

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	05/16/2012

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Dr. Fresh Inc.		06/16/2012	CORPORATION: NEW YORK

RECEIVING PARTY DATA

Name:	Dr. Fresh, LLC
Street Address:	6645 Caballero Blvd.
City:	Buena Park
State/Country:	CALIFORNIA
Postal Code:	90620
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 111

Property Type	Number	Word Mark
Registration Number:	3947542	PAUL THE OCTOPUS
Registration Number:	4028916	SENSIGEL
Registration Number:	3997823	SENSIJEL
Registration Number:	3985289	DR FRESH BON VOYAGE
Registration Number:	3978036	BOPPIN' BARNYARD
Registration Number:	3947954	ORAZYME
Registration Number:	3943956	MOMINTS
Registration Number:	3904257	SELECTOBAC
Registration Number:	3907352	ORAFRESH
Registration Number:	3092627	FLOSH
Registration Number:	2920615	I-FLOSS
Registration Number:	3077320	DR.FRESH
Registration Number:	2860088	ABSOLUTE WHITE

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Registration Number:	4034404	DR FRESH VELOCITY
Registration Number:	3841052	MAX
Registration Number:	3810832	SALZYME
Registration Number:	3810831	ORAZYME
Registration Number:	3810822	AYURGUARD
Registration Number:	3906445	ORAZYME
Registration Number:	3810811	FISTBUMP
Registration Number:	3858518	LONGLAST
Registration Number:	3810624	SHAVEGUARD
Registration Number:	3912835	FIGHT DECAY THE "DR. FRESH WAY"
Registration Number:	3781173	JOIN THE ELBOWSHAKE REVOLUTION!
Registration Number:	3781172	ELBOWSHAKE
Registration Number:	3749815	SMILEGUARD
Registration Number:	3933314	THE ORIGINAL LIGHTUP TIMER TOOTHBRUSH
Registration Number:	3858938	FIREFLY TECHNOLOGY INSIDE
Registration Number:	3866399	1 MIN TRY ME!
Registration Number:	3872009	AEROBLAST
Registration Number:	3862618	KIDS COMPLY WITH FIREFLY!
Registration Number:	3836738	LIGHTUP TIMER TOOTHBRUSH
Registration Number:	3698945	KRAZER
Registration Number:	3698880	SIDEKICK
Registration Number:	3698605	CRANAX
Registration Number:	3654263	INFECTIBAN
Registration Number:	3654262	INFECTIGUARD
Registration Number:	3615945	SAVIOR
Registration Number:	3615772	CONSERVE
Registration Number:	3572576	ECOFLY
Registration Number:	3572182	KEY TO YOUR PATIENTS' DENTAL HEALTH
Registration Number:	3534050	PIXIE PUNX
Registration Number:	3533950	CLICK
Registration Number:	3492522	VEG-E WHITE
Registration Number:	3492489	CHOPPER STOMPER
Registration Number:	3492488	ZIGGLY GRIPPER
Registration Number:	3492308	E Z BRUSH
Registration Number:	3492307	SIMPLY BRUSH

TRADEMARK

REEL: 004809 FRAME: 0188

	3492306	RUSH BRUSH
Registration Number:	3372109	ZIGGLY
Registration Number:	3297117	ORAFRESH
Registration Number:	3297116	ORALFRESH
Registration Number:	3306127	KRAZER
Registration Number:	2993962	32 REASONS
Registration Number:	2993963	32 REASONS
Registration Number:	2902819	DR. FRESH TURBO POWER
Registration Number:	2939393	SMARTPIK
Registration Number:	3075268	FLOSSETTES
Registration Number:	2991471	DR. FRESH COMPLETE
Registration Number:	3019325	DR.FRESH FLUORIDE
Registration Number:	3456064	LUMILOOK
Registration Number:	2932632	LUMIPIK
Registration Number:	2924915	POCKET-PIK
Registration Number:	2914391	PRECIDENT
Registration Number:	2924815	CRUZ
Registration Number:	2988562	VENICIA
Registration Number:	2961820	WHITE 'N GO
Registration Number:	2969259	ZOLT
Registration Number:	2808345	HEY KIDS! KEEP BRUSHING UNTIL THE LIGHT GOES OUT!
Registration Number:	2802169	FIRE FLY
Registration Number:	2878566	KOOL FLOSS
Registration Number:	2876386	THE BRAND AMERICA LOVES
Registration Number:	2901184	DR. FRESH
Registration Number:	2772429	LIBERTY
Registration Number:	2648137	DR. FRESH
Registration Number:	3418139	DR. FRESH
Registration Number:	3422627	MR. SHAVE
Registration Number:	0551649	TEK
Registration Number:	0258849	TEK
Registration Number:	2776418	
Registration Number:	4051236	INFECTIGUARD
Registration Number:	4094964	TEK PRO
Registration Number:	4094965	TEK EXCEL

