

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Southern California Foam, Inc. a/k/a Southern California Foam, Inc. d/b/a Lazy Pet Products		03/05/2008	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: 14

Property Type	Number	Word Mark
Registration Number:	1958945	ACTION SCRATCHER
Registration Number:	2365469	CANINE CAMO
Registration Number:	1958944	CAT RACKET TUNNEL
Registration Number:	2192420	CATTER UP
Registration Number:	2202971	DOOR CATTIE
Registration Number:	2326616	FLIP-N-FLOP
Registration Number:	2375221	KITTY CRADLE
Registration Number:	2329525	KITTY KUBBYHOLE
Registration Number:	2013208	LAZY PET
Registration Number:	2388975	LOUNGER
Registration Number:	2016996	MALIBU PET PRODUCTS
Registration Number:	2199160	PET-O-PEDIC
Registration Number:	2912196	POOP PATROL

OP \$365.00 1958945

Registration Number: 2202992 WANGLER DANGLER

CORRESPONDENCE DATA

Fax Number: (404)815-6555

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

Phone: 404-815-6500

Email: nedwards@kilpatrickstockton.com

Correspondent Name: William H. Brewster

Address Line 1: 1100 Peachtree Street, Suite 2800

Address Line 2: Kilpatrick Stockton LLP

Address Line 4: Atlanta, GEORGIA 30309

ATTORNEY DOCKET NUMBER: 56476 - 347793

NAME OF SUBMITTER: William H. Brewster

Signature: /William H.. Brewster/

Date: 03/07/2008

Total Attachments: 3

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TRADEMARK ASSIGNMENT

THIS ASSIGNMENT is made as of the 5th day of March, 2008, between Southern California Foam, Inc., also known as (a/k/a) Southern California Foam, Inc. d/b/a Lazy Pet Products, a corporation duly organized and existing under the laws of California, with its principal place of business at 540 West Lambert Road Brea, CA 92821 (the "Assignor"), and United Pet Group, Inc., a corporation duly organized and existing under the laws of Delaware, with its principal place of business at 7794 Five Mile Rd., Suite 190, Cincinnati, OH 45230 (the "Assignee").

WHEREAS, the Assignor has adopted and used in the United States the trademarks listed in the Schedule A attached hereto (the "Trademarks") and is the owner of the United States registrations for the Trademarks shown in the Schedule A attached hereto (the "Registrations"); and

WHEREAS, the Assignee wishes to acquire all of Assignor's rights in and to the Trademarks, and the Registrations, and the good will associated therewith;

NOW, THEREFORE, in consideration for ten dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignor hereby assigns, transfers and conveys to the Assignee all rights, title and interests in and to the Trademarks, and the Registrations, together with the good will of the business symbolized by the Trademarks and the Registrations, and with the right to recover damages and profits and all other remedies for past infringements thereof.

Signed, sealed and delivered before me this 5th day of March, 2008.

Assignor:
Southern California Foam, Inc. a/k/a
Southern California Foam, Inc. -
d/b/a Lazy Pet Products

STATE OF WISCONSIN
COUNTY OF DANE

[Signature]

Notary Public

My commission expires 4/15/2011

By: *[Signature]*



Thomas M. Parker
Assistant Secretary

Assignee:
United Pet Group, Inc.

By: *[Signature]*

Thomas M. Parker
Assistant Secretary

SCHEDULE A

Country	Mark	Status	Serial No Filing Date	Reg. No. Reg. Date	Owner
United States of America	ACTION SCRATCHER	Registered	74664070 Apr 21, 1995	1958945 Feb 27, 1996	Southern California Foam, Inc., D/B/A Lazy Pet Products
United States of America	CANINE CAMO	Abandoned	75691416 Apr 26, 1999	2365469 Jul 4, 2000	Southern California Foam, Inc.
United States of America	CAT RACKET TUNNEL	Registered	74664069 Apr 21, 1995	1958944 Feb 27, 1996	Southern California Foam, Inc., D/B/A Lazy Pet Products
United States of America	CATS CAN PLAY WHILE YOU'RE AWAY	Abandoned	75687236 Apr 20, 1999	2324501 Feb. 29, 2000	Southern California Foam, Inc.
United States of America	CATTER UP	Registered	75398015 Dec 1, 1997	2192420 Sep 29, 1998	Southern California Foam, Inc., D/B/A Lazy Pet Products
United States of America	Cottage Design 	Abandoned	74664068 Apr 21, 1995	2120740 Dec 16, 1997	Southern California Foam, Inc., D/B/A Lazy Pet Products
United States of America	DOOR CATTIE	Registered	75397741 Dec 1, 1997	2202971 Nov 10, 1998	Southern California Foam, Inc.
United States of America	FELINE FISHING (and design) 	Abandoned	75099952 May 7, 1996	2177253 Jul 28, 1998	Southern California Foam, Inc., D/B/A Lazy Pet Products
United States of America	FLIP-N-FLOP	Registered	75691415 Apr 26, 1999	2326616 Mar 7, 2000	Southern California Foam, Inc.
United States of America	KITTY CRADLE	Registered	75797259 Sep 13, 1999	2375221 Aug 8, 2000	Southern California Foam, Inc.
United States of America	KITTY KUBBYHOLE	Registered	75691414 Apr 26, 1999	2329525 Mar 14, 2000	Southern California Foam, Inc.
United States of America	KITTY TUNA CAN	Abandoned	75081584 April 1, 1996	2040519 Feb. 25, 1997	Southern California Foam, Inc. d/b/a Lazy Pet Products
United States of America	LAZY PET	Registered	74664067 Apr 21, 1995	2013208 Nov 5, 1996	Southern California Foam, Inc., D/B/A Lazy Pet Products
United States of America	LOUNGER	Registered	75286042 May 5, 1997	2388975 Sep 26, 2000	Southern California Foam, Inc.

Country	Mark	Status	Serial No Filing Date	Reg. No. Reg. Date	Owner
United States of America	MALIBU PET PRODUCTS	Registered	74664073 Apr 21, 1995	2016996 Nov 19, 1996	Southern California Foam, Inc.
United States of America	MEOW MAT	Abandoned	75091105 April 19, 1996	2040662 Feb. 25, 1997	Southern California Foam, Inc. d/b/a Lazy Pet Products
United States of America	PET COTTAGE	Abandoned	74664072 April 21, 1995	1979501 June 11, 1996	Southern California Foam, Inc. d/b/a Lazy Pet Products
United States of America	PET-O-PEDIC	Registered	74664071 Apr 21, 1995	2199160 Oct 27, 1998	Southern California Foam, Inc.
United States of America	POOCH PACK	Abandoned	75301848 Jun 2, 1997	2171266 Jul 7, 1998	Southern California Foam, Inc., D/B/A Lazy Pet Products
United States of America	POOP PATROL	Registered	76523194 Jun 16, 2003	2912196 Dec 21, 2004	Southern California Foam, Inc., D/B/A Lazy Pet Products
United States of America	REST STOP	Abandoned	75197435 Nov 13, 1996	2512913 Nov 27, 2001	Southern California Foam, Inc., D/B/A Lazy Pet Products
United States of America	SGT. SCOOPER (and Design)	Abandoned	76523190 June 16, 2003		Southern California Foam, Inc.
United States of America	WANGLER DANGLER	Registered	75408961 Dec 22, 1997	2202992 Nov 10, 1998	Southern California Foam, Inc., D/B/A Lazy Pet Products

**** End of Schedule A ****