

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	07/02/2009		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
CBK Styles, Inc.		07/02/2009	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	MIDWEST - CBK, INC.		
Street Address:	600 East Sherwood Drive		
City:	Union City		
State/Country:	TENNESSEE		
Postal Code:	38261		
Entity Type:	CORPORATION: NEW YORK		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	77498617	RACHAEL'S SELECT	
CORRESPONDENCE DATA			
Fax Number:	(212)813-5901		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	212-813-5900		
Email:	anicolescu@fzlj.com		
Correspondent Name:	SUSAN UPTON DOUGLASS		
Address Line 1:	FROSS ZELNICK LEHRMAN & ZISSU, P.C.		
Address Line 2:	866 UNITED NATIONS PLAZA		
Address Line 4:	NEW YORK, NEW YORK 10017		
ATTORNEY DOCKET NUMBER:	BLYT 0810514		
NAME OF SUBMITTER:	Susan Upton Douglass		
Signature:	/anca nicolescu/		

CH \$40.00 77498617

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TRADEMARK
REEL: 004032 FRAME: 0315

Date:

07/27/2009

Total Attachments: 4

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STATE OF NEW YORK
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 official seal of
the Department of State, at the City of
Albany, on July 8, 2009.

A handwritten signature in black ink, appearing to read "Daniel E. Shapiro".

Daniel E. Shapiro
First Deputy Secretary of State

Rev. 06/07

09070800016f

CERTIFICATE OF MERGER
 OF
 CBK STYLES, INC.
 AND
 MIDWEST OF CANNON FALLS, INC.
 INTO
 MIDWEST - CBK, INC.
 UNDER
 SECTION 904 OF THE BUSINESS CORPORATION LAW

We, the undersigned, Michael Novins and Jeffrey Boak, being respectively the vice-president and the assistant secretary of Midwest - CBK, Inc., CBK Styles, Inc. and Midwest of Cannon Falls, Inc., hereby certify:

1. (a) The name of each constituent corporation is as follows:

Midwest - CBK, Inc. (incorporated as Valley Candle Mfg. Co., Inc.)

CBK Styles, Inc.

Midwest of Cannon Falls, Inc.

- (b) The name of the surviving corporation is Midwest - CBK, Inc. and following the merger its name shall be Midwest - CBK, Inc..

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>
Midwest - CBK, inc.	100 shares par value \$.20	Common Stock	N/A
CBK Styles, Inc.	1,000 shares par value \$0.001	Common Stock	N/A
Midwest of Cannon Falls, Inc.	100) shares no par value	Common Stock	N/A

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

4. Midwest of Cannon Falls, Inc. one of the non-surviving corporations, was qualified to do business in New York on March 27, 1997. CBK Styles, Inc., the other 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:

NAME OF CORPORATION

DATE OF INCORPORATION

Midwest - CBK, Inc.

May 9, 1933

CBK Styles, Inc.
(filed with Delaware Secretary of State)

December 12, 2002

Midwest of Cannon Falls, Inc.
(filed with Minnesota Secretary of State)

August 30, 1972

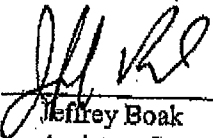
6. The merger (or consolidation) was adopted by Midwest - CBK, Inc., by the unanimous written consent of the sole shareholder pursuant to Section 615 of the New York Business Corporation Law.

7. CBK Styles, 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. Midwest of Cannon Falls, Inc. has complied with the applicable provisions of the laws of the State of Minnesota, in which it is incorporated and this merger is permitted by such laws. The merger was authorized with respect to said corporations by the unanimous written consent of the sole shareholder pursuant to the applicable law.

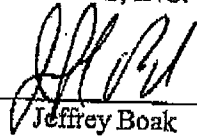
8. The merger shall be effective upon filing.

IN WITNESS WHEREOF, we have signed this certificate on the 2nd day of July, 2009, and we affirm the statements contained therein as true under penalties of perjury.

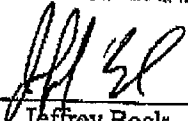
MIDWEST - CBK, INC.

By: 
Jeffrey Boak
Assistant Secretary

CBK STYLES, INC.

By: 
Jeffrey Boak
Assistant Secretary

MIDWEST OF CANNON FALLS, INC.

By: 
Jeffrey Boak
Assistant Secretary

090708000/68

Certificate of Merger

(Title of Document)

OF

Midwest - CBK, Inc.

(Entity Name)

617

Under Section 904 of the Business Corporation Law

(Law under which filing made)

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED JUL 08 2009

TAXS _____

BY: Ow

617

Filed by:

Josh Berger, Blyth, Inc.

(Name)

One East Weaver Street

(Mailing address)

Greenwich, CT 06831

(City, State and ZIP code)

NY102 - 03/21/07 CT System Online

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