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RECORDATION FORM COVER SHEET

Submission Type New Resubmission Document ID # Security Agreement Nunc Pro Tunc Assignment Effective Date Month Day Vear 12 17 96 Correction of PTO Error Reel #	TRADEMARKS ONLY
Resubmission Document ID # Security Agreement Nunc Pro Tunc Assignment Effective Date Month Day Year Correction of PTO Error Reel # Frame # Change of Name Corrective Document Reel # 1772 Frame # O678 Conveying Party Mark if additional names of conveying parties attached Month Day Year Name OPI I, Inc. 12 17 96 Formerly Individual General Partnership Limited Partnership X Corporation Association Other Citizenship/State of Incorporation/Organization Delaware Receiving Party Mark if additional names of receiving parties attached Name OP II, Inc. DBA/AKA/TA Composed of Address (line 2) Delray Beach Florida Bata/Country Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving parties attached (Designation must be a separate document from Assignment.) X Citizenship/State of Incorporation/Organization Florida	TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).
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Name	Elaine D. Ziff, Esq.
Address (line 1)	Skadden, Arps, Slate, Meagher & Flom LLP
Address (line 2)	919 Third Avenue
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7-29-98 10070470	SHEET D JUL 2 9 1398
To the Honorable Commissioner of Patents and 7.81706	attached original documents or copy thereof.
1. Name of conveying party(ies): OPI I, INC.	2. Name and Address of receiving party(ies)
Individual(s) Association General Partnership Limited PartnershipX Corporation - Delaware Other	OP II, INC. 16 SOUTH CONGRESS AVENUE SUITE 200 DELRAY BEACH, FLORIDA 33444
Additional name(s) of conveying party(ies) attached? Yes X No	`
3. Nature of conveyance: Assignment X Merger	Individual(s) citizenship Association General Partnership Limited Partnership
Security Agreement Change of Name	X Corporations Delaware Other
Other	If assignee is not domiciled in the United States, a domestic
Execution Date: December 16, 1996 Effective Date: December 23, 1996	representative designation is attached: Yes No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No
4. Application number(s) or registration number(s): SEE ATTACH	HED SCHEDULE 722078
A. Trademark Application Nos.	B. Trademark Registration No.
Additional numbers attach	ed? X Yes No
5. Name and address of party to whom correspondence concerning document should be mailed:	6. Total number of applications involved: 69
Elain D. Ziff, Esq. SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP	7. Total fee (37 CFR 3.41). \$1740.00
919 Third Avenue New York, New York 10022-3897	X Enclosed
10W Tork, 10W Tork 100=2 200	All or any deficiency is authorized to be charged to Deposit Account No.
	8. Deposit Account No.
DO NOT USE	
9. Statement and signature. To the best of my knowledge and belief, the foregoing informatio the original document.	n is true and correct and any attached copy is a true copy of July 1998
Elaine D. Ziff, Esq. CLTT Name Signature	Date
Total number of pages including cover s	

07/30/1998 TTON11 00000191 722078

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Merger of OPI I, Inc. into OP II, Inc. - Trademarks

TRADEMARK	REGISTRATION OR APPLICATION NUMBER	REGISTRATION OR APPLICATION DATE	CURRENT OWNER
SUNBEAM	722,078	9/26/61	OWL HOLDINGS, INC.
SUNBEAM	774,123	7/28/64	OWL HOLDINGS, INC.
SUNBEAM	811,677	7/26/66	OWL HOLDINGS, INC.
SUNBEAM	862,654	12/31/68	OWL HOLDINGS, INC.
SUNBEAM	934,033	5/16/72	OWL HOLDINGS, INC.
SUNBEAM	963,725	7/10/73	OWL HOLDINGS, INC.
SUNBEAM AND DESIGN	280,756	2/24/31	OWL HOLDINGS, INC.
SUNBEAM AND DESIGN	370,742	9/5/39	OWL HOLDINGS, INC.
SUNBEAM (STYLIZED)	390,181	9/9/41	OWL HOLDINGS, INC.
SUNBEAM AND DESIGN	430,571	6/17/47	OWL HOLDINGS, INC.
SUNBEAM	675,555	3/17/59	OWL HOLDINGS, INC.
SUNBEAM	665,985	8/19/58	OWL HOLDINGS, INC.
SUNBEAM (STYLIZED)	442,875	6/14/49	OWL HOLDINGS, INC.
OSTER	1,636,082	2/26/91	OWL HOLDINGS, INC.
OSTER	885,780	2/10/70	OWL HOLDINGS, INC.

