

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM447909

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2014

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
United Pet Group, Inc.		11/30/2014	Corporation: DELAWARE

RECEIVING PARTY DATA

Name:	Spectrum Brands, Inc.
Street Address:	3001 Deming Way
City:	Middleton
State/Country:	WISCONSIN
Postal Code:	53562
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 96

Property Type	Number	Word Mark
Registration Number:	4736730	ZEN GARDEN
Registration Number:	4736731	KOI'S DELIGHT
Registration Number:	4628643	KOOKAMUNGA
Registration Number:	4469043	MARINELAND
Registration Number:	4515878	MARINELAND
Registration Number:	4580921	MARINELAND
Registration Number:	4107916	INSTANT OCEAN
Registration Number:	4350581	PRO·SENSE
Registration Number:	4072958	BIRDOLA
Registration Number:	4016939	YOU'VE GOT TO BE SHEDDING ME
Registration Number:	4268461	8IN1
Registration Number:	3530371	CORNER-FLO
Registration Number:	3951116	BECAUSE SHED HAPPENS
Registration Number:	3396105	LIFEGUARD
Registration Number:	3058491	SEABUFFER
Registration Number:	2873894	NO MORE ALGAE
Registration Number:	2704849	WHISPER
Registration Number:	2741330	JUNGLE

CH \$2415.00 4736730

Property Type	Number	Word Mark
Registration Number:	2730520	BIO-SPIRA
Registration Number:	2582147	JUNGLE
Registration Number:	2665859	
Registration Number:	2671497	MARINELAND
Registration Number:	2603613	SEAGARDEN
Registration Number:	2505406	BOWL BUDDIES
Registration Number:	2395967	ACE
Registration Number:	2410384	JUNGLE
Registration Number:	2407318	EXPLORER
Registration Number:	2397378	KITTY'S WONDERBOX
Registration Number:	2381023	FUNGUS ELIMINATOR
Registration Number:	2387428	BIG OL' KOB
Registration Number:	2478933	QUICK DIP
Registration Number:	2290729	CORRECT PH
Registration Number:	2363092	TIDEPOOL
Registration Number:	2396284	BLACK DIAMOND
Registration Number:	2396285	DIAMOND BLEND
Registration Number:	2396286	WHITE DIAMOND
Registration Number:	2225963	START ZYME
Registration Number:	2244040	FOUNTAIN BLOCK
Registration Number:	2228365	POND WATER SHADE
Registration Number:	2252095	NO MORE ALGAE
Registration Number:	2203660	AMMONIA CLEAR
Registration Number:	2183140	PLANT CARE
Registration Number:	2286062	PARASITE CLEAR
Registration Number:	2200748	WATER CLEAR
Registration Number:	2167465	WATER SAFE PLUS
Registration Number:	2169434	ICK CLEAR
Registration Number:	2180301	FUNGUS CLEAR
Registration Number:	2135892	HOLDFAST
Registration Number:	2180090	FUNGUS GUARD
Registration Number:	2127280	ACTION CLEANING PACK
Registration Number:	2084031	REEF EVOLUTION
Registration Number:	2143455	CLEAR-ZYME
Registration Number:	2136278	TANK BUDDIES
Registration Number:	2948142	LIFEGUARD
Registration Number:	2058355	BAG BUDDIES
Registration Number:	2067829	BIO-FOAM

Property Type	Number	Word Mark
Registration Number:	1974941	TURBO-VENTURI
Registration Number:	2049725	MICRO-JET
Registration Number:	2125982	VISI-LUX
Registration Number:	1948571	IMPELLAIR
Registration Number:	2029501	PH DECREASER
Registration Number:	2031428	PH INCREASER
Registration Number:	1921945	MECHANICHEM
Registration Number:	1956224	BIOGRID
Registration Number:	1888518	TWISTER
Registration Number:	1886021	DUETTO
Registration Number:	1915827	MILLENNIUM
Registration Number:	1858770	SQUIROLA KOB
Registration Number:	1830965	ICK GUARD
Registration Number:	1739319	NET SOAK
Registration Number:	1675060	SEA SCOPE
Registration Number:	1701830	BIRDOLA
Registration Number:	1673431	BIO-WHEEL
Registration Number:	1742044	POND START
Registration Number:	1781989	POND WATER CLEAR
Registration Number:	1684942	REEF CRYSTALS
Registration Number:	1687560	MAXI JET
Registration Number:	1784740	MINI-JET
Registration Number:	1600301	HOLE-N-HEAD GUARD
Registration Number:	1600302	INTERNAL PARASITE GUARD
Registration Number:	1567739	AMMONIA CHLORAMINE ELIMINATOR
Registration Number:	1518551	GRAVEL WASH
Registration Number:	1469046	
Registration Number:	1413934	SEA CURE
Registration Number:	1387539	WONDER TUBE
Registration Number:	1345547	PARASITE GUARD
Registration Number:	1310685	LIME OFF
Registration Number:	1140144	INSTO CHLOR
Registration Number:	1229056	POND BLOCK
Registration Number:	1148175	HYPNO
Registration Number:	1246116	CLEAR WATER
Registration Number:	1110319	
Registration Number:	1078246	WHISPER
Registration Number:	1088687	PERFECTO

