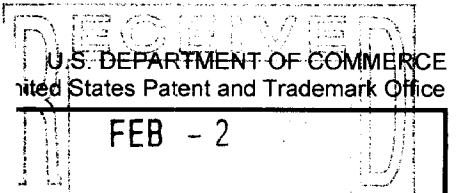


02-03-2009



103546223

REC
TI

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

2-2-09

1. Name of conveying party(ies):

Natura Pet Products

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation- State: California
- Other _____

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) January 1, 2009

- Assignment Merger
- Security Agreement Change of Name
- Other _____

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Natura Pet Products, Inc.

Internal _____

Address: _____

Street Address: 330 Madson Place

City: Davis

State: California

Country: United States Zip: 95618

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship Delaware
- Other _____ Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

77350597 77488000 77532023 77541858 77532000 77531989
77542862

B. Trademark Registration No. (s)

2924225 2934068 2979598 2562512 2813296 2292894 1840776 1897072
1742453 1729691

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Kristen E. Caverly

Internal Address: _____

Street Address: P.O. Box 9144

City: Rancho Santa Fe

State: California Zip: 92067

Phone Number: (858) 756-6342

Fax Number: (858) 756-4732

Email Address: kcaverly@hcesq.com

6. Total number of applications and registrations involved:

17

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$680.00

- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

02/02/2009 DRYNE 0000160371

CHECK Refund Total: \$240.00

Deposit Account Number _____

Authorized User Name _____

02/02/2009 DRYNE 0000137 77350597

01 FC:8521 1-29-09 40.00 OF
02 FC:8522 Date 400.00 OF

9. Signature:

Kristen E. Caverly
Signature

Kristen E. Caverly

Name of Person Signing

Total number of pages including cover sheet, attachments, and document:

3

Delaware

PAGE 1

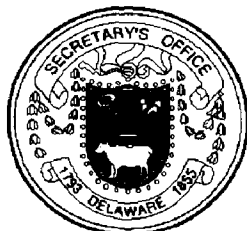
The First State

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:

"NATURA PET PRODUCTS, INC.", A CALIFORNIA CORPORATION, WITH AND INTO "NATURA PET PRODUCTS, INC." UNDER THE NAME OF "NATURA PET PRODUCTS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SECOND DAY OF DECEMBER, A.D. 2008, AT 4:48 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY, A.D. 2009.

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



4619046 8100M

081221092

You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 7043350

DATE: 12-22-08

TRADEMARK
REEL: 003928 FRAME: 0859

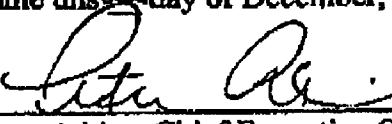
**CERTIFICATE OF MERGER OF
FOREIGN CORPORATION INTO
A DOMESTIC CORPORATION**

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

1. The name of the surviving corporation is Natura Pet Products, Inc., a Delaware corporation ("Natura DE"), and the name of the corporation being merged into this surviving corporation is Natura Pet Products, Inc., a California corporation ("Natura CA").
2. An Agreement and Plan of Merger (the "Merger Agreement"), providing for the merger of Natura CA with and into Natura DE (the "Merger"), has been approved, adopted, certified, executed and acknowledged by Natura CA and Natura DE pursuant to Section 252 of the Delaware General Corporation Law.
3. The surviving corporation is Natura DE, and its name shall be Natura Pet Products, Inc., a Delaware corporation.
4. The Certificate of Incorporation of Natura DE as the surviving corporation shall be its Certificate of Incorporation.
5. Natura CA, the non-Delaware corporation, has 10,000,000 shares of authorized stock at no par value.
6. The merger is to become effective at 12:00 a.m. Eastern Standard Time on January 1, 2009.
7. The executed Merger Agreement is on file at the principal place of business of the surviving corporation, the address of which is as follows:

Natura Pet Products, Inc.
1101 S. Winchester Boulevard, #J-225
San Jose, CA 95128
Attention: Chief Executive Officer
8. A copy of the Merger Agreement will be furnished by Natura DE as the surviving corporation, on request and without cost, to any stockholder of the constituent corporations.

IN WITNESS WHEREOF, Natura DE as the surviving corporation has caused this Certificate of Merger to be executed in its corporate name this 12 day of December, 2008.


Peter Atkins, Chief Executive Officer,
Natura Pet Products, Inc., a Delaware
corporation