

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/22/2008

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
DM Personal Care Products, Inc.		12/10/2007	CORPORATION: UTAH

**RECEIVING PARTY DATA**

Name:	Huish Detergents, Inc.
Street Address:	15 WEST SOUTH TEMPLE
Internal Address:	Suite 1400
City:	Salt Lake City
State/Country:	UTAH
Postal Code:	84101
Entity Type:	CORPORATION: UTAH

**PROPERTY NUMBERS Total: 13**

Property Type	Number	Word Mark
Registration Number:	1030483	AAPRI
Registration Number:	0764818	EPIC
Registration Number:	1541126	EPIC WAVES
Registration Number:	1269557	MINK DIFFERENCE
Registration Number:	1255703	SILKIENCE
Registration Number:	0884762	THE DRY LOOK
Registration Number:	0502315	TONI
Registration Number:	0516594	TONI
Registration Number:	0416405	TONI
Registration Number:	0551925	WHITE RAIN
Registration Number:	1428955	WHITE RAIN
Registration Number:	1771001	WHITE RAIN

OP \$340.00 1030483

Registration Number:

0770080

WHITE RAIN

**CORRESPONDENCE DATA**

Fax Number: (801)852-8203

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: 801-805-3688

Email: pto@techlawventures.com

Correspondent Name: Preston C. Regehr

Address Line 1: 333 South 520 West

Address Line 2: Suite 220

Address Line 4: Lindon, UTAH 84042

ATTORNEY DOCKET NUMBER:

DMPC TO HUISH

NAME OF SUBMITTER:

Preston C. Regehr

Signature:

/Preston C. Regehr/

Date:

09/03/2008

**Total Attachments: 8**

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ARTICLES OF MERGER

OF

HUISH TEXAS PROPERTIES, LLC AND  
DM PERSONAL CARE PRODUCTS, INC.

WITH AND INTO

HUISH DETERGENTS, INC.

RECEIVED

JAN 22 2008

GA

Utah Div. Of Corp. & Comm. Code

In accordance with Section 48-2c-1409 of the Utah Revised Limited Liability Company Act (the "URLLCA") and Section 16-10a-1105 of the Utah Revised Business Corporation Act (the "URBCA"), Huish Detergents, Inc., a Utah corporation ("Huish"), hereby declares and certifies as follows:

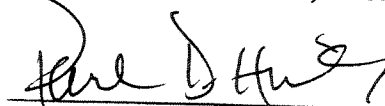
1. The Agreement and Plan of Merger (the "Merger Agreement") dated December 10, 2007 by and between Huish Texas Properties, LLC, a Utah limited liability company ("Texas Properties"), DM Personal Care Products, Inc., a Utah corporation ("DM Personal Care") and Huish is attached as Exhibit A.

2. The Merger Agreement was duly authorized and approved in accordance with Section 48-2c-1408 of the URLLCA by all of the members of Texas Properties. Shareholder approval is not required by the shareholders of Huish or DM Personal Care.

3. These articles of merger and the merger of Texas Properties and DM Personal Care with and into Huish shall be effective on the date of filing of these articles of merger with the Utah Department of Commerce, Division of Corporations and Commercial Code.

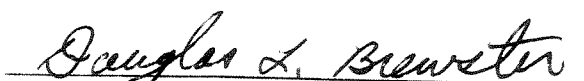
IN WITNESS WHEREOF, the surviving corporation, Huish, has caused these articles of merger to be executed in its corporate name on December 10, 2007.

HUISH DETERGENTS, INC.



Paul Danton Huish  
President

ATTEST:

  
Douglas L. Brewster  
Secretary

01-22-08 PM 4:17 JRCVD

MAILING ADDRESS

If, upon completion of filing of the above articles of merger, the Utah Department of Commerce, Division of Corporations and Commercial Code, elects to send a copy of the articles of merger to the surviving corporation by mail, the address to which the copy should be mailed is:

Stoel Rives LLP  
Attn: Ronald G. Moffitt  
201 South Main Street, Suite 1100  
Salt Lake City, Utah 84111

## AGREEMENT AND PLAN OF MERGER

This Agreement and Plan of Merger (this "Agreement") is entered into as of December 10, 2007, by and among Huish Detergents, Inc., a Utah corporation ("Huish"), Huish Texas Properties, LLC, a Utah limited liability company ("Texas Properties"), and DM Personal Care Products, Inc., a Utah corporation ("DM Personal Care," and together with Texas Properties, the "Merged Companies").

### BACKGROUND

- A. The parties desire that the Merged Companies be merged with and into Huish with Huish to be the surviving corporation (the "Merger") all as more fully set forth in this Agreement and in accordance with the applicable provisions of the Utah Revised Limited Liability Company Act (the "URLLCA") and the Utah Revised Business Corporation Act (the "URBCA").
- B. For federal income tax purposes it is intended that the Merger qualify as a reorganization within the meaning of Section 368(a) of the Internal Revenue Code of 1986, as amended (the "Code").

