

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	10/01/2012		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Seed Resources, L.L.C.		09/28/2012	LIMITED LIABILITY COMPANY: MICHIGAN
RECEIVING PARTY DATA			
Name:	United Pet Group, Inc.		
Street Address:	601 Rayovac Drive		
City:	Madison		
State/Country:	WISCONSIN		
Postal Code:	53711		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 10			
Property Type	Number	Word Mark	
Registration Number:	3107927	BEETLE MANIA	
Registration Number:	3017897	CALIFORNIA DREAMIN'	
Registration Number:	1701830	BIRDOLA	
Registration Number:	1858770	SQUIROLA KOB	
Registration Number:	1845816	SQUIROLA	
Registration Number:	2387428	BIG OL' KOB	
Serial Number:	77890433	STACKER	
Serial Number:	85167056	BIRDOLA	
Serial Number:	85165941	SQUIROLA	
Serial Number:	85168332	KOB BAR	
CORRESPONDENCE DATA			

CH \$265.00 3107927

Fax Number:

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

Email: dgaier@paulweiss.com, emendes@paulweiss.com

Correspondent Name: Danielle L. Gaier

Address Line 1: 1285 Avenue of the Americas

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ATTORNEY DOCKET NUMBER:

19440-017

NAME OF SUBMITTER:

Danielle L. Gaier

Signature:

/Danielle L. Gaier/

Date:

11/13/2012

Total Attachments: 1

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**STATE OF DELAWARE
CERTIFICATE OF MERGER OF
DOMESTIC CORPORATION AND
FOREIGN LIMITED LIABILITY COMPANY**

*State of Delaware
Secretary of State
Division of Corporations
Delivered 09:52 AM 10/01/2012
FILED 09:52 AM 10/01/2012
SRV 121083280 - 3066897 FILE*

Pursuant to Title 8, Section 264(c) of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of the surviving corporation is UNITED PET GROUP, INC., a Delaware corporation, and the name of the limited liability company being merged into this surviving corporation is SEED RESOURCES, L.L.C., a Michigan limited liability company.

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

THIRD: The name of the surviving corporation is UNITED PET GROUP, INC., a Delaware corporation.

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

FIFTH: The Agreement and Plan of Merger is on file at 601 Rayovac Drive, Madison, Wisconsin 53711, the place of business of the surviving corporation.

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

SEVENTH: The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed by an authorized officer, the 28th day of September, 2012.

UNITED PET GROUP, INC.

By: 
Nathan E. Fagre, Its Vice President

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