

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2007		
<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
Loew-Cornell, Inc.		12/31/2007	CORPORATION: NEW JERSEY
<b>RECEIVING PARTY DATA</b>			
Name:	Loew-Cornell, LLC		
Street Address:	300 Gap Way		
City:	Erlanger		
State/Country:	KENTUCKY		
Postal Code:	41018		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
Property Type	Number	Word Mark	
Registration Number:	2760393	SPONGIT	
<b>CORRESPONDENCE DATA</b>			
Fax Number:	(561)912-4182		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	561-912-5185		
Email:	jmeehan@jarden.com		
Correspondent Name:	Lawrence J. Shurupoff		
Address Line 1:	2381 Executive Center Drive		
Address Line 4:	Boca Raton, FLORIDA 33431		
ATTORNEY DOCKET NUMBER:	LOEW-4-8664		
NAME OF SUBMITTER:	Lawrence J. Shurupoff		
Signature:	/Lawrence J. Shurupoff/		

CH \$40.00 2760393

Date:

08/27/2009

**Total Attachments: 3**

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# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, 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:

"LOEW-CORNELL, INC.", A NEW JERSEY CORPORATION,  
WITH AND INTO "LOEW-CORNELL, LLC" UNDER THE NAME OF  
"LOEW-CORNELL, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND  
EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED  
AND FILED IN THIS OFFICE THE FOURTEENTH DAY OF DECEMBER, A.D.  
2007, AT 6:44 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF  
THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF  
DECEMBER, A.D. 2007, AT 11:59 O'CLOCK P.M.



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You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6244646

DATE: 12-17-07

TRADEMARK  
REEL: 004053 FRAME: 0561

**CERTIFICATE OF MERGER**

**OF**

**LOEW-CORNELL, INC.**

**AND**

**LOEW-CORNELL, LLC**

It is hereby certified that:

1. The constituent business entities participating in the merger herein certified are:
  - (i) Loew-Cornell, Inc. ("Merged Company"), which is incorporated under the laws of the State of New Jersey; and
  - (ii) Loew-Cornell, LLC ("Surviving LLC"), which is organized under the laws of the State of Delaware.
2. An Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the aforesaid mentioned constituent entities in accordance with the provisions of subsection (b) of Section 18-209 of the Delaware Limited Liability Company Act ("DLLCA"), to wit, by Merged Company in accordance with the laws of the State of its incorporation and by Surviving LLC in the same manner as is provided in the DLLCA.
3. The name of the surviving limited liability company is Loew-Cornell, LLC, which will continue its existence as said surviving limited liability under its present name upon the effective time and date of said merger pursuant to the provisions of the DLLCA.
4. The merger is to be effective at 11:59 pm on December 31, 2007.
5. The Certificate of Formation of Surviving LLC, as now in force and effect, shall continue to be the Certificate of Formation of said surviving limited liability company until amended and changed pursuant to the provisions of the DLLCA.
6. The executed Agreement and Plan of Merger between the aforesaid constituent business entities is on file at a place of business of the aforesaid surviving limited liability company, the address of which is as follows: c/o Jarden Corporation, 555 Theodore Fremd Avenue, Rye, New York 10580.
7. A copy of the Agreement and Plan of Merger will be furnished by the aforesaid surviving limited liability company, on request, and without cost, to any stockholder of the extinguishing foreign corporation or any member of the limited liability company.

279150

IN WITNESS WHEREOF, Loew-Cornell, LLC, the surviving entity, has caused this Certificate of Merger to be duly executed by its authorized person, this 14<sup>th</sup> day of December, 2007.

LOEW-CORNELL, LLC

By:   
Name: John E. Cappa  
Title: Vice President