	4099009	JUST 4 ME
Registration Number:	4099179	ORAZYME-D
Registration Number:	4063413	INSTANT CELEBRITY
Registration Number:	4056427	FLOURDEX
Registration Number:	4055817	2 MIN TIMER TRY ME!
Registration Number:	4099146	LIPLUPTUOUS
Registration Number:	4099141	TEK T4
Registration Number:	4099137	EASYSLIDE
Registration Number:	4099132	BIG TUFT
Registration Number:	3154174	ULTRA SLIDE
Registration Number:	3915682	FORHANS
Registration Number:	3939587	FORHANS
Registration Number:	3209126	ORAFIX
Registration Number:	3209259	QUASAR
Registration Number:	3187264	STARFLY
Registration Number:	3391828	MOUTH SWOOSH
Serial Number:	85018843	SMILEY GRIPPER
Serial Number:	85423902	IBRUSH
Serial Number:	85423042	BINACA PRECISION
Serial Number:	85422998	BINACA WAKE ME UP
Serial Number:	85205440	A HEALTHY MOUTH IS A BEAUTIFUL MOUTH
Serial Number:	85395776	BINACA EVERYDAY
Serial Number:	85376085	HOLLYWOOD SMILE
Serial Number:	85507545	SQUIRT 'N' BRUSH
Serial Number:	85522960	CAREPAIR
Serial Number:	85504524	CAREPAIR
Serial Number:	85487069	SLIMSONIC
Serial Number:	85522899	BE "PICKY" ABOUT YOUR FLOSSERS

CORRESPONDENCE DATA

Fax Number: 2026823580

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 2026823671

Email: jryniewicz@kayescholer.com

Correspondent Name: John P. Ryniewicz

Address Line 1: 901 Fifteenth Street, N.W.

TRADEMARK
REEL: 004809 FRAME: 0190

Address Line 2: Suite 700
Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

ATTORNEY DOCKET NUMBER:	42049-0005
NAME OF SUBMITTER:	John P. Rynkiewicz
Signature:	/john p rynkiewicz/
Date:	06/28/2012

Total Attachments: 5
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Delaware

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The First State

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:

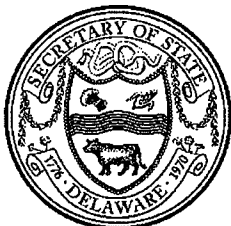
"DR. FRESH INC.", A NEW YORK CORPORATION,

WITH AND INTO "FRESH MERGE, LLC" UNDER THE NAME OF "FRESH MERGE, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SIXTEENTH DAY OF MAY, A.D. 2012, AT 4:48 O'CLOCK P.M.

5150350 8100M

120577957

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9577595

DATE: 05-16-12

TRADEMARK
REEL: 004809 FRAME: 0192

STATE OF DELAWARE
CERTIFICATE OF MERGER OF
DR. FRESH INC.
INTO
FRESH MERGE, LLC

Pursuant to Title 6, Section 18-209 of the Limited Liability Company Act, the undersigned limited liability company executed the following Certificate of Merger:

FIRST: The name of the surviving limited liability company is Fresh Merge, LLC, a Delaware limited liability company, and the name of the corporation being merged into this surviving limited liability company is Dr. Fresh Inc., a New York corporation.

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by the surviving limited liability company and the merging corporation.

THIRD: The name of the surviving limited liability company is Fresh Merge, LLC.

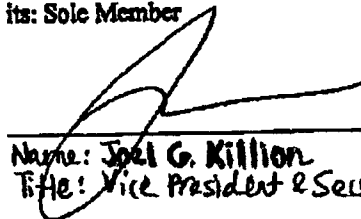
FOURTH: The merger shall become effective upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

FIFTH: The Agreement of Merger is on file at 399 Park Avenue, 5th Floor, New York, New York 10022, the place of business of the surviving limited liability company.

SIXTH: A copy of the Agreement of Merger will be furnished by the surviving limited liability company on request, without cost, to any member of any constituent limited liability company or stockholder of any constituent corporation.

IN WITNESS WHEREOF, said limited liability company has caused this certificate to be signed by an authorized person, the 16th day of May, 2012.

By: FRESHCORP ORAL CARE, INC.,
its: Sole Member


Name: Joel G. Killian
Title: Vice President & Secretary

Signature Page to the Certificate of Merger of Dr. Fresh Inc. into Fresh Merge, LLC

Delaware

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The First State

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 AMENDMENT OF "FRESH MERGE, LLC", CHANGING ITS NAME FROM "FRESH MERGE, LLC" TO "DR. FRESH, LLC", FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF MAY, A.D. 2012, AT 4:52 O'CLOCK P.M.

5150350 8100

120577982

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9577619

DATE: 05-16-12

TRADEMARK
REEL: 004809 FRAME: 0195

STATE OF DELAWARE
AMENDMENT TO THE CERTIFICATE OF FORMATION
OF
FRESH MERGE, LLC

May 16, 2012

Fresh Merge, LLC (the "Company"), a limited liability company duly organized and existing under the laws of the State of Delaware, hereby certifies as follows:

1. The name of the Company is Fresh Merge, LLC. The Company was originally formed pursuant to a Certificate of Formation filed with the Secretary of State of the State of Delaware on May 4, 2012 (the "Certificate of Formation").
2. Article 1 of the Certificate of Formation is hereby amended in its entirety as follows:
 - 1) The name of the limited liability company is "Dr. Fresh, LLC" (the "Company").
3. This Amendment to the Certificate of Formation of the Company shall be effective on the date of filing with the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, the undersigned sole member of the Company executes this Amendment to the Certificate of Formation as of the date first written above.

FRESHCORP ORAL CARE, INC.,
as sole member

By: _____

Name: Doug Corbett

Title: President & Chief Executive Officer