

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	09/30/2009		
<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
Spotless U.S. Acquisitions LLC		09/30/2009	LIMITED LIABILITY COMPANY: DELAWARE
<b>RECEIVING PARTY DATA</b>			
Name:	The Sun Products Corporation		
Street Address:	60 Danbury Road		
City:	Wilton		
State/Country:	CONNECTICUT		
Postal Code:	06897		
Entity Type:	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
Property Type	Number	Word Mark	
Registration Number:	1178774	SNUGGLES	
<b>CORRESPONDENCE DATA</b>			
Fax Number:	(202)772-2540		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	202 772 8660		
Email:	tdurkin@skgf.com, jshirk@skgf.com		
Correspondent Name:	Tracy-Gene G. Durkin		
Address Line 1:	Sterne, Kessler, Goldstein & Fox P.L.L.C		
Address Line 2:	1100 New York Avenue, NW		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20005		
ATTORNEY DOCKET NUMBER:	3818.4450000		
NAME OF SUBMITTER:	Tracy-Gene G. Durkin		

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**TRADEMARK  
 REEL: 004307 FRAME: 0257**

Signature:	/Tracy Durkin/
Date:	10/28/2010
Total Attachments: 2 source=spotless sun merger Cert#page1.tif source=spotless sun merger Cert#page2.tif	

## CERTIFICATE OF MERGER

The Sun Products Corporation, a Delaware corporation ("Sun Products"), desiring to merge Spotless U.S. Acquisitions LLC, a Delaware limited liability company ("Spotless"), with and into itself pursuant to Section 264 of the General Corporation Law of the State of Delaware (the "DGCL"), does hereby certify as follows:

FIRST: The name and state of formation of each constituent business entity to this merger (the "Merger") are as follows: The Sun Products Corporation, a Delaware corporation, and Spotless U.S. Acquisitions LLC, a Delaware limited liability company.

SECOND: An Agreement of Merger, dated September 30, 2009, by and between Sun Products and Spotless (the "Agreement of Merger") has been approved, adopted, certified, executed and acknowledged by each constituent business entity pursuant to Section 264 of the DGCL and Section 18-209 of the Limited Liability Company Act of the State of Delaware.

THIRD: Sun Products will continue as the surviving entity (the "Surviving Corporation"), and following the effectiveness of the Merger the name of the Surviving Corporation shall continue to be "The Sun Products Corporation." The Certificate of Incorporation of Sun Products as currently in effect shall continue to be the Certificate of Incorporation of the Surviving Corporation until amended and changed pursuant to the DGCL.

FOURTH: Notwithstanding anything herein or elsewhere to the contrary, the Agreement of Merger may be amended or terminated and abandoned by either party at any time prior to the filing of the Certificate of Merger with the Secretary of State of the State of Delaware in accordance with the Agreement of Merger.

FIFTH: An executed copy of the Agreement of Merger is on file at the principal place of business of the Surviving Corporation located at 60 Danbury Road, Wilton, CT 06897, and a copy of the Agreement of Merger shall be furnished by the Surviving Corporation upon request, and without cost, to any member or stockholder of any constituent business entity.


SIXTH: The Merger shall be effective immediately upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

[END OF PAGE]

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned, for the purpose of effectuating the Merger of the constituent business entities pursuant to the DGCL, under penalty of perjury, does hereby declare and certify that this is the act and deed of Sun Products and the facts stated herein are true, and accordingly has hereunto executed this Certificate of Merger this 30th day of September 2009.

THE SUN PRODUCTS CORPORATION,  
a Delaware corporation

By:   
Name: BETH HECHT  
Title: SVP + GENERAL COUNSEL