

Filing Fee: \$150.00
License Fee: \$15.00 minimum (§7-1.1-124)

ID Number:

126660



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

BUSINESS CORPORATION

APPLICATION FOR CERTIFICATE OF AUTHORITY
(To Be Filed In Duplicate Original)

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the state of Rhode Island, and for that purpose submits the following statement:

- The name of the corporation is Alberto-Culver USA, Inc.
- It is incorporated under the laws of Delaware
- The name, if different, which it elects to use in Rhode Island is:
 - If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:
Alberto-Culver USA, Inc.
 - If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:

- The date of its incorporation is 09/12/89 and the period of its duration is Perpetual
- The address of its principal office in the state or country under the laws of which it is incorporated is
1209 Orange Street, Wilmington, Delaware 19801
- The address of its proposed registered office in Rhode Island is 10 Weybosset Street
(Street Address, not P.O. Box)
Providence RI 02903 and the name of its proposed registered agent in Rhode Island at
(City/Town) (Zip Code)
that address is C T Corporation System
(Name of Agent)
- The specific purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:
Manufacture, Sell, and Distribute Hair care products
- The names and respective addresses of the directors and officers are: SEE ATTACHMENT

	Name	Address
Director	Leonard H. Lavin	2525 Armitage Avenue, Melrose Park, IL 60160
Director	Bernice E. Lavin	2525 Armitage Avenue, Melrose Park, IL 60160
President	Carol L. Bernick	2525 Armitage Avenue Melrose Park, IL 60160
Vice President	Bernice E. Lavin	2525 Armitage Avenue Melrose Park, IL 60160
Treasurer	Bernice E. Lavin	2525 Armitage Avenue Melrose Park, IL 60160
Secretary	Bernice E. Lavin	2525 Armitage Avenue Melrose Park, IL 60160

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
100		Common	\$0.00

10. The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of Shares	Class	Series	Par Value or Statement that Shares are without Par Value
100		Common	\$0.00

11. (a) An estimate of the value of all property to be owned by the corporation for the following year, wherever located, is \$ 180,312,778.00.
- (b) An estimate of the value of the corporation's property to be located within Rhode Island during the following year is \$ 103,939.00.
- (c) An estimate, expressed as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located, is 0.06% %. [divide (b) by (a) and multiply by 100 to obtain the percentage].
12. (a) An estimate of the gross amount of business to be transacted by the corporation during the following year is \$ 490,174,582.00.
- (b) An estimate of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year is \$ 2,313,469.00.
- (c) An estimate, expressed as a percentage, of the proportion that the gross amount of business to be transacted by the corporation at or from places of business in this state during the following year bears to the gross amount thereof which will be transacted by the corporation during the following year is 0.47% % [divide (b) by (a) and multiply by 100 to obtain the percentage].
13. This application is accompanied by certified copies of its articles of incorporation and all amendments thereto, duly authenticated by the secretary of state or other authorized officer of the jurisdiction of its incorporation.

Date: 7-30-02

Alberto-Culver USA, Inc

Print Exact Name of Corporation Making Application

By

Reed Anders ☐ President or ☒ Vice President (check one)

By

Gary P. Schmidt ☐ Secretary or ☒ Assistant Secretary (check one)

STATE OF Illinois
COUNTY OF Cook

In Melrose Park, on this 30 day of July, 2002, personally appeared before me Gary P. Schmidt who, being by me first duly sworn, declared that he/she is the Asst. Secretary of the corporation and that he/she signed the foregoing document as such officer of the corporation, and that the statements herein contained are true.



Notary Public

My Commission Expires: 8-12-06

Attachment to Rhode Island
Application for Certificate of Authority

Purpose Clause

The purpose or purposes of the corporation which is proposes to pursue in the transaction of business are any lawful act or activity for which corporations may be organized to act under any specific jurisdiction. Notwithstanding the foregoing, the purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized Notwithstanding the foregoing, the purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the laws of its jurisdiction of incorporation.

Officers & Directors

- | | | |
|----|--------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------|
| 1. | Full Name:
Officer/Director:
Business Address:
City:
State:
ZIP Code: | Bernice E. Lavin
Officer, Director
2525 Armitage Avenue
Melrose Park
IL
60160 |
| 2. | Full Name:
Officer/Director:
Business Address:
City:
State:
ZIP Code: | Carol L. Bernick
Officer, Director
2525 Armitage Avenue
Melrose Park
IL
60160 |
| 3. | Full Name:
Officer/Director:
Business Address:
City:
State:
ZIP Code: | Andrew C. Langert
Officer
2525 Armitage Avenue
Melrose Park
IL
60160 |
| 4. | Full Name:
Officer/Director:
Business Address:
City:
State:
ZIP Code: | James J. Chickarello
Officer
2525 Armitage Avenue
Melrose Park
IL
60160 |
| 5. | Full Name:
Officer/Director:
Business Address:
City:
State:
ZIP Code: | Richard J. Hynes
Officer
2525 Armitage Avenue
Melrose Park
IL
60160 |
| 6. | Full Name:
Officer/Director: | Vincent J. Marino
Officer |

