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MARK LERNER COMPANY: 230 PARK AVENUE

MD 7-23-10

07-30-2010



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Electronic Version v1.1
Stylesheet Version v1.1

RESUBMISSION

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		MERGER	
EFFECTIVE DATE:		08/30/2006	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Reckitt & Colman Subsidiary Corporation		08/23/2006	CORPORATION: DELAWARE
Linden Corporation		08/23/2006	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Reckitt Benckiser Inc.		
Street Address:	390 Interpace Parkway		
City:	Parsippany		
State/Country:	NEW JERSEY		
Postal Code:	07054-0225		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	1231570	SPRAYN WASH	
Registration Number:	1194947	GLASS PLUS	
Registration Number:	1073005	SPRAY 'N WASH	
CORRESPONDENCE DATA			
Fax Number:	(212)818-8606		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	2128189200		
Email:	mlerner@ssbb.com,pcaray@ssbb.com		
Correspondent Name:	Mark Lerner		
Address Line 1:	230 Park Avenue		
Address Line 2:	Suite 1130		
Address Line 4:	New York, NEW YORK 10168-0079		

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ATTORNEY DOCKET NUMBER:	065327.519
NAME OF SUBMITTER:	Mark Lerner
Signature:	/mark lerner/
Date:	07/23/2010
Total Attachments: 3 source=Reckitt & Colman Subsidiary Corporation Merger#page1.tif source=Reckitt & Colman Subsidiary Corporation Merger#page2.tif source=Reckitt & Colman Subsidiary Corporation Merger#page3.tif	

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D:\MARK LERNER COMPANY:230 PARK AVENUE

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 OWNERSHIP, WHICH MERGES:

"LINDEN CORPORATION", A DELAWARE CORPORATION,

"RECKITT & COLMAN SUBSIDIARY CORPORATION", A DELAWARE CORPORATION,

WITH AND INTO "RECKITT BENCKISER INC." UNDER THE NAME OF "RECKITT BENCKISER INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF JUNE, A.D. 2006, AT 12:48 O'CLOCK P.M.

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

0839519 8100M

060631409



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4871879

DATE: 06-30-06

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State of Delaware
Secretary of State
Division of Corporations
Delivered 12:57 PM 06/30/2006
FILED 12:58 PM 06/30/2006
NEW 000431400 - 0000319 FILE

CERTIFICATE OF OWNERSHIP AND MERGER

OF

RECKITT & COLMAN SUBSIDIARY CORPORATION
(a Delaware corporation)

AND

LINDEN CORPORATION
(a Delaware corporation)

WITH AND INTO

RECKITT BENCKISER INC.
(a Delaware corporation)

Under Section 253 of the
General Corporation Law of Delaware

RECKITT BENCKISER INC., a corporation incorporated under the General Corporation Law of the State of Delaware (the "Company"), hereby certifies as follows:

The Company owns one hundred percent (100%) of the capital stock of **Reckitt & Colman Subsidiary Corporation**, and of **Linden Corporation**, each being a corporation incorporated under the laws of the State of Delaware (each, a "Subsidiary", and together, the "Subsidiaries"). The Company, by a unanimous written consent of its board of directors dated as of June 23, 2006, has determined to merge each of the Subsidiaries into the Company.

The text of the resolutions so adopted by the board of directors of the Company is set forth below:

WHEREAS, the Company owns one hundred percent (100%) of the capital stock of **Reckitt & Colman Subsidiary Corporation**, and of **Linden Corporation**, each being a corporation incorporated under the laws of the State of Delaware (each, a "Subsidiary", and together, the "Subsidiaries"); and

WHEREAS, it is deemed to be in their respective best interests that each of the Subsidiaries merge with and into the Company;

NOW THEREFORE, be it

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RESOLVED, that each of the Subsidiaries shall be merged with and into the Company so that each Subsidiary shall be a disappearing corporation and the Company shall be the surviving corporation and shall assume all of the liabilities and obligations of each Subsidiary existing at the time of the merger; and be it further

RESOLVED, that the President, any Vice President or the Secretary of the Company be, and each of them heroby is, authorized, empowered and directed to make and execute one or more Certificates of Ownership and Merger setting forth a copy of these resolutions and the date of the adoption thereof, and otherwise meeting the requirements of Section 213 of the General Corporation Law of the State of Delaware, which certificate of Ownership and Merger shall be substantially in the form presented to the Board, and in cases the same to be filed in the Office of the Secretary of State of Delaware and a certified copy thereof in the office of the Recorder of the appropriate county in Delaware, and to do all acts and things whatsoever, whether within or without the State of Delaware, which may be deemed necessary, advisable or appropriate to effectuate said merger; and be it further

RESOLVED, that the merger be, and shall become, effective as of June 30, 2006; and be it further

RESOLVED, that the merger be treated as a tax-free liquidation of each of the Subsidiaries for US income tax purposes; and be it further

RESOLVED, that the officers of the Company or any one of them be, and they each heroby are, authorized, empowered and directed to do any and all acts and things whatsoever which may in their judgment be necessary, proper or advisable to effect said merger.

IN WITNESS WHEREOF, the Company has caused this certificate to be signed by its Secretary this 23rd day of June, 2006.

HECKHIT BENCKISER INC.

By: 
Name: Terrance K. Farrell
Title: Secretary

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