

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
------------------	----------------

NATURE OF CONVEYANCE:	MERGER
-----------------------	--------

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
ARMKEL, LLC		05/28/2004	Limited Liability Company: DELAWARE

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: 93

Property Type	Number	Word Mark
Registration Number:	1407218	ANSWER PLUS
Registration Number:	1409156	ODORGARD
Registration Number:	1430767	ANSWER
Registration Number:	1444763	NAIR GLIDE-ON
Registration Number:	1466156	CARTER'S LITTLE PILLS
Registration Number:	1470307	ANSWER PLUS 2
Registration Number:	1544290	
Registration Number:	1618343	NAIR
Registration Number:	1620774	ANSWER QUICK & SIMPLE
Registration Number:	1653581	TROJAN PLUS
Registration Number:	1655484	
Registration Number:	1669284	
Registration Number:	1674927	TROJAN MAN
Registration Number:	1684262	FIRST RESPONSE

CH \$2340.00 1407218

Registration Number:	1879164	PROBE-GUARD
Registration Number:	1968608	MAGNUM
Registration Number:	1988766	CLASS ACT
Registration Number:	2012337	NAIR
Registration Number:	2012578	
Registration Number:	2012706	ANSWER QUICK & SIMPLE
Registration Number:	2075718	PEARL DROPS
Registration Number:	2111323	TROJAN ULTRA PLEASURE
Registration Number:	2177337	NAIR
Registration Number:	2203169	TRIPLE TESTED TROJAN QUALITY
Registration Number:	2339250	FIRST RESPONSE
Registration Number:	2344102	TROJAN SUPRA
Registration Number:	2350916	TROJAN SUPRA
Registration Number:	2463969	FIRST RESPONSE
Registration Number:	2475630	RASPBERRY RAZMATAZZ
Registration Number:	2487296	MICROSHEER POLYURETHANE
Registration Number:	2502429	MICROSHEER
Registration Number:	2510875	FIRST RESPONSE
Registration Number:	2533749	TROJAN PLEASURE MESH
Registration Number:	2622008	APPLE LICIOUS
Registration Number:	2629078	
Registration Number:	2637237	TROJAN
Registration Number:	2652631	VANILLA SMOOTHIE
Registration Number:	2689072	TROJAN EXTENDED PLEASURE
Registration Number:	2795831	LINEANCE
Registration Number:	2799342	TWISTED PLEASURE
Registration Number:	2832179	
Registration Number:	418321	DERMA-DYNE
Registration Number:	500657	NAIR
Registration Number:	505302	A-535
Registration Number:	509739	ANTIPHLOGISTINE
Registration Number:	535891	KLING-TITE
Registration Number:	544931	TROJAN
Registration Number:	585714	RIGIDENT
Registration Number:	600080	TROJAN-ENZ

Registration Number:	638126	TROJANS
Registration Number:	639422	
Registration Number:	687470	CARTER'S LITTLE PILLS
Registration Number:	722051	NATURALAMB
Registration Number:	787925	DIAPER-TIME
Registration Number:	787926	MEDI-WASH
Registration Number:	794866	STIKEMS
Registration Number:	822545	MORNING 'TIL NIGHT
Registration Number:	827306	GOOD LOOKS
Registration Number:	827312	SHOWER POWER
Registration Number:	834884	WINNER'S CIRCLE
Registration Number:	836049	HABIT
Registration Number:	836881	BRAWN
Registration Number:	836882	BRAWN
Registration Number:	836883	BRAWN
Registration Number:	838227	CARTER'S
Registration Number:	842531	THE SYMBOL OF SAFETY
Registration Number:	847092	TROJAN
Registration Number:	849287	CARTER'S METRI-BULK
Registration Number:	853081	SURGE
Registration Number:	861581	YOUNG PEOPLE
Registration Number:	867827	V GUARD
Registration Number:	868369	V IMMUNE
Registration Number:	870597	APPLE CHEEKS
Registration Number:	876370	EASY DAY
Registration Number:	881020	FLUFF CLEAN
Registration Number:	897981	PEARL DROPS
Registration Number:	949313	ANSWER
Serial Number:	76338100	FEMFRESH
Serial Number:	76361832	
Serial Number:	76362110	TROJAN
Serial Number:	76362113	TROJAN MAN
Serial Number:	76362114	TROJAN
Serial Number:	78150716	MINT TINGLE
Serial Number:	78153339	NATURE'S RESPONSE

Serial Number:	78179889	FIRST RESPONSE
Serial Number:	78179968	1 FIRST RESPONSE
Serial Number:	78256849	SHARED PLEASURE
Serial Number:	78292339	TROJAN SUPRA
Serial Number:	78292373	TROJAN SUPRA
Serial Number:	78314462	TROJAN-ENZ
Serial Number:	78363088	NATURALUBE
Serial Number:	78403824	SHEER PLEASURE
Serial Number:	78425456	NAIR SMOOTHING EFFECTS

CORRESPONDENCE DATA

Fax Number: (609)497-7179

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 609-683-7086

Email: david.schuman@churchdwright.com

Correspondent Name: David J. Schuman

Address Line 1: 469 North Harrison Street

Address Line 2: Law Department

Address Line 4: Princeton, NEW JERSEY 08543-5297

NAME OF SUBMITTER:

