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Secretary of State

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PROFIT CORPORATION ANNUAL REPORT 1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P31217

1. Corporation Name
ALBERTO-CULVER USA, INC.



DO NOT WRITE IN THIS SPACE

Principal Place of Business: 2525 ARMITAGE AVENUE, MELROSE PARK IL 60160
Mailing Address: 2525 ARMITAGE AVENUE, MELROSE PARK IL 60160

3. Date Incorporated or Qualified: 10/05/1990
4. FEI Number: 36-3664158
5. Certificate of Status Desired: \$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution: \$5.00 May Be Added to Fees
8. This corporation owes the current year Intangible Personal Property Tax: Yes

2. Principal Place of Business (21-23)
2a. Mailing Address (26-28)
24. Zip, 25. Country, 29. Zip, 30. Country

9. Name and Address of Current Registered Agent
C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION FL 33324

10. Name and Address of New Registered Agent
81. Name
82. Street Address (P.O. Box Number is Not Acceptable)
83.
84. City, 85. Zip Code (FL)

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE: _____ (NOTE: Registered Agent signature required when reinstating) DATE: _____

12. OFFICERS AND DIRECTORS
CD LAVIN, LEONARD H. 2525 ARMITAGE AVE. MELROSE PARK IL
D BERNICK, HOWARD B. 2525 ARMITAGE AVE. MELROSE PARK IL
VSTD LAVIN, BERNICE E. 2525 ARMITAGE AVE. MELROSE PARK IL
P BERNICK, CAROL L. 2525 ARMITAGE AVE. MELROSE PARK IL
VP MILLER, JANICE J 2525 ARMITAGE AVE. MELROSE PARK IL 60160
VP PAULSEN, RICHARD N 2525 ARMITAGE AVE. MELROSE PARK IL 60160

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12
1.1 TITLE, 1.2 NAME, 1.3 STREET ADDRESS, 1.4 CITY-ST-ZIP
2.1 TITLE, 2.2 NAME, 2.3 STREET ADDRESS, 2.4 CITY-ST-ZIP
3.1 TITLE, 3.2 NAME, 3.3 STREET ADDRESS, 3.4 CITY-ST-ZIP
4.1 TITLE, 4.2 NAME, 4.3 STREET ADDRESS, 4.4 CITY-ST-ZIP
5.1 TITLE, 5.2 NAME, 5.3 STREET ADDRESS, 5.4 CITY-ST-ZIP
6.1 TITLE, 6.2 NAME, 6.3 STREET ADDRESS, 6.4 CITY-ST-ZIP

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE: _____ 4/23/99 (708) 450-3188
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #

CR2E034 (11/98)

ALBERTO-CULVER U.S.A., INC.
FEIN: 36-3664158
STATE OF FLORIDA

546586-90006-4
#P3/217

LIST OF OFFICERS AND DIRECTORS

OFFICERS OF ALBERTO-CULVER USA, INC.

NAME	TITLE
Carol L. Bernick	President
Bernice E. Lavin	Vice President, Secretary - Treasurer
Andrew C. Langert	Group Vice President, Finance and Canada & Assistant Secretary
James J. Chickarello	Group Vice President, World Wide Operations
Vincent J. Marino	Vice President, Professional Division
Richard J. Hynes	Vice President, Consumer Products
Kristin Muntean	Vice President, Trade Marketing
Brad Kirk	Vice President, Marketing
Janice J. Miller	Vice President, Market Research
Thomas Monaghan	Vice President, St. Ives
Doug Meneely	Vice President, Human Resources
Richard N. Paulsen	Vice President, Information Services
Daniel B. Stone	Vice President, Communications

BOARD OF DIRECTORS OF ALBERTO-CULVER U.S.A., INC.

Leonard H. Lavin	
Bernice E. Lavin	
Howard B. Bernick	

THE BUSINESS ADDRESS FOR ALL OF THE ABOVE OFFICERS AND DIRECTORS IS:

2525 Armitage Avenue, Melrose Park, IL 60160