

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/01/2012

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Simplisse, Inc.		05/29/2012	CORPORATION: MISSOURI

RECEIVING PARTY DATA

Name:	Handi-Craft Company
Street Address:	4433 Fyler Avenue
City:	St. Louis
State/Country:	MISSOURI
Postal Code:	63116
Entity Type:	CORPORATION: MISSOURI

PROPERTY NUMBERS Total: 16

Property Type	Number	Word Mark
Registration Number:	4077455	BREASTFEEDING COMPANION
Registration Number:	4002922	BABYFACE
Registration Number:	4077456	CONTINUOUS COMFORT
Registration Number:	3846721	DESIGNED BY WOMEN, FOR WOMEN.
Registration Number:	3894697	NATURALLY BETTER. BY DESIGN.
Registration Number:	3846722	DESIGNED BY WOMEN, FOR WOMEN.
Registration Number:	3894698	NATURALLY BETTER. BY DESIGN.
Registration Number:	3846723	DESIGNED BY WOMEN, FOR WOMEN.
Registration Number:	3982006	NATURALLY BETTER. BY DESIGN.
Serial Number:	77738198	NATURALLY BETTER. BY DESIGN.
Registration Number:	3894636	SIMPLISSE
Serial Number:	77712810	SIMPLISSE
Registration Number:	3978627	SIMPLISSE

CH \$415.00 4077455

Registration Number:	3894635	SIMPLISSE
Registration Number:	3963215	GIA
Registration Number:	4052725	A WHOLE NEW ANGLE IN NURSING PILLOWS

CORRESPONDENCE DATA

Fax Number: 3146212323
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 314-621-5070
 Email: iptm@armstrongteasdale.com
 Correspondent Name: Tiffany L. Schwartz
 Address Line 1: 7700 Forsyth Boulevard, Suite 1800
 Address Line 4: St. Louis, MISSOURI 63105

ATTORNEY DOCKET NUMBER:	27844-1
NAME OF SUBMITTER:	Tiffany L. Schwartz
Signature:	/tls/
Date:	06/07/2012

Total Attachments: 4
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STATE OF MISSOURI



Robin Carnahan
Secretary of State

CERTIFICATE OF MERGER MISSOURI ENTITY SURVIVING

WHEREAS, Articles of Merger of the following entities:

Simplisse, Inc. -- 00960565

INTO:

HANDI-CRAFT COMPANY -- 00109078

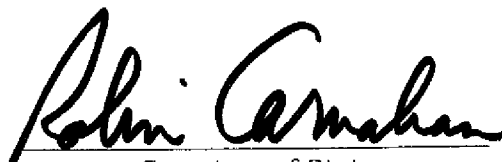
Organized and existing under laws of Missouri have been received, found to conform to law, and filed.

NOW, THEREFORE, I, ROBIN CARNAHAN, Secretary of State of the State of Missouri, issue this Certificate of Merger, certifying that the merger of the aforementioned entities is effected, with

HANDI-CRAFT COMPANY -- 00109078

as the surviving entity.

IN TESTIMONY WHEREOF, I hereunto
set my hand and cause to be affixed the
GREAT SEAL of the State of Missouri.
Done at the City of Jefferson, this
1st day of June, 2012.


Secretary of State



File Number:
00109078
Date Filed: 06/01/2012
Robin Carnahan
Secretary of State



State of Missouri
Robin Carnahan, Secretary of State

Corporations Division
PO Box 778 / 400 W. Main St., Rm. 322
Jefferson City, MO 65102

Summary Articles of Merger

(Section 351.430.2., RSMo)
(Submit with filing fee of \$30.00)

Pursuant to the provisions of The General and Business Corporation Law of Missouri, the undersigned corporations certify the following:

1. The constituent corporations are:

<u>HANDI-CRAFT COMPANY</u>	<u>00109078</u>	of	<u>MISSOURI</u>
<i>Name of Corporation</i>	<i>Missouri Charter #</i>		<i>Parent State</i>
<u>SIMPLISSE, INC.</u>	<u>00960565</u>	of	<u>MISSOURI</u>
<i>Name of Corporation</i>	<i>Missouri Charter #</i>		<i>Parent State</i>

2. A plan of merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations as required by Chapter 351, RSMo.;

3. The name of the surviving corporation is HANDI-CRAFT COMPANY of MISSOURI;
Name of Corporation *Parent State*

4. Check one of the following:

The merger has effected amendments or changes in the articles of the surviving corporation and those are attached to this summary. (Please attach amendments.)