TRADEMARK	REGISTRATION OR APPLICATION NUMBER	REGISTRATION OR APPLICATION DATE	CURRENT OWNER
JOAN OSTER	1,129,943	1/29/80	OWL INVESTMENTS, INC.
OSTER	847,078	4/2/68	OWL INVESTMENTS, INC.
OSTER AND DESIGN	1,198,487	6/22/82	OWL INVESTMENTS, INC.
OSTER	1,111,335	1/16/79	OWL INVESTMENTS, INC.
OSTER	368,541	6/20/39	OWL INVESTMENTS, INC.
OSTER	930,801	3/14/72	OWL INVESTMENTS, INC
OSTER	1,181,752	12/15/81	OWL INVESTMENTS, INC.
OSTER	891,956	6/2/70	OWL INVESTMENTS, INC.
OSTER	862,034	12/17/68	OWL INVESTMENTS, INC.
OSTER	860,036	11/12/68	OWL INVESTMENTS, INC.
OSTER	859,247	10/29/68	OWL INVESTMENTS, INC.
OSTER	858,325	10/8/68	OWL INVESTMENTS, INC.
OSTER	886,898	2/24/70	OWL INVESTMENTS, INC.
OSTERIZER (STYLIZED)	512,246	7/12/49	OWL INVESTMENTS, INC.
OSTERIZER	872,907	7/15/69	OWL INVESTMENTS, INC.
OSTERIZER AND DESIGN	1,198,488	6/22/82	OWL INVESTMENTS, INC.

TRADEMARK	REGISTRATION OR APPLICATION NUMBER	REGISTRATION OR APPLICATION DATE	CURRENT OWNER
SUNBEAM	760,317	11/19/63	OWL INVESTMENTS, INC.
SUNBEAM	771,963	6/23/64	OWL INVESTMENTS, INC.
SUNBEAM	784,022	1/26/65	OWL INVESTMENTS, INC.
SUNBEAM	815,794	9/12//66	OWL INVESTMENTS, INC.
SUNBEAM	825,228	3/7/67	OWL INVESTMENTS, INC.
SUNBEAM	857,868	10/1/68	OWL INVESTMENTS, INC.
SUNBEAM	872,228	7/1/69	OWL INVESTMENTS, INC.
SUNBEAM	880,963	11/18/69	OWL INVESTMENTS, INC.
SUNBEAM AND DESIGN	1,703,071	7/28/92	OWL INVESTMENTS, INC.
SUNBEAM	1,186,503	1/19/82	OWL INVESTMENTS, INC.
SUNBEAM AND DESIGN	606,316	5/24/55	OWL INVESTMENTS, INC.
SUNBEAM AND DESIGN	540,165	3/27/51	OWL INVESTMENTS, INC.
SUNBEAM AND DESIGN	534,785	12/12/50	OWL INVESTMENTS, INC.
SUNBEAM (STYLIZED)	539,425	3/13/51	OWL INVESTMENTS, INC.
SUNBEAM AND DESIGN	433,548	10/21/47	OWL INVESTMENTS, INC.
SUNBEAM (STYLIZED)	433,547	10/21/47	OWL INVESTMENTS, INC.
	10001	10/21/7/	

TRADEMARK	REGISTRATION OR APPLICATION NUMBER	REGISTRATION OR APPLICATION DATE	CURRENT OWNER
SUNBEAM (STYLIZED)	429,134	4/22/47	OWL INVESTMENTS, INC.
SUNBEAM	770,762	6/2/64	OWL INVESTMENTS, INC.
SUNBEAM (STYLIZED)	428,410	3/25/47	OWL INVESTMENTS, INC.
SUNBEAM	697,426	5/10/60	OWL INVESTMENTS, INC.
SUNBEAM	1,141,160	11/4/80	OWL INVESTMENTS, INC.
SUNBEAM	1,960,127	3/5/96	OWL INVESTMENTS, INC.

