

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	09/15/2006

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Radio Systems Corporation		09/14/2006	CORPORATION: TENNESSEE

RECEIVING PARTY DATA

Name:	Radio Systems Corporation
Street Address:	10427 Electric Avenue
City:	Knoxville
State/Country:	TENNESSEE
Postal Code:	37932
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 60

Property Type	Number	Word Mark
Registration Number:	2984125	PETSAFE WIRELESS PET CONTAINMENT SYSTEM
Registration Number:	2993215	PETSAFE WELLNESS BED
Registration Number:	2962056	INSTANT FENCE
Registration Number:	2851003	PROHUNTER
Registration Number:	2969865	SPORTTRAINER
Registration Number:	2877363	ADD-A-DOG
Registration Number:	2875820	SPORTHUNTER
Registration Number:	2902397	PETSAFE VILLAGE
Registration Number:	3071010	RADIO FENCE
Registration Number:	3085566	GUARDIAN
Registration Number:	2875312	PETSAFE TRAINING SYSTEMS
Registration Number:	2723564	PETSAFE TRAINING SYSTEMS
Registration Number:	2699907	PETSAFE

OP \$1515.00 2984125

Registration Number:	2832603	PRO-LITE
Registration Number:	2926513	SAFE PETS, HAPPY OWNERS
Registration Number:	2721910	PETKEY
Registration Number:	2618673	PETSAFE TRAINING SYSTEMS
Registration Number:	2565580	SQUIRREL SCATTER ELECTRONIC BIRD FEEDER
Registration Number:	2502307	PETSAFE
Registration Number:	2242466	RADIO FENCE
Registration Number:	2181823	RADIO SYSTEMS
Registration Number:	1796849	UNDERGROUND FENCE
Registration Number:	1642088	JOHNSON PET-DOR
Registration Number:	1007892	JOHNSON
Registration Number:	2390546	ULTIMATE-PET-DOR
Registration Number:	1523183	INSTAFIT
Registration Number:	1442714	GREATER FREEDOM
Serial Number:	78448527	PRO TX
Serial Number:	78377767	PETSAFE BARK CONTROL
Serial Number:	78275078	GUARDIAN
Serial Number:	78257831	PETEYE-D
Serial Number:	78625344	NANO
Serial Number:	78433206	SPORTDOG BRAND
Serial Number:	78265987	SPORTDOG
Serial Number:	78581450	RADIO SYSTEMS
Serial Number:	78666331	IDEA FETCH
Serial Number:	78200453	SAFE PETS, HAPPY OWNERS
Serial Number:	78854203	AUTHORIZED PETSAFE PRO
Serial Number:	78845185	IN-GROUND RADIO FENCE
Serial Number:	78791593	PETSAFE WIRELESS CRATE
Serial Number:	78758950	WELLNESS BED
Serial Number:	78625562	COMFORT FIT
Serial Number:	78723340	GLOWGRIP
Serial Number:	76370603	PETSAFE PROFESSIONAL
Serial Number:	78888745	WETLANDHUNTER
Serial Number:	78887896	GEAR THE WAY YOU'D DESIGN IT
Serial Number:	78887878	UPLANDBLAZE
Serial Number:	78887846	PETSAFE AT HOME

Serial Number:	78893132	FIELDTRAINER
Serial Number:	78892889	HOUNDHUNTER
Serial Number:	78891031	UPLANDHUNTER
Serial Number:	78921279	PETSAFE MICRO I.D.
Serial Number:	78909839	PETSAFE MICRO I.D.
Serial Number:	78909941	CAT VERANDA
Serial Number:	78904930	REALHAWK
Serial Number:	78904758	ADD-A-BEEPER
Serial Number:	78921273	FROM LOST TO FOUND IN A FLASH
Serial Number:	78955348	THE NEXT BEST THING TO YOU
Serial Number:	78955523	PETSAFE RESCUE SERVICE
Serial Number:	78974742	

CORRESPONDENCE DATA

Fax Number: (615)244-6804
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 615-850-8741
Email: rfelber@wallerlaw.com
Correspondent Name: Robert P. Felber, Jr.
Address Line 1: 511 Union Street
Address Line 2: Suite 2700
Address Line 4: Nashville, TENNESSEE 37219

ATTORNEY DOCKET NUMBER:	RSC MERGER FILING
NAME OF SUBMITTER:	Robert P. Felber, Jr.
Signature:	/ROBERT P. FELBER, JR./
Date:	09/15/2006

Total Attachments: 3
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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"RADIO SYSTEMS CORPORATION", A TENNESSEE CORPORATION,
WITH AND INTO "RADIO SYSTEMS CORPORATION" UNDER THE NAME OF "RADIO SYSTEMS CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIFTEENTH DAY OF SEPTEMBER, A.D. 2006, AT 8:42 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



4217606 8100M

060851985

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5043095

DATE: 09-15-06

TRADEMARK

REEL: 003391 FRAME: 0111

**CERTIFICATE OF MERGER
OF
RADIO SYSTEMS CORPORATION
(A TENNESSEE CORPORATION)**

INTO

**RADIO SYSTEMS CORPORATION
(A DELAWARE CORPORATION)**

Pursuant to Section 252(a) of the Delaware General Corporation Law (the "DGCL"), Radio Systems Corporation, a Tennessee corporation ("RSC - TN"), and Radio Systems Corporation, a Delaware corporation ("RSC - DE"), hereby adopt the following Certificate of Merger:

1. An agreement and plan of merger and reorganization (the "Merger Agreement"), has been adopted, approved, certified, executed and acknowledged by both RSC - TN and RSC - DE in accordance with the DGCL.

2. RSC - DE shall be the surviving entity, and the name of the surviving entity is Radio Systems Corporation (the "Surviving Entity").

3. The certificate of incorporation of RSC - DE shall be the certificate of incorporation of the Surviving Entity without amendment or change.

4. The executed Merger Agreement is on file at the principal place of business of the Surviving Entity and at:

10427 Electric Avenue
Knoxville, TN 37932

5. A copy of the Merger Agreement will be furnished by the Surviving Entity on request and without cost, to any stockholder of RSC - TN or RSC - DE.

6. The authorized capital stock of the Surviving Corporation is 100 shares of common stock, par value \$.01.

7. The Merger Agreement shall be effective upon the filing of the Articles of Merger with the Secretary of State of Delaware.

1268710.1

State of Delaware
Secretary of State
Division of Corporations
Delivered 08:45 AM 09/15/2006
FILED 08:42 AM 09/15/2006
SRV 060851985 - 4217606 FILE

**TRADEMARK
REEL: 003391 FRAME: 0112**

IN WITNESS WHEREOF, the parties have caused this Certificate of Merger to be executed as of September 14, 2006.

RADIO SYSTEMS CORPORATION (TN)


By: Randal D. Boyd
Its: President and Chief Executive Officer

RADIO SYSTEMS CORPORATION (DE)


By: Randal D. Boyd
Its: President and Chief Executive Officer