

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	MERGER
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Remington Corporation, L.L.C.		10/27/2003	limited liability company: DELAWARE

RECEIVING PARTY DATA	
Name:	Remington Products Company, L.L.C.
Street Address:	60 Main Street
Internal Address:	Legal Department
City:	Bridgeport
State/Country:	CONNECTICUT
Postal Code:	06604
Entity Type:	limited liability company: DELAWARE

PROPERTY NUMBERS Total: 1		
Property Type	Number	Word Mark
Serial Number:	75607061	SPA THERAPY COLLECTION

CORRESPONDENCE DATA	
Fax Number:	(203)366-7707
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	203-367-4400 X442
Email:	hughesd@remington-products.com
Correspondent Name:	Rayovac Corporation
Address Line 1:	60 Main Street
Address Line 2:	Legal Department
Address Line 4:	Bridgeport, CONNECTICUT 06604

NAME OF SUBMITTER:	Diane C. Hughes
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CERTIFICATE OF MERGER

OF

REMINGTON CORPORATION, L.L.C.

INTO

REMINGTON PRODUCTS COMPANY, L.L.C.

Pursuant to Section 18-209 of the
Limited Liability Company Act of the State of Delaware

FIRST: The name and jurisdiction of formation and domicile of each of the constituent entities is: Remington Products Company, L.L.C., which was formed as and is a Delaware limited liability company ("Products"), and Remington Corporation, L.L.C., which was organized as and is a Delaware limited liability company ("Corp LLC").

SECOND: Products and Corp LLC have entered into an Agreement of Merger, dated as of October 24, 2003 (the "Merger Agreement"), providing for the merger of Corp LLC with and into Products pursuant to Section 18-209 of the Limited Liability Company Act of the State of Delaware (the "DLLCA"). The Merger Agreement has been approved and executed in accordance with Sections 18-204 and 18-209 of the DLLCA by Products and Corp LLC.

THIRD: Remington Products Company, L.L.C. shall be the surviving entity of the merger (the "Surviving Company") and the Certificate of Formation of Products in effect immediately prior to the filing of this Certificate of Merger shall be the Certificate of Formation of the Surviving Company immediately after the filing of this Certificate of Merger.

FOURTH: The executed Merger Agreement is on file at the offices of the Surviving Company at 60 Main Street, Bridgeport, Connecticut 06604. A copy of the Merger Agreement will be furnished by the Surviving Company, on request and without cost, to any member of Products or to any former member of Corp LLC.

IN WITNESS WHEREOF, the Surviving Company has caused this Certificate of Merger to be signed by its duly authorized officer in its corporate name as of October 27, 2003.

Remington Products Company, L.L.C.

By: /s/ James T. Lucke
Name: James T. Lucke
Title: Secretary & Treasurer