

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM368878

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/08/2016

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Spencer Forest, Inc.		01/08/2016	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Church & Dwight Co., Inc.
Street Address:	500 Charles Ewing Boulevard
Internal Address:	Law Department
City:	Ewing
State/Country:	NEW JERSEY
Postal Code:	08628
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Registration Number:	3273948	COUVRE
Registration Number:	2433621	FULLMORE
Registration Number:	3337968	SPENCER FORREST X5 HAIRLASER
Registration Number:	2612354	TOPPIK
Registration Number:	3786536	TOPPIK.COM
Registration Number:	3363882	XFUSION
Registration Number:	3320547	XFUSION
Registration Number:	3741208	XFUSION

CORRESPONDENCE DATA

Fax Number:

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

Phone: 609-806-1418

Email: david.schuman@churchdwight.com

Correspondent Name: David J. Schuman

Address Line 1: 500 Charles Ewing Boulevard

Address Line 2: Law Department

Address Line 4: Ewing, NEW JERSEY 08628

CH \$215.00 3273948

ATTORNEY DOCKET NUMBER:	D-PC-HAIR
NAME OF SUBMITTER:	David J. Schuman
SIGNATURE:	/david schuman/
DATE SIGNED:	01/12/2016

Total Attachments: 6

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Delaware

The First State

Page 1

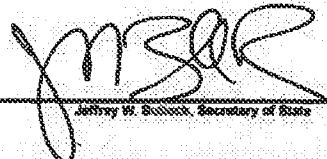
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"SPENCER FORREST, INC.", A DELAWARE CORPORATION,
WITH AND INTO "CHURCH & DWIGHT CO., INC." UNDER THE NAME OF
"CHURCH & DWIGHT CO., INC.", A CORPORATION ORGANIZED AND
EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED
AND FILED IN THIS OFFICE ON THE EIGHTH DAY OF JANUARY, A.D.
2016, AT 5:12 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE
KENT COUNTY RECORDER OF DEEDS.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE
NEW CASTLE COUNTY RECORDER OF DEEDS.




Jeffrey W. Bullock, Secretary of State

193615 8100M
SR# 20160130509

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

Authentication: 201650282
Date: 01-11-16

TRADEMARK
REEL: 005708 FRAME: 0056

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

SPENCER FORREST, INC.
(a Delaware corporation)

WITH AND INTO

CHURCH & DWIGHT CO., INC.
(a Delaware corporation)

Dated: January 8, 2016

Pursuant to Section 253 of the General Corporation Law of the State of Delaware (the "DGCL"), Church & Dwight Co., Inc., a Delaware corporation incorporated on December 14, 1925 ("Parent"), does hereby certify the following information relating to the merger of Spencer Forrest, Inc., a Delaware corporation incorporated on December 18, 1991 ("Subsidiary"), with and into Parent, with Parent remaining as the surviving corporation (the "Merger"):

FIRST: The names and states of incorporation of the constituent corporations to this Merger are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Spencer Forrest, Inc.	Delaware
Church & Dwight Co., Inc.	Delaware

SECOND: Parent is the owner of all of the outstanding shares of capital stock of Subsidiary.

THIRD: The board of directors of Parent duly adopted by unanimous written consent without a meeting in accordance with Section 141(f) of the DGCL on January 7, 2016 the resolutions attached hereto as Exhibit A, which resolutions have not been amended or rescinded and are now in full force and effect, to effect the Merger on the terms and conditions set forth in Exhibit A hereto.

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

IN WITNESS WHEREOF, Parent has caused this Certificate of Ownership and Merger to be executed by an authorized officer as of the date first written above.

CHURCH & DWIGHT CO., INC.


By: 
Name: Patrick de Maynadier
Title: Executive Vice President, General Counsel
and Secretary

Exhibit A

See attached.

