

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Dad's Products Company, Inc.		09/01/2010	CORPORATION: PENNSYLVANIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Ainsworth Pet Nutrition, Inc.		
<b>Street Address:</b>	18746 Mill Street		
<b>City:</b>	Meadville		
<b>State/Country:</b>	PENNSYLVANIA		
<b>Postal Code:</b>	16335		
<b>Entity Type:</b>	CORPORATION: PENNSYLVANIA		
<b>PROPERTY NUMBERS Total: 48</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	3008632	CANINE COMBOS	
Registration Number:	3031602	DAD'S TRAIL MIX	
Registration Number:	3082854	BEGGAR'S CHOICE	
Registration Number:	3115281	NUT-TASTICS	
Registration Number:	3151859	BETTER THAN BONES	
Registration Number:	3152217	BETTER THAN BONES	
Registration Number:	3244730	KIBBLES & KRUNCHES	
Registration Number:	3262674	GUILT-FREE TREATS	
Registration Number:	3294696	JERKY BY-THE-FOOT	
Registration Number:	3303738	ENDORSED BY COWS EVERYWHERE	
Registration Number:	3326822	POSITIVELY PEANUTZ	
Registration Number:	3330593	DAD'S HEALTHY HOMESTYLE	
Registration Number:	3331148	DAD'S TASTY NUTRITION AT A PRICE YOU CAN AFFORD	
Registration Number:	3372444	WAGGEROOS	

**OP \$1215.00 3008632**

Registration Number:	3372766	STUFF'EMS
Registration Number:	3399742	BRUSH 'EMS
Registration Number:	3657905	LEAN & FIT
Registration Number:	3692520	GOOD SENSE
Registration Number:	3799136	FROM THE FARM TO THE BOWL
Registration Number:	3841428	KIBBLES & NUGGETS & NIBBLES
Serial Number:	77449486	DAD'S FAMILY OWNED QUALITY MADE WITH CARE
Serial Number:	77850369	WITH LOCAL INGREDIENTS DAD'S FAMILY OWNED QUALITY
Serial Number:	77922176	FROM LOCAL FARMS TO YOUR PET'S BOWL
Serial Number:	77944643	THE SOURCE
Serial Number:	77948330	INSIDEOUT
Serial Number:	77955121	LI'L POOCH
Serial Number:	77955175	RACK 'O RIBS
Serial Number:	77955164	KIBBLE MEDLEY
Serial Number:	77955151	PURRITOS
Serial Number:	77955099	DOG-A-PALOOZA
Serial Number:	77955128	CAT SOOSHI
Serial Number:	77959844	FELINE CATVIAR
Serial Number:	85002848	DOGGIE QUARTETS
Serial Number:	85002817	LOCALLY GROWN GOODNESS IN EVERY BAG
Serial Number:	85002843	NATURALLY FIT FOR LIFE
Serial Number:	85002862	CREEKSIDE TREATS
Serial Number:	85002856	MURPHY'S TREATS
Serial Number:	85002837	HAPPY BARKS
Serial Number:	85002875	CHEW REX
Serial Number:	85002833	SMART BEGINNINGS
Serial Number:	85002829	BARKBELLS
Serial Number:	85002913	SIMPLY SWEET P'S
Serial Number:	85002885	CHERISH
Serial Number:	85002871	PIGLETS
Serial Number:	85008154	KARISMA
Serial Number:	85008149	SCRAMBLES
Serial Number:	85008142	GNAW OR NEVER
Serial Number:	85008085	TREATOPIA

**TRADEMARK**

**REEL: 004281 FRAME: 0139**

CORRESPONDENCE DATA

Fax Number: (814)453-4530

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: 8144592800

Email: jgula@kmgslaw.com

Correspondent Name: Joseph F. Gula, III

Address Line 1: 120 West Tenth Street

Address Line 4: Erie, PENNSYLVANIA 16501

ATTORNEY DOCKET NUMBER:	0044225.0000
NAME OF SUBMITTER:	Joseph F. Gula, III
Signature:	/Joseph F Gula/
Date:	09/20/2010

Total Attachments: 3  
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**PENNSYLVANIA DEPARTMENT OF STATE  
CORPORATION BUREAU**

**Articles of Amendment-Domestic Corporation**  
(15 Pa.C.S.)

- Business Corporation (§ 1915)  
 Nonprofit Corporation (§ 5915)

Name Robert G. Dwyer, Esquire / Knox McLaughlin Gornall & Sennett, PC		
Address 120 West Tenth Street		
City Erie	State PA	Zip Code 16501-1461

Document will be returned to the name and address you enter to the left.



