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| Special Instructions to Filing Officer: | | |
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COVER LETTER

| TO: Amendment Section Division of Corporations | |
|---|--|
| SUBJECT: Clarge C (Name of | onfany name of Corporation) |
| | 000000990 |
| The enclosed Amendment and fee are submi | tted for filing. |
| Please return all correspondence concerning | this matter to the following: |
| (Name of Contact Person) | es |
| Pierre Fabre Dermo-Cosm (Firm/Company) | etique USA, Inc. |
| 9 Campus Dr. (Address) | |
| Parsippont NJ 0 (City/State and Zip Code) | 7054 |
| For further information concerning this matter | er, please call: |
| (Name of Contact Person) | at (973) 355 - 80 4 U (Area Code & Daytime Telephone Number) |
| Enclosed is a check for the following amoun | t: |
| \$35.00 Filing Fee \$43.75 Filing Fee & Certificate of Status | \$43.75 Filing Fee & S52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed) \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed) |
| Mailing Address: Amendment Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 | Street Address: Amendment Section Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301 |

PROFIT CORPORATION APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

| | CTION I BE COMPLETED) | 5 |
|--|--|---|
| F07000000990 | | |
| (Document number | of corporation (if known) | |
| 1. Rene Furter | | See III |
| (Name of corporation as it appears of | on the records of the Depart | ment of State) |
| 2. New York | 3 | 1987 2 |
| (Incorporated under laws of) | (Date autho | rized to do business ar Florida) |
| SEC (4-7 complete only 1 | CTION II THE APPLICABLE CHAN | GES) |
| | | |
| 4. If the amendment changes the name of the corporatio its jurisdiction of incorporation? Mar 5 | on, when was the change | e effected under the laws of |
| | | |
| 5. Pierre Fabre Dermo - Co (Name of corporation after the amendment, adding su appropriate abbreviation, if not contained in new na | Tweti Lue U uffix "corporation," "co | ompany," or "incorporated," or |
| , | • / | |
| (If new name is unavailable in Florida, enter alternate business in Florida) | corporate name adopte | d for the purpose of transacting |
| 6. If the amendment changes the period of duration, ind | licate new period of dur | ation |
| o. If the amendment enamges the period of duration, ma | neate new period of dur | unon. |
| (New | w duration) | <u></u> |
| 7. If the amendment changes the jurisdiction of incorpor | • | isdiction |
| 7. If the unionament entanges the jurisdiction of meet po- | ration, mateure new jur | |
| (New | jurisdiction) | |
| Attached is a certificate of document of similar important application to the Derhaving custody of corporate records in the jurisdiction | rt, evidencing the amen partment of State, by the in under the laws of who | dment, authenticated not more than e Secretary of State or other official ich it is incorporated. |
| () A | | |
| (Signature of a director, president or other officer - if in of a receiver or other court appointed fiduciary, by that | the hands fiduciary) | |
| Trancois Viargues (Typed or printed name of person signing) | | CFO |
| (Typed or printed name of person signing) | (Title | e of person signing) |

N. Y. S. DEPARTMENT OF STATE DIVISION OF CORPORATIONS AND STATE RECORDS

ALBANY, NY 12231-0001

FILING RECEIPT

ENTITY NAME: PIERRE FABRE DERMO-COSMETIQUE USA, INC.

DOCUMENT TYPE: AMENDMENT (DOMESTIC BUSINESS)

COUNTY: NEWY

NAME

FILED: 03/05/2008 DURATION: ****** CASH#: 080305000592 FILM #: 080305000545

FILER:

SALANS

620 FIFTH AVENUE

NEW YORK, NY 10020

ADDRESS FOR PROCESS:

REGISTERED AGENT:

SERVICE COMPANY: CT CORPORATION SYSTEM - 07 SERVICE CODE: 07

FEES 245.00 **PAYMENTS** FILING 60.00 CASH 0.00 XAT 0.00 CHECK 0.00 CERT 0.00 CHARGE 0.00 COPIES 10.00 245.00 DRAWDOWN 175.00 0.00 HANDLING OPAL REFUND 0.00

7173008MC DOS-1025 (04/2007)

STATE OF NEW YORK DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and the official seal of the Department of State, at the City of Albany, on March 6, 2008.

Paul De Painte

Paul LaPointe Special Deputy Secretary of State CT-07

080303000 SKT

CERTIFICATE OF AMENDMENT TO CERTIFICATE OF INCORPORATION OF RENE FURTERER INC.

Under Section 805 of the Business Corporation Law of the State of New York

RENE FURTERER INC., a corporation organized and existing under and by virtue of the Business Corporation Law of the State of New York (the "Corporation"), DOBS HEREBY CERTIFY as follows:

FIRST:

The name of the Corporation is "RENE FURTERER INC."

SECOND: The Certificate of Incorporation of the Corporation (the "Certificate of Incorporation") was filled with the Secretary of State of the State of New York (the "Secretary of State") on the 23rd day of June, 1986.

THIRD: The amendment of the Certificate of Incorporation effected by this Certificate of Amendment is to charge the name of the Corporation.

FOURTH: To accomplish the foregoing amendment, Article FIRST of the Certificate of incorporation is deleted in its entirety, and the following new Article is substituted in lieu thereof:

"FIRST: The name of the Corporation is PIERRE FABRE DERMO-COSMÉTIQUE USA, INC."

FIFTH: The amendment to the Certificate of Incorporation set forth in this Certificate of Amendment has been duly anthorized by the unanimous written consent of the Board of Directors of the Corporation and adopted by a majority of the stockholders of the Corporation.

By

Name: François Viargues
Title: Chief Financial Officer

Dated: February 29, 2008

NEWYORK 548919 I

CT-07

080305000

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CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
RENE FURTERER INC.

FILER:

SALANS 620 FIFTH AVENUE NEW YORK, NY 10020 STATE OF NEW YORK DEPARTMENT OF STATE

FILED MAR 0 5 2008

NXS SAW

cust ref# 7173008mc

DRAWDOWN

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