

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	02/10/2009

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
MJN Restructuring Holdco, Inc.		02/10/2009	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Mead Johnson Nutrition Company
Street Address:	2400 West Lloyd Expressway
City:	Evansville
State/Country:	INDIANA
Postal Code:	47721
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 10

Property Type	Number	Word Mark
Serial Number:	77546805	FORMULA NUTRI PANTERA 23 VITAMINAS Y MINERALES
Serial Number:	77546823	FORMULA NUTRI PANTERA 23 VITAMINAS Y MINERALES
Serial Number:	77226550	
Serial Number:	77238428	
Serial Number:	77221393	PODER PANTERA PANTHER POWER VITAMINS AND MINERALS 16 VITAMINAS Y MINERALES
Registration Number:	2724238	CHOCO MILK
Registration Number:	2914412	CHOCO MILK
Registration Number:	2786280	CHOCO MILK
Registration Number:	2388602	NUTRITIOUS BEGINNINGS
Registration Number:	2700351	

CORRESPONDENCE DATA

CH \$265.00 77546805

Fax Number: (212)546-5664
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 212 546-3661
Email: ossie.lecuona@bms.com
Correspondent Name: Nadine P. Flynn
Address Line 1: 345 Park Avenue
Address Line 2: Trademark Department
Address Line 4: New York, NEW YORK 10154

NAME OF SUBMITTER:	Nadine P. Flynn
Signature:	/Nadine Flynn/
Date:	03/02/2009

Total Attachments: 4
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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, 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:

"MJN RESTRUCTURING HOLDCO, INC.", A DELAWARE CORPORATION, WITH AND INTO "MEAD JOHNSON NUTRITION COMPANY" UNDER THE NAME OF "MEAD JOHNSON NUTRITION COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TENTH DAY OF FEBRUARY, A.D. 2009, AT 8:04 O'CLOCK P.M.

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

4635169 8100M

090125628



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7129495

DATE: 02-10-09

TRADEMARK
REEL: 003944 FRAME: 0534

CERTIFICATE OF MERGER

OF

MJN RESTRUCTURING HOLDCO, INC.

WITH AND INTO

MEAD JOHNSON NUTRITION COMPANY

February 10, 2009

Pursuant to Section 251(c) of the General Corporation Law of the State of Delaware (the "DGCL"), Mead Johnson Nutrition Company, a Delaware corporation (the "Company"), hereby certifies the following information relating to the merger (the "Merger") of MJN Restructuring Holdco, Inc., a Delaware corporation ("Holdco") with and into the Company.

FIRST: The name and state of incorporation of each of the constituent corporations that is a party to the Merger (the "Constituent Corporations") are as follows:

<u>Name</u>	<u>State of Incorporation</u>
MJN Restructuring Holdco, Inc.	Delaware
Mead Johnson Nutrition Company	Delaware

SECOND: The Agreement of Merger dated as of February 10, 2009 (the "Merger Agreement"), by and among E.R. Squibb & Sons, L.L.C., a Delaware limited liability company, Holdco and the Company, setting forth the terms and conditions of the Merger has been approved, adopted, executed and acknowledged by each of the Constituent Corporations in accordance with Section 251 of the DGCL.

THIRD: The Company shall be the surviving corporation of the Merger, and the name of the surviving corporation shall be "Mead Johnson Nutrition Company" (the "Surviving Corporation").

FOURTH: The Certificate of Incorporation of the Surviving Corporation shall be the existing Certificate of Incorporation of the Company.

FIFTH: The executed Merger Agreement is on file at an office of the Surviving Corporation, located at 2400 West Lloyd Expressway, Evansville, Indiana 47721-0001.

SIXTH: A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of either Constituent Corporation.

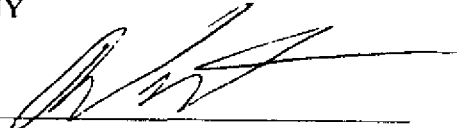
SEVENTH: This Certificate of Merger shall become effective upon its filing with the office of the Secretary of State of the State of Delaware.

[Signature page follows]

IN WITNESS WHEREOF, Mead Johnson Nutrition Company has caused
this Certificate of Merger to be executed as of the date first written above.

MEAD JOHNSON NUTRITION
COMPANY

by


Name: William P'Pool
Title: Sr. Vice President & Secretary

[Signature Page of Certificate of Merger]