- Business Address: 2525 Armitage Avenue
City: Melrose Park
State: IL
ZIP Code: 60160
7. Full Name: Reed Anders
Officer/Director: Officer
Business Address: 2525 Armitage Avenue
City: Melrose Park
State: IL
ZIP Code: 60160
8. Full Name: Timothy J. Bennett
Officer/Director: Officer
Business Address: 2525 Armitage Avenue
City: Melrose Park
State: IL
ZIP Code: 60160
9. Full Name: David B. Bronsweig
Officer/Director: Officer
Business Address: 2525 Armitage Avenue
City: Melrose Park
State: IL
ZIP Code: 60160
10. Full Name: Al DeChellis
Officer/Director: Officer
Business Address: 2525 Armitage Avenue
City: Melrose Park
State: IL
ZIP Code: 60160
11. Full Name: Wesley Davidson
Officer/Director: Officer
Business Address: 2525 Armitage Avenue
City: Melrose Park
State: IL
ZIP Code: 60160
12. Full Name: James Gonedes
Officer/Director: Officer
Business Address: 2525 Armitage Avenue
City: Melrose Park
State: IL
ZIP Code: 60160
13. Full Name: Rohn Hamel
Officer/Director: Officer
Business Address: 2525 Armitage Avenue
City: Melrose Park

	State:	IL
	ZIP Code:	60160
14.	Full Name:	Douglas E. Meneely
	Officer/Director:	Officer
	Business Address:	2525 Armitage Avenue
	City:	Melrose Park
	State:	IL
	ZIP Code:	60160
15.	Full Name:	Kristin Muntean
	Officer/Director:	Officer
	Business Address:	2525 Armitage Avenue
	City:	Melrose Park
	State:	IL
	ZIP Code:	60160
16.	Full Name:	Richard N. Paulsen
	Officer/Director:	Officer
	Business Address:	2525 Armitage Avenue
	City:	Melrose Park
	State:	IL
	ZIP Code:	60160
17.	Full Name:	Daniel B. Stone
	Officer/Director:	Officer
	Business Address:	2525 Armitage Avenue
	City:	Melrose Park
	State:	IL
	ZIP Code:	60160
18.	Full Name:	Curt Funke
	Officer/Director:	Officer
	Business Address:	2525 Armitage Avenue
	City:	Melrose Park
	State:	IL
	ZIP Code:	60160
19.	Full Name:	Michael Johnson
	Officer/Director:	Officer
	Business Address:	2525 Armitage Avenue
	City:	Melrose Park
	State:	IL
	ZIP Code:	60160
20.	Full Name:	Glenn Van Cura
	Officer/Director:	Officer
	Business Address:	2525 Armitage Avenue
	City:	Melrose Park
	State:	IL
	ZIP Code:	60160

21. Full Name: Gary P. Schmidt
Officer/Director: Officer
Business Address: 2525 Armitage Avenue
City: Melrose Park
State: IL
ZIP Code: 60160
22. Full Name: Howard B. Bernick
Officer/Director: Director
Business Address: 2525 Armitage Avenue
City: Melrose Park
State: IL
ZIP Code: 60160

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "ALBERTO-CULVER USA, INC." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE TWELFTH DAY OF SEPTEMBER, A.D. 1989, AT 9 O'CLOCK A.M.

CERTIFICATE OF MERGER, FILED THE TWENTY-NINTH DAY OF SEPTEMBER, A.D. 1989, AT 9 O'CLOCK A.M.

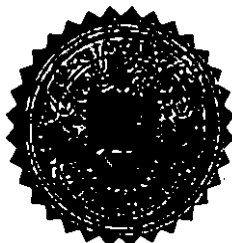
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF OCTOBER, A.D. 1989.

CERTIFICATE OF MERGER, FILED THE TWENTY-NINTH DAY OF SEPTEMBER, A.D. 1989, AT 9:01 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 OCTOBER, A.D. 1989.

CERTIFICATE OF CHANGE OF REGISTERED AGENT, FILED THE TWENTIETH DAY OF JANUARY, A.D. 1993, AT 10 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2207444 8100H

AUTHENTICATION: 1919628

020495118

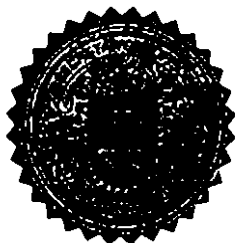
DATE: 08-05-02

Delaware

PAGE 2

The First State

CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE
AFORESAID CORPORATION.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2207444 8100H

AUTHENTICATION: 1919628

020495118

DATE: 08-05-02