### AGREEMENT

The parties agree as follows:

1. Constituent Corporations. Huish is a Utah corporation with its principal offices at 15 West South Temple, Suite 1400, Salt Lake City, Utah 84101. Texas Properties is a Utah limited liability company with its principal offices at 15 West South Temple, Suite 1400, Salt Lake City, Utah 84101. DM Personal Care is a Utah corporation with its principal offices at 15 West South Temple, Suite 1400, Salt Lake City, Utah 84101.
2. Merger; Effective Time. In accordance with the URLLCA and the URBCA, the Merger shall be effective on the date the articles of merger are filed with the Utah Department of Commerce, Division of Corporations and Commercial Code (the "Effective Time"). At the Effective Time, the Merged Companies shall be merged with and into Huish, the separate corporate existence of the Merged Companies shall cease, and Huish shall continue as the surviving corporation with the name "Huish Detergents, Inc." (as the surviving corporation, the "Surviving Corporation"). The Surviving Corporation shall remain a Utah corporation. At the Effective Time, the effect of the Merger shall be as provided in this Agreement and the URBCA and the URLLCA. Without limiting the generality of the foregoing, and subject thereto, at the Effective Time, all the property, rights, privileges, powers and franchises of the Merged Companies shall vest in the Surviving Corporation, and all debts, liabilities and duties of the Merged Companies shall become the debts, liabilities and duties of the Surviving Corporation.
3. Conversion and Cancellation of Shares of Constituent Corporations. The mode of carrying the Merger into effect and the manner and basis of converting the equity interests of the constituent corporations into shares of stock of the Surviving Corporation shall be as follows:

(a) The membership interests of Texas Properties at the Effective Time shall automatically terminate.

(b) Each share of DM Personal Care common stock issued and outstanding at the Effective Time shall automatically be cancelled.

(c) Each share of the Surviving Corporation shall be unchanged and remain issued and outstanding after the Merger and no additional shares shall be issued in connection with the Merger.

4. Articles of Incorporation; Directors; and Officers.

(a) At the Effective Time, the articles of incorporation of Huish, as in effect immediately prior to the Effective Time, shall be the articles of incorporation of the Surviving Corporation. The bylaws of Huish, as in effect immediately prior to the Effective Time, shall be the bylaws of the Surviving Corporation.

(b) At the Effective Time, the directors of Huish immediately prior to the Effective Time shall be the directors of the Surviving Corporation, to hold office until such time as such directors resign, are removed or their respective successors are duly elected or appointed and qualified.

(c) At the Effective Time, the officers of Huish immediately prior to the Effective Time shall be the officers of the Surviving Corporation, to hold office until such time as such officers resign, are removed or their respective successors are duly elected or appointed and qualified.

5. Surrender of Certificates. After the Effective Time, the holders of ownership interests of Texas Properties or DM Personal Care shall surrender for cancellation any certificates evidencing ownership in Texas Properties or DM Personal Care.

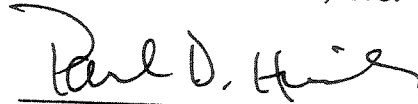
6. Tax Matters. The parties intend that the Merger constitute a tax-free reorganization pursuant to Section 368(a)(1)(A) of the Code. All of the terms and provisions of this Agreement shall be interpreted so that the terms and provisions are in accordance with Section 368(a)(1)(A) of the Code.

7. Additional Actions. The parties shall execute all such other documents and shall take all such other actions as may be necessary or advisable to make this Agreement and the Merger effective.

[Remainder of page intentionally left blank.]

IN WITNESS WHEREOF, this Agreement and Plan of Merger has been duly executed and delivered by the parties hereto as of the date first set forth above.

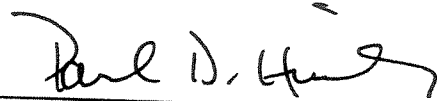
HUISH DETERGENTS, INC.



Paul Danton Huish  
President

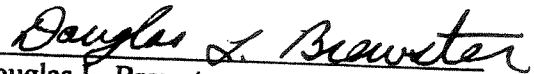
HUISH TEXAS PROPERTIES, LLC

By: HUISH DETERGENTS, INC., its sole member



Paul Danton Huish  
President

DM PERSONAL CARE PRODUCTS, INC.



Douglas L. Brewster  
President

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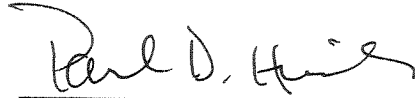
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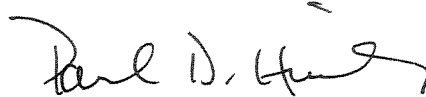
HUISH DETERGENTS, INC.



Paul Danton Huish  
President


HUISH TEXAS PROPERTIES, LLC

By: HUISH DETERGENTS, INC., its sole member



Paul Danton Huish  
President

DM PERSONAL CARE PRODUCTS, INC.



Douglas L. Brewster  
President