

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	10/01/2009

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Aquaria, Inc.		09/29/2009	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	Tetra Holding (US), Inc.
Street Address:	3001 Commerce Street
City:	Blacksburg
State/Country:	VIRGINIA
Postal Code:	24060
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 112

Property Type	Number	Word Mark
Registration Number:	2665859	
Registration Number:	2395967	ACE
Registration Number:	2127280	ACTION CLEANING PACK
Registration Number:	2993344	AIRMASTER
Registration Number:	1567739	AMMONIA CHLORAMINE ELIMINATOR
Registration Number:	2203660	AMMONIA CLEAR
Registration Number:	1188263	AMMONIA SORB
Registration Number:	1171824	AMMONIA SORBER
Registration Number:	1676470	ANCHORS AWAY
Registration Number:	1749186	AQUARI CLEAN
Registration Number:	2299785	AQUARIUM SUCCESS MADE SIMPLE
Registration Number:	3017198	AQUA-TECH
Registration Number:	2058355	BAG BUDDIES

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Registration Number:	1154341	BINOX
Registration Number:	2789505	BIO-BLEND
Registration Number:	2778491	BIO-COAT
Registration Number:	2875331	BIO-GARD
Registration Number:	2897693	BIO-SAFE
Registration Number:	2730520	BIO-SPIRA
Registration Number:	1673431	BIO-WHEEL
Registration Number:	2396284	BLACK DIAMOND
Registration Number:	2505406	BOWL BUDDIES
Registration Number:	1246116	CLEAR WATER
Registration Number:	2143455	CLEAR-ZYME
Registration Number:	2850407	CLUB JUNGLE
Registration Number:	2850421	CLUB JUNGLE RETAILER
Registration Number:	2601019	CO2 FIZZ FACTORY
Registration Number:	3530371	CORNER-FLO
Registration Number:	2290729	CORRECT PH
Registration Number:	2396285	DIAMOND BLEND
Registration Number:	2088320	ECLIPSE
Registration Number:	2407318	EXPLORER
Registration Number:	2839716	EZ TANKCARE
Registration Number:	2893345	FIN CLUB
Registration Number:	2934341	FISH CARE MADE EASY
Registration Number:	2770880	FIZZ TAB SYSTEM
Registration Number:	2303043	FIZZ TAB SYSTEM
Registration Number:	2682717	FOR THE LIFE OF YOUR FISH
Registration Number:	2244040	FOUNTAIN BLOCK
Registration Number:	2695497	FOUNTAIN KEEPER
Registration Number:	2180301	FUNGUS CLEAR
Registration Number:	2381023	FUNGUS ELIMINATOR
Registration Number:	2180090	FUNGUS GUARD
Registration Number:	1136570	GOLD FIX
Registration Number:	1295578	GOLDFISH LIFE
Registration Number:	1518551	GRAVEL WASH
Registration Number:	1192376	HOLDEX
Registration Number:	1600301	HOLE-N-HEAD GUARD

Registration Number:	1148175	HYPNO
Registration Number:	1740459	ICK CARE
Registration Number:	2169434	ICK CLEAR
Registration Number:	1830965	ICK GUARD
Registration Number:	1140144	INSTO CHLOR
Registration Number:	1600302	INTERNAL PARASITE GUARD
Registration Number:	2410384	JUNGLE
Registration Number:	2741330	JUNGLE
Registration Number:	1011986	JUNGLE
Registration Number:	2582147	JUNGLE
Registration Number:	1963484	JUNGLE
Registration Number:	2764096	JUNGLE
Registration Number:	1746253	JUNGLE POND
Registration Number:	2957887	LIFE SCIENCE SYSTEM
Registration Number:	2948142	LIFEGUARD
Registration Number:	3396105	LIFEGUARD
Registration Number:	1310685	LIME OFF
Registration Number:	1652830	MAGI CLEAR
Registration Number:	1450698	MAGNUM
Registration Number:	2671497	MARINELAND
Registration Number:	2754278	MARINELAND LABS
Registration Number:	2947969	MARINELAND LABS LIFE SCIENCE SYSTEM
Registration Number:	1149527	MOLLY BRIGHT
Registration Number:	1675850	NEPTUNE
Registration Number:	1739319	NET SOAK
Registration Number:	2252095	NO MORE ALGAE
Registration Number:	2873894	NO MORE ALGAE
Registration Number:	2620915	NO MORE FOAM
Registration Number:	2604527	NO MORE WHITE SCALE
Registration Number:	2286062	PARASITE CLEAR
Registration Number:	1345547	PARASITE GUARD
Registration Number:	1442060	PENGUIN
Registration Number:	3025898	PEPSO FOOD
Registration Number:	2029501	PH DECREASER
Registration Number:	2031428	PH INCREASER

