

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	02/17/2006

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Fragrance Solutions, Inc.		02/17/2006	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Candle Corporation of America, Inc.
Street Address:	999 E. Touhy Ave.
City:	Des Plaines
State/Country:	ILLINOIS
Postal Code:	60018
Entity Type:	CORPORATION: NEW YORK

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2172391	FILTERMATE

CORRESPONDENCE DATA

Fax Number: (203)552-9162
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 203-552-6602
 Email: lmandell@blyth.com
 Correspondent Name: Lauren Mandell
 Address Line 1: One East Weaver St.
 Address Line 2: Blyth, Inc.
 Address Line 4: Greenwich, CONNECTICUT 06831

ATTORNEY DOCKET NUMBER:	010.1010.000.1100.0196.00
NAME OF SUBMITTER:	Lauren Mandell
Signature:	/lauren mandell/

OP \$40.00 2172391

Date:

05/04/2007

Total Attachments: 6

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CERTIFICATE OF MERGER
OF
FRAGRANCE SOLUTIONS, INC.
INTO
CANDLE CORPORATION OF AMERICA
UNDER SECTION 904 OF THE BUSINESS CORPORATION LAW

We, the undersigned, Bruce D. Kreiger and Michael Novins being respectively the vice-president and the assistant secretary of Candle Corporation of America, and of Fragrance Solutions, Inc., hereby certify:

1. (a) The name of each constituent corporation is as follows:
 Candle Corporation of America (incorporated as Valley Candle Mfg. Co. Inc.)
 Fragrance Solutions, Inc.

(b) The name of the surviving corporation is Candle Corporation of America and following the merger its name shall be Candle Corporation of America

2. As to each constituent corporation, the designation and number of outstanding shares of each class and series and the voting rights thereof as follows:

<u>Name of Corporation</u>	<u>Designation and number of shares in each class or series outstanding</u>	<u>Class or series of shares entitled to vote</u>	<u>Shares entitled to vote as a class or series</u>
Candle Corporation of America	1000 shares	Common par value \$.10	N/A
Fragrance Solutions, Inc.	10 shares	Common par value \$.01	N/A

3. No changes will be made in the certificate of Incorporation of the surviving entity.

4. Fragrance Solutions, Inc., the non-surviving corporation, is not qualified to do business in New York.

5. The date when the certificate of incorporation of each constituent corporation was filed by the Department of State is as follows:

<u>NAME OF CORPORATION</u>	<u>DATE OF INCORPORATION</u>
Candle Corporation of America	May 9, 1933
Fragrance Solutions, Inc. (filed with Delaware Secretary of State)	December 3, 1996

6. The merger (or consolidation) was adopted by Candle Corporation of America, by the unanimous written consent of the sole shareholder pursuant to Section 615 of the New York Business Corporation Law.


7. Fragrance Solutions, Inc. has complied with the applicable provisions of the laws of the State of Delaware, in which it is incorporated and this merger is permitted by such laws.

8. The merger shall be effective upon filing.

IN WITNESS WHEREOF, we have signed this certificate on the 13th day of February, 2006, and we affirm the statements contained therein as true under penalties of perjury.


CANDLE CORPORATION OF AMERICA

FRAGRANCE SOLUTIONS, INC.

By: 
Bruce D. Kreiger
Vice President and Secretary

By: 
Bruce D. Kreiger
Vice President and Secretary

By: 
Michael Novins
Assistant Secretary

By: 
Michael Novins
Assistant Secretary

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CERTIFICATE OF MERGER

OF

FRAGRANCE SOLUTIONS, INC.
INTO
CANDLE CORPORATION OF AMERICA

UNDER SECTION 904 OF THE
BUSINESS CORPORATION LAW

* * * * *

Blyth, Inc.
1 East Weaver Street
Greenwich, CT 06831-5118
cust Ref U570728

loc

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED FEB 17 2006

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[Signature]

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Delaware

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The First State

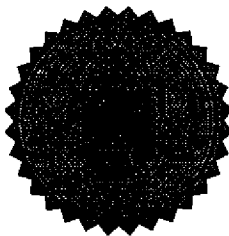
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"FRAGRANCE SOLUTIONS, INC.", A DELAWARE CORPORATION,
WITH AND INTO "CANDLE CORPORATION OF AMERICA" UNDER THE NAME OF "CANDLE CORPORATION OF AMERICA", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF NEW YORK, AS RECEIVED AND FILED IN THIS OFFICE THE FOURTEENTH DAY OF FEBRUARY, A.D. 2006, AT 5:48 O'CLOCK P.M.

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

4110221 8100M

060139930



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4523888

DATE: 02-15-06

TRADEMARK
REEL: 003535 FRAME: 0730

**STATE OF DELAWARE
CERTIFICATE OF MERGER OF
DOMESTIC CORPORATION INTO
FOREIGN CORPORATION**

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of each constituent corporation is Candle Corporation of America, a New York corporation, and Fragrance Solutions, Inc., a Delaware corporation.

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations pursuant to Title 8, Section 252.

THIRD: The name of the surviving corporation is Candle Corporation of America, a New York corporation.

FOURTH: The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

FIFTH: The merger is to become effective upon filing.

SIXTH: The Agreement of Merger is on file at Blyth, Inc., One East Weaver Street, Greenwich, CT 06831, the place of business of the surviving corporation.


SEVENTH: A copy of the Agreement of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

EIGHT: The surviving corporation agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of the surviving corporation arising from this merger, including any suit or other proceeding to enforce the rights of any stockholders as determined in appraisal proceedings pursuant to the provisions of Section 262 of the Delaware General Corporation laws, and irrevocably appoints the Secretary of State of Delaware as its agent to accept services of process in any such suit or proceeding. The Secretary of State shall mail any such process to the surviving corporation at c/o Blyth, Inc., One East Weaver Street, Greenwich, CT 06831.

IN WITNESS WHEREOF, said surviving corporation has caused this certificate to be signed by an authorized officer, the 13th day of February, A.D., 2006.

CANDLE CORPORATION OF AMERICA

By: _____

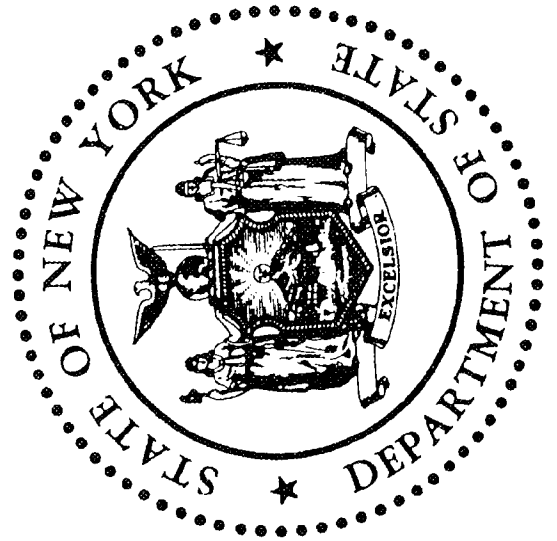

Bruce D. Kreiger
Vice President and Secretary

State of New York }
Department of State } ss:
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 seal of the Department of State on

February 17, 2006



Special Deputy Secretary of State