David J. Schuman

Total Attachments: 5

source=scan-merger agmt-armkel-ch&dw co inc#page1.tif

source=scan-merger agmt-armkel-ch&dw co inc#page2.tif

source=scan-merger agmt-armkel-ch&dw co inc#page3.tif

source=scan-merger agmt-armkel-ch&dw co inc#page4.tif

source=scan-merger agmt-armkel-ch&dw co inc#page5.tif

Delaware

PAGE 1

The First State

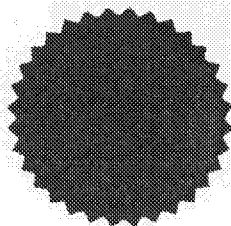
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AGREEMENT OF MERGER, WHICH MERGES:

"ARMKEL, LLC", A DELAWARE LIMITED LIABILITY COMPANY,
WITH AND INTO "CHURCH & DWIGHT CO., INC." UNDER THE NAME OF
"CHURCH & DWIGHT CO., INC.", A CORPORATION ORGANIZED AND
EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED
AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF MAY, A.D.
2004, AT 5:24 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE
NEW CASTLE COUNTY RECORDER OF DEEDS.

0193615 8100M

040401873



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3144459

DATE: 06-01-04

TRADEMARK

REEL: 002868 FRAME: 0849

AGREEMENT AND PLAN OF MERGER

merging

Armkel, LLC
(a Delaware limited liability company)

with and into

Church & Dwight Co., Inc.
(a Delaware corporation)

THIS AGREEMENT AND PLAN OF MERGER (this "Agreement") is entered into as of May 28, 2004 between Armkel, LLC, a Delaware limited liability company (the "LLC"), and Church & Dwight Co., Inc., a Delaware corporation (the "Corporation").

NOW, THEREFORE, in consideration of the foregoing and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto hereby agree as follows:

1. At the Effective Time (as defined in Section 10 hereof), pursuant to the provisions of the Delaware General Corporation Law (the "DGCL") and the Delaware Limited Liability Company Act (the "DLLCA"), the LLC shall merge with and into the Corporation (the "Merger").
2. The Corporation shall be the surviving corporation of the Merger and shall continue as a corporation organized and existing pursuant to the laws of the State of Delaware under the name "Church & Dwight Co., Inc."
3. Following the Effective Time, the corporate existence of the Corporation, with all of its purposes, powers and objects, shall continue unaffected and unimpaired by the Merger, and as the surviving corporation, it shall, from and after the Effective Time, possess all of the rights, privileges, immunities, powers and purposes of the LLC, and all of the property (real, personal and intangible), causes of action and every other asset of the LLC shall vest in the Corporation, and the Corporation shall assume all of the obligations and liabilities of the LLC, all without further act or deed.
4. The separate corporate existence of the LLC shall cease upon the Merger.
5. At the Effective Time, all ownership interests in the LLC which are issued and outstanding or held in the treasury immediately prior to the Merger shall be cancelled and retired, and shall cease to exist, without further act or deed.
6. The Certificate of Incorporation and the By-Laws of the Corporation, as in effect immediately prior to the Merger, shall be those of the surviving corporation.

7. The members of the Board of Directors and the officers of the Corporation immediately prior to the Merger shall be the members of the Board of Directors and the officers, respectively, of the surviving corporation until successors are appointed in accordance with applicable law and the Certificate of Incorporation and the By-Laws of the surviving corporation.

8. The Corporation and the LLC will cause to be executed, acknowledged and filed with the Secretary of State of the State of Delaware, in the name and on behalf of the Corporation and the LLC, this Agreement and a Certificate of Merger and those other agreements, instruments and documents as may be contemplated by this Agreement or the Certificate of Merger and will cause to be performed within the State of Delaware and elsewhere all acts necessary to effectuate the Merger.

9. Notwithstanding the full approval and adoption of this Agreement, at any time prior to the time this Agreement becomes effective, the transactions contemplated by this Agreement may be abandoned and terminated by the Board of Directors of the Company.

10. The effective time and date of the Merger shall be at 5:15 p.m. Eastern Time on May 28, 2004 (the "Effective Time").

11. This Agreement may be executed in one or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument, and all signatures need not appear on any one counterpart.

[Signature page follows.]

TRADEMARK
REEL: 002868 FRAME: 0851

IN WITNESS WHEREOF, this Agreement has been duly executed and delivered by the parties hereto as of the date first above written.

CHURCH & DWIGHT CO., INC.

By: Zvi Eiraf
Name: Zvi Eiraf
Title: Vice President Finance and
Chief Financial Officer

ARMKEL, LLC

By: Church & Dwight Co., Inc., its sole
member


By: Zvi Eiraf
Name: Zvi Eiraf
Title: Vice President Finance and
Chief Financial Officer

TRADEMARK
REEL: 002868 FRAME: 0852

Certification of the Secretary
(Pursuant to Section 251(f) of the
General Corporation Law of the State of Delaware

The undersigned, who is the Secretary of the Corporation, hereby certifies that:

1. This Agreement and Plan of Merger does not amend in any respect the certificate of incorporation of Church & Dwight Co., Inc. (the "Corporation");
2. Each share of stock of the Corporation outstanding immediately prior to the Effective Time (as defined in the Agreement and Plan of Merger) is to be an identical outstanding or treasury share of the surviving corporation after the Effective Time;
3. No shares of common stock of the surviving corporation and no shares, securities or obligations convertible into such stock are to be issued or delivered under this Agreement and Plan of Merger; and
4. This Agreement and Plan of Merger has been authorized and adopted pursuant to Section 251(f) of the General Corporation Law of the State of Delaware and the conditions specified in the first sentence of Section 251(f) of the General Corporation Law of the State of Delaware have been satisfied.


Susan E. Goldy
Secretary

TRADEMARK