TRADEMARK	REGISTRATION OR APPLICATION NUMBER	REGISTRATION OR APPLICATION DATE	CURRENT OWNER
SUNBEAM	665,123	7/29/58	OWL INVESTMENTS, INC.
SUNBEAM	665,821	8/12/58	OWL INVESTMENTS, INC.
SUNBEAM	668,931	10/28/58	OWL INVESTMENTS, INC.
SUNBEAM	661,875	5/20/58	OWL INVESTMENTS, INC.
SUNBEAM (STYLIZED)	668,638	10/21/58	OWL INVESTMENTS, INC.
SUNBEAM	674,957	3/3/59	OWL INVESTMENTS, INC.
SUNBEAM	680,401	6/16/59	OWL INVESTMENTS, INC.
SUNBEAM	673,511	2/3/59	OWL INVESTMENTS, INC.
SUNBEAM	685,130	9/15/59	OWL INVESTMENTS, INC.
SUNBEAM	687,703	11/3/59	OWL INVESTMENTS, INC.
SUNBEAM	696,712	4/26/60	OWL INVESTMENTS, INC.
SUNBEAM	684,749	9/8/59	OWL INVESTMENTS, INC.
SUNBEAM	1,159,053	6/30/81	OWL INVESTMENTS, INC.
SUNBEAM	707,174	11/15/60	OWL INVESTMENTS, INC.
SUNBEAM	747,286	3/26/63	OWL INVESTMENTS, INC.
SUNBEAM	760,267	11/19/63	OWL INVESTMENTS, INC.

State of Delaware

Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, 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:

"OPI I, INC.", A DELAWARE CORPORATION,

WITH AND INTO "OP II, INC." UNDER THE NAME OF "OP II, INC.",
A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE
OF FLORIDA, AS RECEIVED AND FILED IN THIS OFFICE THE
TWENTY-THIRD DAY OF DECEMBER, A.D. 1996, AT 3 O'CLOCK P.M.



Edward I. Freel, Secretary of State

AUTHENTICATION:

9171039

DATE:

06-30-98

TRADEMARK REEL: 1825 FRAME: 0091

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981254282

CERTIFICATE OF MERGER
OF
OPI I, INC.
INTO
OP II, INC.

The undersigned corporation does hereby certify:

FIRST: That the names and states of incorporation of each of the constituent corporations of the merger are as follows (together, the "Constituent Corporations"):

NAME OPII, Inc. OPII, Inc. STATE OF INCORPORATION Delaware Florida

SECOND: That an Agreement and Plan of Merger between 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 252 of the General Corporation Law of Delaware.

THIRD: That the name of the surviving corporation of the merger is OP II, Inc., a Florida corporation (the "Surviving Corporation").

FOURTH: That the Articles of Incorporation of the Surviving Corporation shall continue in full force and effect as the Articles of Incorporation of the corporation surviving the merger.

FIFTH: That the executed Agreement and Plan of Merger is on file at the principal place of business of the Surviving Corporation, the address of which is 1615 South Congress Avenue, Suite 200, Delray Beach, Florida 33444.

SIXTH: That a copy of the Agreement and Plan of Merger will be furnished, on request and without cost, to any stockholder of any Constituent Corporation.

SEVENTH: That the Surviving Corporation survives the merger and may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of any constituent Delaware corporation as well as for enforcement of any obligation of the Surviving Corporation arising from the merger, including any suit or other proceeding to enforce the right of any stockholder as determined in appraisal proceedings pursuant to the provisions of Section 262 of the General Corporation Law of Delaware, and it does hereby irrevocably appoint the Secretary of State of Delaware as its agent to accept service of process in any such suit or other

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proceeding. The address to which a copy of such process shall be mailed by the Secretary of State of Delaware is 1615 South Congress Avenue, Suite 200, Delray Beach, Florida 33444, until the Surviving Corporation shall have hereafter designated in writing to the said Secretary of State a different address for such purpose.

EIGHTH: That the effective date of the merger shall be December 29, 1996.

Signed this 17 day of December, 1996.

OP II, INC.

Printed Name: Hobert Totte

Its: President

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RECORDED: 12/03/1998