,266	1,151,388
142.	KOVADO	72-266,547	852,897
143.	LET'S JAM!	73-721,480	1,516,142
144.	LIGHT TOUCH	73-809,510	1,673,951
145.	LIP ELIXIR	73-202,208	1,176,759
146.	LIP SHEEN	73-202,211	1,179,698
147.	LIQUAJAM	74-249,891	1,794,075
148.	MAGIC	72-135,040	743,120
149.	MAGIC	72-134,254	741,715
150.	MAGIC MILD	75-550,901	2,269,165
151.	MAGIC SMOOTH	75-552,790	2,269,176

TRADEMARK REGISTRATIONS (NAMES, SERIAL NOS. AND REGISTRATION NOS.)-Cont.

152.	MANDARIN BROWN	75-322,044	2,219,786
153.	MATTE BLACK	75-324,390	2,217,991
154.	MELLOW TOUCH	73-399,635	1,275,703
155.	MIDNIGHT MUSK	73-217,981	1,157,821
156.	MOCHA BROWN	75-285,125	2,209,858
157.	MOISTURE FORMULA	73-316,870	1,259,725
158.	MOISTURE JAM	74-390,406	1,871,795
159.	MOISTURESEAL	75-717,492	2,329,794
160.	MOISTURESEAL LEAVE-IN CONDITIONING MIST	75-232,100	2,170,966
161.	NATURALLY SOFT	75-191,545	2,160,979
162.	NEUTRALIZING & DECALCIFIFYING SHAMPOO WITH COLOR..	75-191,544	2,257,533
163.	NO MISTAKE	74-466,424	1,864,498
164.	ORANGE BRANDY	75-663,100	2,391,109
165.	PALMADE	74-464,311	1,918,671
166.	PENETREX	73-674,152	1,478,220
167.	PERFECT PERFORMANCE	74-709,980	2,279,593
168.	PERFECTMIX	75-717,542	2,410,147
169.	PERFECTMIX CREME ACTIVATOR	75-191,547	2,196,377
170.	POSITIVELY BEAUTIFUL	73-286,987	1,249,475
171.	POSNER	73-551,203	1,385,676
172.	POSNER	73-234,896	1,160,559
173.	POSNER EASY WAVE	73-458,803	1,356,112
174.	POSNER'S BERGAMOT	71-658,319	607,155
175.	PP	75-240,026	2,134,361
176.	PP	74-626,110	2,205,939
177.	PPWS	73-546,905	1,387,950
178.	PRE-CARE	73-621,085	1,445,850
179.	PRO JAM	74-584,962	2,114,430
180.	PRO-MOISTURE	75-696,234	2,343,326
181.	PRO-MOISTURE	74-625,309	2,193,962
182.	PUDDING	74-185,593	1,746,274
183.	RED MAGIC	72-189,238	827,969
184.	RED SCARLET	75-323,762	2,263,571
185.	REGENER-IT	73-229,073	1,191,967
186.	REJUVATONE	72-126,473	733,923
187.	RELAXER REPAIR	73-229,008	1,159,638
188.	REVIVING COLORS	74-719,305	2,067,823
189.	RICH & NATURAL	74-549,598	1,970,638
190.	RINSE-N-SET	72-444,964	970,944
191.	RINSE-N-SET	72-150,206	770,943
192.	SALON SUPREME	73-252,644	1,177,734
193.	SENSITIVE BY NATURE	74-709,981	2,033,056
194.	SHAVINE	71-531,930	500,532
195.	SILKY SENSATION	75-205,899	2,116,198
196.	SMARTSTART	75-717,494	2,329,795
197.	SMARTSTART PRE-RELAXER MOISTURIZER	75-187,370	2,171,855
198.	SOCIAL AFFAIRS	73-217,908	1,164,295
199.	SOOTHING SCALP BASE	75-322,045	2,193,522
200.	SPECIAL BLEND	73-441,193	1,368,400

TRADEMARK REGISTRATIONS (NAMES, SERIAL NOS. AND REGISTRATION NOS.)-Cont.