Property Type	Number	Word Mark
Registration Number:	1011986	JUNGLE
Registration Number:	0853463	INSTANT OCEAN

CORRESPONDENCE DATA

Fax Number: 3126165700

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: 312-616-5600

Email: esosnicki@leydig.com

Correspondent Name: Michelle L. Zimmermann

Address Line 1: Two Prudential Plaza, 180 N. Stetson Ave

Address Line 2: Suite 4900

Address Line 4: Chicago, ILLINOIS 60601

ATTORNEY DOCKET NUMBER:	730632
NAME OF SUBMITTER:	Michelle L. Zimmermann
SIGNATURE:	/Michelle L. Zimmermann/
DATE SIGNED:	10/19/2017

Total Attachments: 4

source=UPG Inc to Spectrum Brands Inc - Merger Document#page1.tif

source=UPG Inc to Spectrum Brands Inc - Merger Document#page2.tif

source=UPG Inc to Spectrum Brands Inc - Merger Document#page3.tif

source=UPG Inc to Spectrum Brands Inc - Merger Document#page4.tif

Delaware

PAGE 1

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 OWNERSHIP, WHICH MERGES:

"UNITED PET GROUP, INC.", A DELAWARE CORPORATION,
WITH AND INTO "SPECTRUM BRANDS, INC." UNDER THE NAME OF
"SPECTRUM BRANDS, INC.", A CORPORATION ORGANIZED AND EXISTING
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED
IN THIS OFFICE THE EIGHTH DAY OF DECEMBER, A.D. 2014, AT 5:12
O'CLOCK P.M.


AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF
THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY
OF DECEMBER, A.D. 2014, AT 11:59 O'CLOCK P.M.

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

4707116 8100M

141504018




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1938711

DATE: 12-09-14

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

TRADEMARK
REEL: 006186 FRAME: 0309

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

UNITED PET GROUP, INC.

WITH AND INTO

SPECTRUM BRANDS, INC.

(Pursuant to Section 253 of the General Corporation Law of Delaware)

Spectrum Brands, Inc., a corporation incorporated on August 28, 2009, pursuant to the provisions of the General Corporation Law of the State of Delaware;

DOES HEREBY CERTIFY that this corporation owns 100% of the capital stock of United Pet Group, Inc., a corporation incorporated on the 8th day of July, 1999, pursuant to the provisions of the General Corporation Law of the State of Delaware ("UPG") and that this corporation, by a resolution of its Board of Directors duly adopted at a meeting held on November 3, 2014, determined to and will merge into itself UPG, which resolution is in the following words to wit:

"WHEREAS, in connection with certain corporate reorganizational matters involving the Corporation and certain of its affiliates, United Pet Group, Inc., a Delaware corporation and wholly owned subsidiary of the Corporation ("UPG"), is to be merged with and into the Corporation, with the Corporation being the surviving entity of the merger (the "UPG Merger"); and

WHEREAS, the Board deems it advisable and in the best interests of the Corporation to approve and adopt the UPG Merger, on such terms and conditions as the officers of the Corporation may determine.

NOW, THEREFORE, BE IT HEREBY RESOLVED, that the UPG Merger be, and hereby is, approved and adopted, with such changes as the officers of the Corporation may make in their sole discretion and in the best interest of the Corporation; and be it further

RESOLVED, that the execution, acknowledgement and filing of a Certificate of Ownership and Merger with the Secretary of State of the State of Delaware pursuant to Section 253 of the General Corporation Law of the State of Delaware, in the form attached hereto as Exhibit I be, and hereby are, approved; and

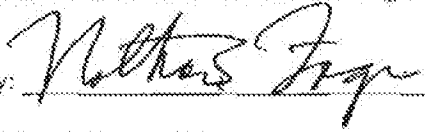
RESOLVED, that the officers of the Corporation be, and each of them hereby is, authorized, empowered and directed to execute and deliver all such other instruments and documents, pay or cause to be paid all such costs, fees and disbursements, and do all such other acts and things as any such officer in his or her sole discretion, may from time to time deem necessary or advisable in order to consummate, comply with, or effectuate any of the transactions contemplated by these resolutions and the intent thereof and hereof; and

RESOLVED, that any and all actions authorized by the foregoing resolutions that have been taken prior to the adoption of such resolutions are hereby ratified and confirmed."

The effective time and date of the Merger shall be 11:59 p.m., Delaware time, on December 31, 2014 (the "Effective Time").

{Remainder of this page intentionally left blank}

IN WITNESS WHEREOF, said parent corporation has caused this certificate to be signed by an authorized officer this 30th day of November, 2014.

By: 

Name: Nathan E. Fagre

Title: Senior Vice President, Secretary &
General Counsel

{Signature Page to the Certificate of Ownership and Merger (LIPC merging into Specious)}