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01-18-2002



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TECHNOLOGY MATTERS
RELATED LITIGATION

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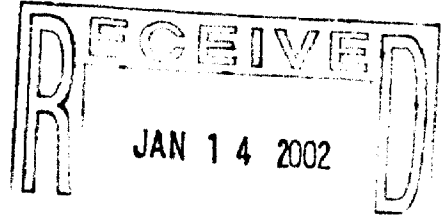
November 14, 2001

PATENT AGENT
BRIAN L. BUCKWALTER, Ph.D.

H. HUME MATHEWS (1911-1989)

Via First Class Mail

Commissioner For Trademarks
Assignment Branch
Crystal Gateway #4
Room 300
Washington, DC 20231



Attention: Trademark Assignment Branch

RE: Recordal of Merger Regarding U.S. Trademark Registration Nos.
1,575,962 and 1,637,328
For the Marks: "NICE 'N FLUFFY" and "XTRA"
Our File No.: 4601-600US

Dear Sir or Madam:

Enclosed please find a true copy of the Certificate of Merger of U.S.A. Detergent Inc. (a.k.a. USA Detergents Inc.), a New Jersey corporation into USA Detergents, Inc., a Delaware corporation. Please record and index this document against U.S. Trademark Registration Numbers 1,575,962 and 1,637,328.

1. The Name of the Party conveying an interest:

U.S.A. DETERGENT INC.
[a.k.a. USA DETERGENTS INC.]

1-14-02

With addresses at both:

190 Whitman Avenue
Edison, New Jersey 08817

and 1735 Jersey Avenue
North Brunswick, New Jersey 08902

Entity:

- Individual
- General Partnership
- Corporation – a corporation of the State of New Jersey
- Other _____

Association
 Limited Partnership

01/18/2002 LWEILLER 00000011 1575962
40.00 OP
25.00 OP
01 FC:461
02 FC:1402

TRADEMARK
REEL: 002426 FRAME: 0045

2. Name and Address of Party Receiving an Interest:

USA DETERGENTS, INC.
1735 Jersey Avenue
North Brunswick, New Jersey 08902

Entity:

- Individual Association
- General Partnership Limited Partnership
- Corporation – a corporation of the State of Delaware
- Other _____

If not domiciled in the United States, a domestic representative designation is attached:

- Yes **Not applicable**
- No

3. Interest Conveyed:

- Assignment Change of Address
- Security Agreement Merger

4. Application number(s) or **registration(s)** number(s).
Additional sheet attached: Yes No

- A. **APPLICATION SERIAL NO.(s)**
- B. **TRADEMARK REGISTRATION NO.(s)**

1,575,962
1,637,328

5. Name and Address of party of whom correspondence concerning document should be mailed.

Todd A. Denys, Esq.

MATHEWS, COLLINS, SHEPHERD & GOULD, PA

100 Thanet Circle, Suite 306

Princeton, NJ 08540-3674

Tel. No. (609) 924-8555

6. Number of applications and registrations involved:

Two(2)

7. Amount of fee enclosed or authorized to be charged:

\$65.00

8. Deposit account number (Attach duplicate copy of this form if paying by deposit account):

13-2165

Your prompt attention to expediting the recordation of this assignment request is greatly appreciated.

If you have any questions, please do not hesitate to telephone me directly at (609) 924-8555.

9. Date of execution of attached document: June 13, 1995

10. I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on:

11/14/2001
Date

Todd Denys
Signature

Todd A. Denys
Name of Person Signing

Very truly yours,

MATHEWS, COLLINS, SHEPHERD & GOULD

By: Todd Denys
Todd A. Denys, Esq.

TAD:fem

- Encls.
1. A true copy of the Certificate of Merger
 2. Check in the amount of \$65.00
 3. This Official Letter of Transmittal
 4. Acknowledgement Postcard

cc: Church & Dwight Co., Inc.

CERTIFICATE OF MERGER
OF
U.S.A. DETERGENT INC.
(a New Jersey Corporation)
INTO
USA DETERGENTS, INC.
(a Delaware Corporation)

(Under Section 252 of the General
Corporation Law of the State of Delaware)

The undersigned corporation
DOES HEREBY CERTIFY:

FIRST: That the names and states of incorporation of each of the constituent corporations of the merger are as follows:

NAME	STATE OF INCORPORATION
U.S.A. Detergent Inc.	New Jersey
USA Detergents, Inc.	Delaware

SECOND: That an Agreement of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 252 of the General Corporation Law of Delaware.

THIRD: That the name of the surviving corporation of the merger is USA Detergents, Inc., a Delaware corporation.

FOURTH: That the Certificate of Incorporation of USA Detergents, Inc., a Delaware corporation, which is the surviving corporation, shall continue in full force and effect as the Certificate of Incorporation of the surviving corporation.

FIFTH: That the executed Agreement of Merger is on file at the principal place of business of the surviving corporation, the address of which is 1735 Jersey Avenue, North Brunswick, New Jersey 08902.

SIXTH: That a copy of the Agreement of Merger will be furnished, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: The authorized capital stock of each foreign corporation which is a party to the merger is as follows:

<u>Corporation</u>	<u>Class</u>	<u>Number of Shares</u>	<u>Par value per share</u>
U.S.A. Detergent Inc., a New Jersey corporation	Common	2,500	\$0.01

EIGHTH: That this Certificate of Merger shall be effective on the filing of this Certificate of Merger by the Secretary of State of the State of Delaware.

Dated: June 13, 1995

USA DETERGENTS INC.
a Delaware corporation

By: _____


Uri Evah, CEO

I, Frederick Horowitz, Assistant Secretary of USA Detergents, Inc., a corporation organized and existing under the laws of the State of Delaware, hereby certify, as such Assistant Secretary, that the Agreement and Plan of Merger to which this Certificate is attached, after having been first duly signed on behalf of said corporation and having been signed on behalf of U.S.A. Detergent Inc., a corporation of the State of New Jersey, was duly adopted pursuant to section 228 of the General Corporation Law of Delaware by the unanimous written consent of the sole stockholder holding one share of the capital stock of the corporation, same being all of the shares issued and outstanding having voting power.



ASSY SEC.

Frederick J. Horowitz
Assistant Secretary