**UNANIMOUS WRITTEN CONSENT
OF THE BOARD OF DIRECTORS
OF CHURCH & DWIGHT CO., INC.
IN LIEU OF MEETING**

The undersigned, being all of the members of the Board of Directors (the "Board") of Church & Dwight Co., Inc., a Delaware corporation ("Church & Dwight"), acting pursuant to the provisions of Section 141(f) of the Delaware General Corporation Law, hereby adopt the following recitals and resolutions in lieu of holding a meeting of the Board with the same force and effect as if adopted at a meeting of the Board, and direct that this Unanimous Written Consent be filed with the Minutes of the proceedings of the Board.

Merger of Spencer Forrest, Inc. into Church & Dwight Co., Inc.

WHEREAS, Church & Dwight ("Parent") is a party to that certain Stock Purchase Agreement (the "Purchase Agreement"), dated November 25, 2015, by and among Parent, Spencer Forrest, Inc., a Delaware corporation (the "Company"), and the shareholders of the Company as set forth on the signature page of the Purchase Agreement (the "Shareholders" and together with the Company "Sellers"), pursuant to which Parent acquired and Sellers sold all of the issued and outstanding shares of the capital stock of the Company; and

WHEREAS, Parent desires to merge the Company with and into Parent with Parent continuing as the surviving corporation; and to be possessed of all the estate, property, rights, privileges and franchises of said corporation;

NOW, THEREFORE, BE IT RESOLVED, that the merger of the Company with and into Parent (the "Merger"), with Parent being the surviving corporation and assuming all of the rights, obligations and liabilities of the Company, is hereby adopted and approved; and further

RESOLVED, that the Executive Vice President, General Counsel and Secretary of Parent and the Executive Vice President, Finance and Chief Financial Officer of Parent (the "Authorized Officers") be, and each of them individually hereby is, authorized and directed to make and execute in the name and on behalf of Parent a Certificate of Ownership and Merger pursuant to Section 253 of the Delaware General Corporation Law setting forth a copy of these resolutions to merge the Company with and into Parent and to cause the same to be filed with the Secretary of State of the State of Delaware; and further

RESOLVED, that the Merger shall be effective upon the filing of such Certificate of Ownership and Merger; and further

RESOLVED, that Parent hereby agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of the Company, as well as for enforcement of any obligation arising from the Merger herein provided for; and does hereby irrevocably appoint the Secretary of State of the State of Delaware as its agent to accept service of process in any such proceeding; and does hereby specify the following address without the State of

Delaware to which a copy of such process shall be mailed by the Secretary of State of the State of Delaware as follows:

Church & Dwight Co., Inc.
Princeton South Corporate Park
500 Charles Ewing Blvd
Ewing, NJ 08628

; and further

RESOLVED, that the Authorized Officers be, and each of them individually hereby is, authorized and directed to make and execute in the name and on behalf of Parent such filings under the laws of any other appropriate jurisdiction and will cause to be performed all necessary acts within such other appropriate jurisdiction(s) in connection with the Merger, including making and executing such filings with the Secretary of State of the State of Delaware as are required pursuant to the provisions of the Delaware General Corporation Law, which require filing a certificate of merger setting forth a copy of the resolutions adopted by the board of directors of the surviving corporation; and further

RESOLVED, that the Authorized Officers be, and each of them individually hereby is, authorized and directed, in the name and on behalf of Parent, to take or cause to be taken any and all such further actions, to execute and deliver or cause to be executed and delivered all such other documents, certificates, amendments, instruments and agreements, to make such filings in the name and on behalf of Parent, to incur and pay all such fees and expenses and to engage in such acts as they shall in their judgment determine to be necessary, desirable or advisable to carry out fully the intent and purposes of the foregoing resolutions, and the execution by such Authorized Officer of any such documents, certificates, amendments, instruments or agreements or the payment of any such fees and expenses or the doing by them of any act in connection with the foregoing matters shall be conclusive evidence of their authority therefore and for the approval and ratification by Parent of the documents, certificates, amendments, instruments and agreements so executed, the expenses so paid, the filings so made and the actions so taken.