201.	SPICED BROWN	75-322,039	2,238,201
202.	STA-SOF-FRO	73-002,419	1,007,236
203.	STRAIGHT & HEALTHY	75-042,408	2,089,947
204.	SYSTI-SHINE	75-635,384	2,407,169
205.	TENDER TREATMENT	73-196,295	1,214,562
206.	TOFFEE TEASE	75-738,345	2,357,430
207.	ULTRA CURL	73-476,160	1,354,861
208.	ULTRA CURL	73-408,138	1,297,326
209.	ULTRA PRECISE	73-245,136	1,178,561
210.	ULTRA PRECISE	73-245,068	1,179,086
211.	ULTRA PRECISE	73-245,067	1,178,560
212.	ULTRA PRECISE	73-245,066	1,178,623
213.	ULTRA PRECISE	73-245,065	1,179,085
214.	ULTRA PRECISE	73-245,064	1,178,622
215.	ULTRA PRESS	73-197,655	1,168,844
216.	ULTRA PRESS	73-197,654	1,152,218
217.	ULTRA SHEEN'S PRECISE	73-252,290	1,312,923
218.	ULTRA SHEEN'S PRECISE	73-252,262	1,312,922
219.	ULTRA SHIELD	74-062,316	1,653,410
220.	ULTRA STAR	73-596,929	1,419,689
221.	ULTRA WAVE	72-410,725	972,010
222.	ULTRA WAVE	72-367,453	918,675
223.	ULTRA WAVE	72-118,696	738,000
224.	ULTRA WAVE	71-672,157	608,913
225.	WAVE RUNNER	75-262,932	2,239,491
226.	WHERE RESEARCH BRINGS BEAUTY TO LIFE	73-426,410	1,339,893
227.	WHITE TIE	73-153,419	1,124,814
228.	YELLOW OUT	75-823,796	2,397,727
229.	MISCELLANEOUS DESIGN (CURLY-HAIRED CHILD)	75-540,191	2,358,572
230.	MISCELLANEOUS DESIGN (GIRL IN VEST)	75-539,315	2,392,081
231.	MISCELLANEOUS DESIGN (TWO HEADS WITH AFROS)	73-453,917	1,322,868
232.	MISCELLANEOUS DESIGN (TWO HEADS WITH AFROS)	73-427,981	1,283,986
233.	MISCELLANEOUS DESIGN (FLOWER)	73-316,871	1,239,090
234.	MISCELLANEOUS DESIGN (BANTU WHEAT)	73-209,419	1,146,789
235.	MISCELLANEOUS DESIGN (JAR)	73-011,226	1,111,575
236.	CHROMATONE	73-321,248	1,234,213
237.	DERMABLEND	73-381,177	1,282,015
238.	DERMABLEND A ACTIVE	75-074,237	2,157,342
239.	DERMABLEND ACTIVE	75-013,579	2,070,695
240.	DERMABLEND CORRECTIVE COSMETICS	74-121,821	1,707,669
241.	DERMABLEND QUICK-FIX	74-101,860	1,721,034
242.	LEG & BODY PERFECTION KIT	75-051,150	2,200,115
243.	WRINKLE-FIX	74-043,218	1,679,784

State of Delaware
Office of the Secretary of State

PAGE 1

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 AMENDMENT OF "CARSON/SOFT SHEEN, INC.", CHANGING ITS NAME FROM "CARSON/SOFT SHEEN, INC." TO "SOFT SHEEN/CARSON, INC.", FILED IN THIS OFFICE ON THE FIFTH DAY OF JANUARY, A.D. 2001, AT 9 O'CLOCK A.M.

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



Harriet Smith Windsor
Secretary of State

2225320 8100

010010134

AUTHENTICATION: 0901434

DATE: 01-08-01

TRADEMARK
REEL: 002252 FRAME: 0158

STATE of DELAWARE
CERTIFICATE of AMENDMENT of
CERTIFICATE of INCORPORATION

- First: That at a meeting of the Board of Directors of Carson/Soft Sheen, Inc.

resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof.

The resolution setting forth the proposed amendment is as follows:

Resolved, that the Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered "FIRST" so that, as amended, said Article shall be and read as follows:

"FIRST: The name of the corporation (hereinafter referred to as
the "Corporation") shall be Soft Sheen/Carson, Inc."

- Second: That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said corporation was duly called and held, upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.
- Third: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.
- Fourth: That the capital of said corporation shall not be reduced under or by reason of said amendment.

BY: 

(Authorized Officer)

NAME: John D. Sullivan

(Type or Print)