

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	10/01/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Pets 'N People, Inc.		10/01/2005	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	United Pet Group, Inc.
Street Address:	7794 Five Mile Road, Suite 190
City:	Cincinnati
State/Country:	OHIO
Postal Code:	45230
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Registration Number:	2200192	IT'S A MIRACLE
Registration Number:	2734748	IT'S A MIRACLE THE NATURAL STAIN & ODOR REMOVER
Registration Number:	1625566	MOTHER'S LITTLE MIRACLE
Registration Number:	2672311	MOTHER'S LITTLE MIRACLE
Registration Number:	2672310	MOTHER'S LITTLE MIRACLE
Registration Number:	2484223	NATURE'S MIRACLE JUST FOR CATS

CORRESPONDENCE DATA

Fax Number: (404)815-6555
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 4048156500
 Email: nedwards@kilpatrickstockton.com
 Correspondent Name: William H. Brewster
 Address Line 1: 1100 Peachtree Street, Suite 2800
 Address Line 2: Kilpatrick Stockton LLP

OP \$165.00 2200192

Address Line 4: Atlanta, GEORGIA 30309

ATTORNEY DOCKET NUMBER: 56476-347793

NAME OF SUBMITTER: Michael W. Rafter

Signature: /mwr/

Date: 11/13/2007

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:

"PETS 'N PEOPLE, INC.", A CALIFORNIA CORPORATION,
WITH AND INTO "UNITED PET GROUP, INC." UNDER THE NAME OF
"UNITED PET GROUP, INC.", A CORPORATION ORGANIZED AND EXISTING
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED
IN THIS OFFICE THE THIRTIETH DAY OF SEPTEMBER, A.D. 2005, AT
3:22 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF
THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF OCTOBER,
A.D. 2005, AT 12:02 O'CLOCK A.M.

3066897 8100M

071126954



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6083908

DATE: 10-18-07

TRADEMARK
REEL: 003659 FRAME: 0707

**CERTIFICATE OF MERGER
OF
PETS 'N PEOPLE, INC.
WITH AND INTO
UNITED PET GROUP, INC.**

The undersigned corporation does hereby certify:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger are as follows:

<u>Name</u>	<u>State Of Incorporation</u>
PETS 'N PEOPLE, INC.	California
UNITED PET GROUP, INC.	Delaware

SECOND: That an agreement of merger among the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of section 252 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation of the merger is United Pet Group, Inc.

FOURTH: That the Certificate of Incorporation of United Pet Group, Inc., as in effect immediately prior to the merger, shall be the Certificate of Incorporation of the surviving corporation.

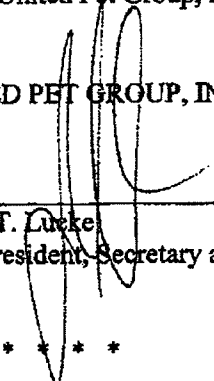
FIFTH: That the executed agreement of merger is on file at the principal place of business of United Pet Group, Inc., the surviving corporation. The address of said principal place of business is Six Concourse Parkway, Suite 3300, Atlanta, Georgia 30328.

SIXTH: That a copy of the agreement of merger will be furnished by United Pet Group, Inc., the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: This Certificate of Merger shall be effective at 12:02 a.m. E.D.T. on October 1, 2005.

DULY EXECUTED and acknowledged by United Pet Group, Inc. on September 28,
2005.

UNITED PET GROUP, INC.



James T. Lucke
Vice President, Secretary and General Counsel

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