

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Nature's Earth Products, Inc.		12/21/2010	CORPORATION: FLORIDA
RECEIVING PARTY DATA			
Name:	Church & Dwight Co., Inc.		
Street Address:	469 North Harrison Street		
City:	Princeton		
State/Country:	NEW JERSEY		
Postal Code:	08543-5297		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	2102410	FELINE PINE	
Registration Number:	3027187	FELINE PINE SCOOP	
Registration Number:	3400680	HEALTHY HOME. HEALTHY CAT.	
Registration Number:	3521356	WHAT'S IN YOUR LITTER BOX	
Serial Number:	77837412	NATIONAL TAKE YOUR CAT TO THE VET WEEK FELINE PINE FOR HEALTHY CATS	
CORRESPONDENCE DATA			
Fax Number:	(609)497-7179		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	609-683-7086		
Email:	david.schuman@churchdwight.com		
Correspondent Name:	David J. Schuman		
Address Line 1:	469 North Harrison Street		
Address Line 2:	Law Dept.		
Address Line 4:	Princeton, NEW JERSEY 08543-5297		

CH \$140.00 2102410

ATTORNEY DOCKET NUMBER:	D-HH-PET-AH-NEP
NAME OF SUBMITTER:	David J. Schuman
Signature:	/David J. Schuman/
Date:	12/22/2010
Total Attachments: 3 source=US TM Assignment - NEP#page1.tif source=US TM Assignment - NEP#page2.tif source=US TM Assignment - NEP#page3.tif	

TRADEMARK ASSIGNMENT

TRADEMARK ASSIGNMENT (“*Assignment*”) made as of December 21, 2010, by and between NATURE’S EARTH PRODUCTS, INC., a Florida corporation (“*Seller*”), and CHURCH & DWIGHT CO., INC., a Delaware corporation (the “*Purchaser*”).

WHEREAS, Seller and the Purchaser have entered into an Asset Purchase Agreement, dated as of December 21, 2010 (the “*Asset Purchase Agreement*”), pursuant to which, among other things, Seller has agreed to sell, assign, transfer, convey and deliver to the Purchaser the trademark applications and registrations identified in Schedule A hereto (collectively, “*Trademarks*”). Capitalized terms used but not defined in this Assignment shall have the meanings assigned to them in the Asset Purchase Agreement.

NOW, THEREFORE, in consideration of the sum of One Dollar and the mutual covenants and obligations set forth herein and in the Asset Purchase Agreement, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Seller does hereby sell, assign, transfer, convey and deliver unto the Purchaser the Seller’s entire right, title and interest in and to the Trademarks, to be held and enjoyed by Purchaser as fully and entirely as it would have been held and enjoyed by Seller if this assignment had not been made, including all claims, demands and rights of recovery that Seller has or may have in profits and damages for past and future infringements of the Trademarks, if any, and all rights to compromise, sue for, and collect such profits and damages, together with all goodwill and the portion of the Assets associated therewith.

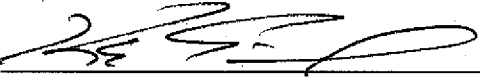
Seller shall execute such individual confirmatory assignment deeds, change of name or address certificates or other documents prepared by the Purchaser as necessary for the effectuation or recordation of this Assignment.

This Assignment shall be effective as of the date first above written.

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IN WITNESS WHEREOF, the undersigned has caused this Assignment to be executed and delivered as of the date first written above.

NATURE'S EARTH PRODUCTS, INC.

By: 

Name: Kenyon A. Simard

Title: President

[Signature Page to U.S. Trademark Assignment]

Schedule A

UNITED STATES TRADEMARKS

U.S. Trademark Registrations

Mark	Serial No.	Application Date	Registration No.	Registration Date
FELINE PINE	75135808	7/18/1996	2102410	9/30/1997
FELINE PINE SCOOP	78422781	5/21/2004	3027187	12/13/2005
HEALTHY HOME. HEALTHY CAT.	77063069	12/13/2006	3400680	3/25/2008
WHAT'S IN YOUR LITTER BOX	77111101	2/20/2007	3521356	10/21/2008

U.S. Trademark Applications

Mark	Serial No.	Application Date	Registration No.	Registration Date
NATIONAL TAKE YOUR CAT TO THE VET WEEK FELINE PINE FOR HEALTHY CATS and design	77837412	9/29/2009	n/a	n/a