There are no amendments or changes to the articles of the surviving corporation, and the articles of the surviving corporation shall be the articles of incorporation.

5. The executed plan of merger is on file at the principal place of business of the surviving corporation at
4433 FYLER AVE. ST. LOUIS, MISSOURI 63116

street, city, state and zip

6. A copy of a plan of merger will be furnished by the surviving corporation, on request and without cost, to any shareholder of any constituent corporation.

7. The effective date of this document is the date it is filed by the Secretary of State of Missouri unless a future date is otherwise indicated: _____

(Date may not be more than 90 days after the filing date in this office)

(Please see next page)

Name and address to return filed document:

Name: _____

Address: _____

City, State, and Zip Code: _____

State of Missouri
Merger - General Business - Domestic 3 Page(s)



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TRADEMARK
REEL: 004797 FRAME: 0759

To be completed only if surviving corporation is a foreign corporation.



8. If the surviving corporation is a foreign corporation, it is agreed that, upon and after the issuance of a certificate of merger by the Secretary of State of the State of Missouri:

- a. The surviving corporation may be served with process in the State of Missouri in any proceeding for the enforcement of any obligation of any corporation organized under the laws of the State of Missouri which is party to the merger and in any proceeding for the enforcement of the rights of a dissenting shareholder of any such corporation organized under the laws of the State of Missouri against the surviving corporation;
- b. The Secretary of State of the State of Missouri shall be and hereby is irrevocably appointed as the agent of the surviving corporation to accept service of process in any such proceeding; the address to which the service of process in any such proceeding shall be mailed is _____

- c. The surviving corporation will promptly pay to the dissenting shareholders of any corporation organized under the laws of the State of Missouri which is a party to the merger the amount, if any, to which they shall be entitled under the provisions of "The General and Business Corporation Law of Missouri" with respect to the rights of dissenting shareholders.

In Affirmation thereof, the facts stated above are true and correct:

(The undersigned understands that false statements made in this filing are subject to the penalties provided under Section 575.040, RSMo)

	CARL A. RHODES	Secretary	CHAIRMAN Handi-Craft Company	5/29/2012
<i>Authorized signature</i>	<i>Printed Name</i>	<i>Title</i>		<i>Date</i>
	STEVE RICHARDSON	PRESIDENT	Simplisse, Inc.	5/29/2012
<i>Authorized signature</i>	<i>Printed Name</i>	<i>Title</i>		<i>Date</i>
<i>Authorized signature</i>	<i>Printed Name</i>	<i>Title</i>		<i>Date</i>

TAXATION DIVISION
P O BOX 3666
JEFFERSON CITY MO 65105-3666



Missouri
DEPARTMENT OF REVENUE

Telephone: (573) 751-9268
Fax: (573) 522-1265
E-mail: taxclearance@dor.mo.gov

CERTIFICATE OF TAX CLEARANCE

SIMPLISSE INC
67 LAKE FOREST
RICHMOND HEIGHTS MO 63117

DATE: MAY 29, 2012

MISSOURI CORPORATION CHARTER NUMBER: 00960565

Thank you for contacting the Missouri Department of Revenue. In response to the corporation's request, a review of the tax records has been completed. All taxes owed, including all liabilities owed as determined by the Division of Employment Security, pursuant to Chapter 288, RSMo, have been paid.

This statement is not to be construed as limiting the authority of the Director of Revenue to pursue collection of liabilities resulting from final litigation, default in payment of any installment agreement entered into with the Director of Revenue, any successor liability that may become due in the future, or audits or reviews of the taxpayer's records as provided by law.

This Certificate of Tax Clearance must be presented to the Missouri Secretary of State's Office with any required paperwork and payment. For information concerning the Secretary of State's requirements, you may call their office at (573) 751-4153 or toll free at (866) 223-6535.

If you require additional information or assistance, please contact the Taxation Division at Post Office Box 3666, Jefferson City, Missouri 65105-3666 or by telephone at (573) 751-9268 during the hours of 8:00 a.m. to 5:00 p.m.

THIS CERTIFICATE REMAINS VALID FOR SIXTY (60) DAYS FROM THE ISSUANCE DATE. If you do not complete your transaction in sixty (60) days you must obtain a new Certificate of Tax Clearance. Additionally, a new Form 943, Request for Tax Clearance, may be required.

Sincerely,

A handwritten signature in cursive script that reads "Dwayne Maples".

Dwayne Maples
Administrator, Business Tax
Taxation Division

TK:DU0978

CBN001
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