

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
The Holmes Group, Inc.		07/18/2005	CORPORATION: MASSACHUSETTS
RECEIVING PARTY DATA			
Name:	JCS/THG, LLC		
Street Address:	One Holmes Way		
City:	Milford		
State/Country:	MASSACHUSETTS		
Postal Code:	01757		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1896184	SEAL-A-MEAL	
CORRESPONDENCE DATA			
Fax Number:	(561)912-4182		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	5619125185		
Email:	tcreator@jardencs.com		
Correspondent Name:	Sunbeam Products, Inc.		
Address Line 1:	2381 Executive Center Drive		
Address Line 4:	Boca Raton, FLORIDA 33431		
ATTORNEY DOCKET NUMBER:	HOLMKIT49718		
NAME OF SUBMITTER:	Lawrence J. Shurupoff		
Signature:	/Lawrence J. Shurupoff/		
Date:	11/04/2009		

CH \$40.00 1896184

Total Attachments: 3

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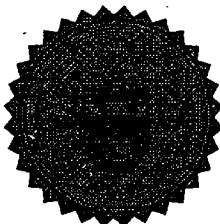
Delaware

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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:

"THE HOLMES GROUP, INC.", A MASSACHUSETTS CORPORATION,
WITH AND INTO "JCS/THG, LLC" UNDER THE NAME OF "JCS/THG, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE EIGHTEENTH DAY OF JULY, A.D. 2005, AT 1:16 O'CLOCK P.M.



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050836404

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4222749

DATE: 10-13-05

TRADEMARK
REEL: 004090 FRAME: 0749

CERTIFICATE OF MERGER
OF
THE HOLMES GROUP, INC.
AND
JCS/THG, LLC

It is hereby certified that:

1. The constituent business entities participating in the merger (collectively, the "Constituent Entities") herein certified are:

- (i) The Holmes Group, Inc., which is organized under the laws of the Commonwealth of Massachusetts; and
- (ii) JCS/THG, LLC, which is organized under the laws of the State of Delaware.

2. An Agreement and Plan of Merger dated as of June 28, 2005 (as amended or supplemented from time to time, the "Merger Agreement"), among Jarden Corporation, The Holmes Group, Inc., JCS/THG, LLC and the other parties on the signature pages thereto has been approved, adopted, certified, executed, and acknowledged by each of the aforesaid Constituent Entities in accordance with the provisions of subsection (b) of Section 18-209 of the Delaware Limited Liability Company Law, to wit, by The Holmes Group, Inc. in accordance with the laws of the State of its incorporation and by JCS/THG, LLC in the same manner as is provided in the Delaware General Limited Liability Company Law.

3. The name of the surviving entity in the merger is JCS/THG, LLC, which will continue its existence as said surviving entity under its present name upon the effective date of said merger pursuant to the provisions of the Delaware Limited Liability Company Law.

4. The Certificate of Formation of JCS/THG, LLC, as now in force and effect, shall continue to be the Certificate of Formation of said surviving entity until amended and changed pursuant to the provisions of the Delaware Limited Liability Company Law.

5. The executed Merger Agreement between the aforesaid Constituent Entities is on file at a place of business of the aforesaid surviving entity, the address of which is as follows: One Holmes Way, Milford, Massachusetts 01757.

6. A copy of the aforesaid Merger Agreement will be furnished by the aforesaid surviving entity, on request, and without cost, to any stockholder of extinguishing foreign corporation or any member of the limited liability company.

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IN WITNESS WHEREOF, JCS/THG, LLC, the surviving entity, has caused this Certificate of Merger to be duly executed by its authorized officer, this 18th day of July, 2005.

JCS/THG, LLC

By: 

Name: Desiree DeStefano

Title: Vice President

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