

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT
EFFECTIVE DATE:	10/01/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Pets 'N People, Inc.		11/03/2005	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	United Pet Group, Inc.
Street Address:	463 Ohio Pike, Suite 303
City:	Cincinnati
State/Country:	OHIO
Postal Code:	45255
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Registration Number:	1999911	BEST BEHAVIOR
Registration Number:	1321689	NATURE'S MIRACLE
Registration Number:	2727180	NATURE'S MIRACLE
Registration Number:	2791077	NATURE'S MIRACLE

CORRESPONDENCE DATA

Fax Number: (314)253-5978
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 314-683-2469
 Email: connie.wooten@spectrumbrands.com
 Correspondent Name: Connie Wooten
 Address Line 1: 2150 Schuetz Rd.
 Address Line 4: St. Louis, MISSOURI 63146

NAME OF SUBMITTER: Connie Wooten

OP \$115.00 1999911

Signature:

/connie wooten/

Date:

11/03/2005

Total Attachments: 3

source=Pets 'N People Trademark Assignment#page1.tif

source=Pets 'N People Trademark Assignment#page2.tif

source=Pets 'N People Trademark Assignment#page3.tif

TRADEMARK ASSIGNMENT

WHEREAS, Pets 'N People, Inc., a corporation organized and existing under the laws of the State of California, with offices at 2100 Pacific St., Hauppauge, New York 11788 ("Assignor"), is the owner of certain trademark registrations, sometimes hereinafter referred to collectively as "the Marks" and identified in Exhibit "A" attached hereto and made a part hereof; and

WHEREAS, United Pet Group, Inc., a corporation organized and existing under the laws of the State of Delaware, with offices at 463 Ohio Pike, Suite 303, Cincinnati, Ohio 45255 ("Assignee"), desires to acquire the Marks.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns, transfers and conveys *nunc pro tunc* to Assignee, its successors and assigns, absolutely and forever, the entire right, title and interest, whether statutory or at common law, in and to the Marks, together with the goodwill of the business symbolized by them throughout the world and such other trademarks, service marks, trade names and trade dress as may be owned by Assignor and used in connection with the Marks in the United States, its territories and possessions, and in any of the states of the United States, together with all causes of action for any and all previously occurring infringements of the rights being assigned and the right to receive and retain the proceeds relating to those infringements as of October 1, 2005.

The Director of the United States Patent and Trademark Office is requested to issue the Certificates of Registration for the Marks to the Assignee.

Assignee hereby acknowledges and agrees to the continuing existence and validity of the security interests in the Marks in favor of Bank of America, N.A., as collateral agent pursuant to that certain Security Agreement dated February 7, 2005, among Spectrum Bands, Inc. (then known as Rayovac Corporation), the other Grantors thereunder and Bank of America, N.A., as collateral agent.

PETS 'N PEOPLE, INC.

Date Signed: November 3, 2005



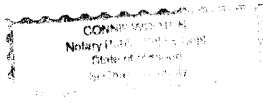
Thomas M. Parker
Chief Intellectual Property Counsel

State of Missouri)
) ss:
County of St. Louis)

On this 3rd day of November 2005, before me personally came Thomas M. Parker, to me known, who being by me duly sworn, did depose and say that he is Chief Intellectual Property Counsel

TRADEMARK ASSIGNMENT
PETS 'N PEOPLE, INC., TO UNITED PET GROUP, INC.
EFFECTIVE OCTOBER 1, 2005

of Pets 'N People, Inc., the corporation described in and which executed the foregoing instrument, and that he had the authority to sign his name hereto on behalf of the corporation.



Connie Wooten
Connie Wooten, Notary Public
My Commission Expires:
December 13, 2005

Signed for and on behalf of United Pet Group, Inc., a Delaware corporation, on November 3, 2005.

UNITED PET GROUP, INC.

Thomas M. Parker
Thomas M. Parker
Chief Intellectual Property Counsel

State of Missouri)
) ss:
County of St. Louis)

On this 3rd day of November 2005, before me personally came Thomas M. Parker, to me known, who being by me duly sworn, did depose and say that he is Chief Intellectual Property Counsel of United Pet Group, Inc., the corporation described in and which executed the foregoing instrument, and that he had the authority to sign his name hereto on behalf of the corporation.



Connie Wooten
Connie Wooten, Notary Public
My Commission Expires:
December 13, 2005

Exhibit "A"

Attached to and made a part of that certain Trademark Assignment by and between Pets 'N People, Inc., Assignor, and United Pet Group, Inc., Assignee, signed November 3, 2005, but effective as of October 1, 2005.

Mark	Serial Number	Registration Number
BEST BEHAVIOR	75,000,465	1,999,911
NATURE'S MIRACLE	73,449,230	1,321,689
NATURE'S MIRACLE	78,111,805	2,727,180
NATURE'S MIRACLE	78,111,808	2,791,077

***** End of Exhibit "A" *****