Commonwealth of Pennsylvania  
ARTICLES OF AMENDMENT-BUSINESS 5 Page(s)



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Fee: \$70

In compliance with the requirements of the applicable provisions (relating to articles of amendment), the undersigned, desiring to amend its articles, hereby states that:

1. The name of the corporation is:  
DAD'S PRODUCTS COMPANY, INC. (Entity No. 87221)

2. The (a) address of this corporation's current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) Number and Street	City	State	Zip	County
Mill & Clay Streets, P.O. Box 451D	Meadville	PA	16335	Crawford

(b) Name of Commercial Registered Office Provider \_\_\_\_\_ County \_\_\_\_\_  
c/o \_\_\_\_\_

3. The statute by or under which it was incorporated: Pennsylvania Business Corporation Law

4. The date of its incorporation: November 13, 1972

5. Check, and if appropriate complete, one of the following:

The amendment shall be effective upon filing these Articles of Amendment in the Department of State.

The amendment shall be effective on: \_\_\_\_\_ at \_\_\_\_\_  
Date Hour

PA DEPT. OF STATE  
AUG 11 2010

American LegalNet, Inc.  
www.FormsWorkflow.com

6. Check one of the following:

The amendment was adopted by the shareholders or members pursuant to 15 Pa.C.S. § 1914(a) and (b) or § 5914(a).

The amendment was adopted by the board of directors pursuant to 15 Pa. C.S. § 1914(c) or § 5914(b).

7. Check, and if appropriate, complete one of the following:

The amendment adopted by the corporation, set forth in full, is as follows

The amendment adopted by the corporation is set forth in full in Exhibit A attached hereto and made a part hereof.

8. Check if the amendment restates the Articles:

The restated Articles of Incorporation supersede the original articles and all amendments thereto.

IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Amendment to be signed by a duly authorized officer thereof this

28th day of July, 2010.

Dad's Products Company, Inc.

Name of Corporation

Signature

President

Title

AINSWORTH PET NUTRITION, INC.

AMENDED AND RESTATED ARTICLES OF INCORPORATION

The name of the Corporation is AINSWORTH PET NUTRITION, INC.

The address of this Corporation's registered office in this Commonwealth is: 18746 Mill Street, Meadville Pennsylvania 16335 (Crawford County).

The Corporation is incorporated under the provisions of the Business Corporation Law.

The purpose of the Corporation shall be as follows: To buy, or otherwise acquire, to manufacture, market, prepare for market, or sell, deal in and deal with, import and export pet food and pet food products of every class and description; to engage in any business, whether manufacturing or otherwise, which may seem advantageous or useful in connection therewith, and to manufacture, market and prepare for market any article or thing which the Corporation uses in connection with its business; to manufacture, market and prepare for market, buy, sell, deal in and deal with, any article, receptacle, package or other thing which may be useful in connection with the manufacture or marketing, vending or shipping of the products of the Corporation; and unlimited power to engage in and do all lawful acts for which corporations may be organized under the Business Corporation Law of the Commonwealth of Pennsylvania.

The term of the Corporation's existence is perpetual.

The aggregate number of shares which the Corporation shall have authority to issue is 11,000,000 shares. Those shares are divided into 1,000,000 shares of no par value voting common stock and 10,000,000 shares of no par value non-voting common stock. The voting and non-voting common stock shall be identical in all respects, except that the non-voting shares shall carry no right to vote for the election of directors of the Corporation and no right to vote on any matter presented to the Shareholders for their approval, except to the extent that the Business Corporation Law of the Commonwealth of Pennsylvania requires that voting rights be granted to such shares.

These Articles of Incorporation may be amended in the manner prescribed at the time by statute, and all rights conferred upon shareholders in these Articles of Incorporation are granted subject to this reservation.

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