

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT
EFFECTIVE DATE:	10/01/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
WPC Brands, Inc.		11/03/2005	CORPORATION: WISCONSIN

RECEIVING PARTY DATA

Name:	United Industries Corporation
Street Address:	2150 Schuetz Rd.
City:	St. Louis
State/Country:	MISSOURI
Postal Code:	63146
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 9

Property Type	Number	Word Mark
Registration Number:	1530509	CHLORAZENE
Registration Number:	1739259	FAMILY FORMULA
Registration Number:	2885602	FAMILY FORMULA
Registration Number:	2131625	REPEL
Registration Number:	1285753	REPEL
Registration Number:	1604320	SANIZENE
Registration Number:	2631594	SPORTSMEN FORMULA
Registration Number:	1730436	SPORTSMEN FORMULA
Registration Number:	1726983	SUN & BUG STUFF

CORRESPONDENCE DATA

Fax Number: (314)253-5978

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

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Phone: 314-683-2469
Email: connie.wooten@spectrumbrands.com
Correspondent Name: Connie Wooten
Address Line 1: 2150 Schuetz Rd.
Address Line 4: St. Louis, MISSOURI 63146

NAME OF SUBMITTER:	ConnieWooten
Signature:	/connie wooten/
Date:	11/03/2005

Total Attachments: 3

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TRADEMARK ASSIGNMENT

WHEREAS, WPC Brands, Inc., a corporation organized and existing under the laws of the State of Wisconsin, with offices at 2150 Schnetz Rd., St. Louis, Missouri 63146 ("Assignor"), is the owner of certain trademark registrations, sometimes hereinafter referred to collectively as "the Marks" and identified in Exhibit "A" attached hereto and made a part hereof; and

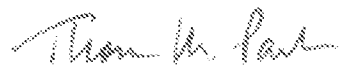
WHEREAS, United Industries Corporation, a corporation organized and existing under the laws of the State of Delaware, with offices at 2150 Schnetz Rd., St. Louis, Missouri 63146 ("Assignee"), desires to acquire the Marks.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns, transfers and conveys *nunc pro tunc* to Assignee, its successors and assigns, absolutely and forever, the entire right, title and interest, whether statutory or at common law, in and to the Marks, together with the goodwill of the business symbolized by them throughout the world and such other trademarks, service marks, trade names and trade dress as may be owned by Assignor and used in connection with the Marks in the United States, its territories and possessions, and in any of the states of the United States, together with all causes of action for any and all previously occurring infringements of the rights being assigned and the right to receive and retain the proceeds relating to those infringements as of October 1, 2005.

The Director of the United States Patent and Trademark Office is requested to issue the Certificates of Registration for the Marks to the Assignee.

Assignee hereby acknowledges and agrees to the continuing existence and validity of the security interests in the Marks in favor of Bank of America, N.A., as collateral agent pursuant to that certain Security Agreement dated February 7, 2005, among Spectrum Bands, Inc. (then known as Rayovac Corporation), the other Grantors thereunder and Bank of America, N.A., as collateral agent

WPC BRANDS, INC.



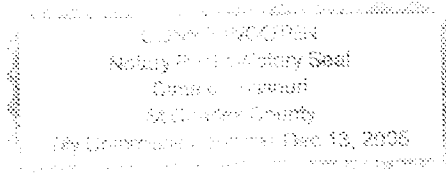
Thomas M. Parker
Chief Intellectual Property Counsel

Date Signed: November 3, 2005

State of Missouri)
) ss:
County of St. Louis)

On this 3rd day of November 2005, before me personally came Thomas M. Parker, to me known, who being by me duly sworn, did depose and say that he is Chief Intellectual Property Counsel

of WPC Brands, Inc., the corporation described in and which executed the foregoing instrument, and that he had the authority to sign his name hereto on behalf of the corporation.



Connie Wooten, Notary Public
My Commission Expires:
December 13, 2005

Signed for and on behalf of United Industries Corporation, a Delaware corporation, on November 3, 2005.

UNITED INDUSTRIES CORPORATION

Thomas M. Parker
Chief Intellectual Property Counsel

State of Missouri)
) ss:
County of St. Louis)

On this 3rd day of November 2005, before me personally came Thomas M. Parker, to me known, who being by me duly sworn, did depose and say that he is Chief Intellectual Property Counsel of United Industries Corporation, the corporation described in and which executed the foregoing instrument, and that he had the authority to sign his name hereto on behalf of the corporation.



Connie Wooten, Notary Public
My Commission Expires:
December 13, 2005

Exhibit "A"

Attached to and made a part of that certain Trademark Assignment by and between WPC Brands, Inc., Assignor, and United Industries Corporation, Assignee, signed November 3, 2005, but effective as of October 1, 2005.

Mark	Serial Number	Registration Number
CHLORAZENE	73,732,539	1,530,509
FAMILY FORMULA	74,221,778	1,739,259
FAMILY FORMULA	76,357,882	2,885,602
REPEL	74,727,783	2,131,625
REPEL	73,227,560	1,285,753
SANIZENE	73,832,879	1,604,320
SPORTSMEN FORMULA	76,357,881	2,631,594
SPORTSMEN FORMULA	74,221,777	1,730,436
SUN & BUG STUFF	74,250,370	1,726,983

***** End of Exhibit "A" *****