

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	05/16/2012

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Dr. Fresh, LLC		05/16/2012	LIMITED LIABILITY COMPANY: DELAWARE
Dr. Fesh Inc.		05/16/2012	CORPORATION: NEW YORK

RECEIVING PARTY DATA

Name:	Dr. Fresh, LLC
Street Address:	6645 CABALLERO BLVD.
City:	Buena Park
State/Country:	CALIFORNIA
Postal Code:	90620
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Serial Number:	85572044	FIREFLY
Serial Number:	85597259	THE BEST THINGS IN LIFE ARE FREE AND NEXT TO BEST, IS FOR \$1 DOLLAR!

CORRESPONDENCE DATA

Fax Number: 2026823580
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
 Phone: 2026823617
 Email: jryniewicz@kayescholer.com
 Correspondent Name: John P. Ryniewicz
 Address Line 1: 901 Fifteenth Street, N.W.
 Address Line 2: Suite 700
 Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

CH \$65.00 85572044

ATTORNEY DOCKET NUMBER:	42049-0005
NAME OF SUBMITTER:	John P. Rynkiewicz
Signature:	/john p rynkiewicz/
Date:	08/17/2012
Total Attachments: 5 source=DrFreshMergNamChg#page1.tif source=DrFreshMergNamChg#page2.tif source=DrFreshMergNamChg#page3.tif source=DrFreshMergNamChg#page4.tif source=DrFreshMergNamChg#page5.tif	

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

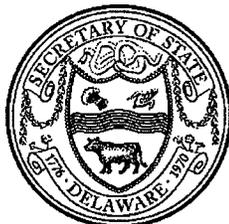
"DR. FRESH INC.", A NEW YORK CORPORATION,

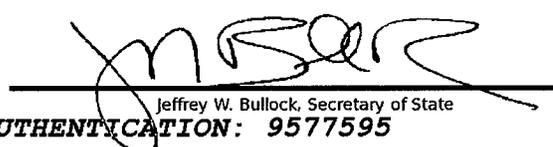
WITH AND INTO "FRESH MERGE, LLC" UNDER THE NAME OF "FRESH MERGE, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SIXTEENTH DAY OF MAY, A.D. 2012, AT 4:48 O'CLOCK P.M.

5150350 8100M

120577957

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9577595

DATE: 05-16-12

TRADEMARK
REEL: 004845 FRAME: 0262

STATE OF DELAWARE
CERTIFICATE OF MERGER OF
DR. FRESH INC.
INTO
FRESH MERGE, LLC

Pursuant to Title 6, Section 18-209 of the Limited Liability Company Act, the undersigned limited liability company executed the following Certificate of Merger:

FIRST: The name of the surviving limited liability company is Fresh Merge, LLC, a Delaware limited liability company, and the name of the corporation being merged into this surviving limited liability company is Dr. Fresh Inc., a New York corporation.

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by the surviving limited liability company and the merging corporation.

THIRD: The name of the surviving limited liability company is Fresh Merge, LLC.

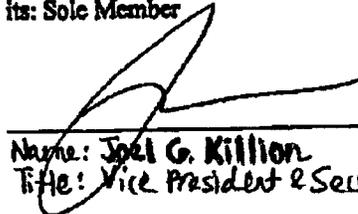
FOURTH: The merger shall become effective upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

FIFTH: The Agreement of Merger is on file at 399 Park Avenue, 5th Floor, New York, New York 10022, the place of business of the surviving limited liability company.

SIXTH: A copy of the Agreement of Merger will be furnished by the surviving limited liability company on request, without cost, to any member of any constituent limited liability company or stockholder of any constituent corporation.

IN WITNESS WHEREOF, said limited liability company has caused this certificate to be signed by an authorized person, the 16th day of May, 2012.

By: FRESHCORP ORAL CARE, INC.,
its: Sole Member



Name: Joel G. Killian
Title: Vice President & Secretary

Signature Page to the Certificate of Merger of Dr. Fresh Inc. into Fresh Merge, LLC

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "FRESH MERGE, LLC", CHANGING ITS NAME FROM "FRESH MERGE, LLC" TO "DR. FRESH, LLC", FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF MAY, A.D. 2012, AT 4:52 O'CLOCK P.M.

5150350 8100

120577982

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9577619

DATE: 05-16-12

TRADEMARK
REEL: 004845 FRAME: 0265

STATE OF DELAWARE
AMENDMENT TO THE CERTIFICATE OF FORMATION
OF
FRESH MERGE, LLC

May 16, 2012

Fresh Merge, LLC (the "Company"), a limited liability company duly organized and existing under the laws of the State of Delaware, hereby certifies as follows:

1. The name of the Company is Fresh Merge, LLC. The Company was originally formed pursuant to a Certificate of Formation filed with the Secretary of State of the State of Delaware on May 4, 2012 (the "Certificate of Formation").
2. Article 1 of the Certificate of Formation is hereby amended in its entirety as follows:
 - 1) The name of the limited liability company is "Dr. Fresh, LLC" (the "Company").
3. This Amendment to the Certificate of Formation of the Company shall be effective on the date of filing with the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, the undersigned sole member of the Company executes this Amendment to the Certificate of Formation as of the date first written above.

FRESHCORP ORAL CARE, INC.,
as sole member

By: _____

Name: Doug Corbett

Title: President & Chief Executive Officer