Registration Number:	2927374	PLANT CARE
Registration Number:	2183140	PLANT CARE
Registration Number:	2890818	PLANT CARE SOLUTIONS
Registration Number:	3009931	PLANT CARE SOLUTIONS
Registration Number:	1207689	PLANT SAVER
Registration Number:	1229056	POND BLOCK
Registration Number:	1923188	POND GUARD
Registration Number:	3211878	POND OXY CLEAR
Registration Number:	1742044	POND START
Registration Number:	1781989	POND WATER CLEAR
Registration Number:	2228365	POND WATER SHADE
Registration Number:	2478933	QUICK DIP
Registration Number:	1675044	REGENT
Registration Number:	2825970	SCIENCE FOR FISHKEEPING SUCCESS
Registration Number:	1188307	SERI CLEAN
Registration Number:	1840178	SHIMMY BLOCK
Registration Number:	1607897	SHIP RIGHT
Registration Number:	1036495	START RIGHT
Registration Number:	2225963	START ZYME
Registration Number:	2721662	STEALTH
Registration Number:	3164569	STEALTH
Registration Number:	2136278	TANK BUDDIES
Registration Number:	2363092	TIDEPOOL
Registration Number:	1607898	VELVET GUARD
Registration Number:	2200748	WATER CLEAR
Registration Number:	2167465	WATER SAFE PLUS
Registration Number:	2824967	WATERSCAPES
Registration Number:	2396286	WHITE DIAMOND
Registration Number:	3121600	WATER'S EDGE

CORRESPONDENCE DATA

Fax Number: (212)336-8001

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

Phone: (212) 336-8000

Email: ptodocket@arelaw.com

Correspondent Name: Max Vern

TRADEMARK
REEL: 004099 FRAME: 0858

Address Line 1: Amster, Rothstein & Ebenstein LLP
Address Line 2: 90 Park Avenue
Address Line 4: New York, NEW YORK 10016

ATTORNEY DOCKET NUMBER:	38572/169
NAME OF SUBMITTER:	Max Vern
Signature:	/Max Vern/
Date:	11/20/2009

Total Attachments: 4

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State of California
Secretary of State



I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That the attached transcript of 3 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

SEP 29 2009

A handwritten signature in cursive script that reads "Debra Bowen".

DEBRA BOWEN
Secretary of State

00988671

ENDORSED - FILED
In the office of the Secretary of State
of the State of California

Delaware

PAGE SEP 29 2009

The First State

EFFECTIVE
DATE

OCT 01 2009

I, JEFFREY W. BULLOCK, 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:

"AQUARIA, INC.", A CALIFORNIA CORPORATION,

WITH AND INTO "TETRA HOLDING (US), INC." UNDER THE NAME OF "TETRA HOLDING (US), 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 SEPTEMBER, A.D. 2009, AT 5:10 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. 2009, AT 3:01 O'CLOCK A.M.

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You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7552646

DATE: 09-28-09

TRADEMARK
REEL: 004099 FRAME: 0861

**CERTIFICATE OF MERGER
OF
AQUARIA, INC.
WITH AND INTO
TETRA HOLDING (US), 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>
Aquaria, Inc.	California
Tetra Holding (US), 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 258 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation of the merger is Tetra Holding (US), Inc.

FOURTH: That the Certificate of Incorporation of Tetra Holding (US), Inc., as in effect immediately prior to the merger, shall be the Certificate of Incorporation of the surviving corporation.

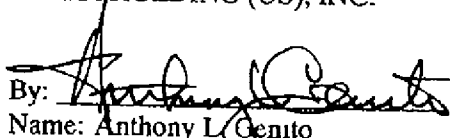
FIFTH: That the executed agreement of merger is on file at the principal place of business of Tetra Holding (US), Inc., the surviving corporation. The address of said principal place of business is Tetra Holding (US), Inc., 3001 Commerce Street, Blacksburg, VA 24060.

SIXTH: That a copy of the agreement of merger will be furnished by Tetra Holding (US), Inc., the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

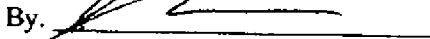
SEVENTH: This Certificate of Merger shall be effective at 3:01 a.m. E.D.T. on October 1, 2009.

DULY EXECUTED and acknowledged by a duly authorized officer of each constituent corporation on October 1, 2009.

TETRA HOLDING (US), INC.

By: 
Name: Anthony L. Genito
Title: Vice President

AQUARIA, INC.

By: 
Name: John T. Wilson
Title: Vice President and Secretary

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RECORDED: 11/20/2009

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