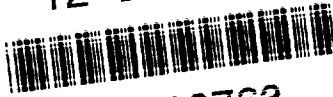


12-07-1998



100918763

MPO Corrective
12.3.98

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger Effective Date
Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

- Individual General Partnership Limited Partnership Corporation Association
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

12/07/1998 BNGUYEN 00000040 722078

FOR OFFICE USE ONLY

01 FC:481 40.00 OP
02 FC:482 1700.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 1825 FRAME: 0080

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account
(Enter for payment by deposit account or if additional fees can be charged to the account.)
Deposit Account Number: #

Authorization to charge additional fees: Yes No

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Kristine Fyfe

12/2/98

Name of Person Signing

Signature

Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

FORM PTO-1618C
Expires 06/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other

Citizenship/State of Incorporation/Organization

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Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

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Registration Number(s)

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442875	1636082	885780
1129943	847078	1198487
1111335	368541	930801
1181752	891956	862034
860036	859247	858325
886898	512246	872907

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

FORM PTO-1618C
Expires 06/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Conveying Party

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Execution Date
Month Day Year

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Trademark Application Number(s)

Registration Number(s)

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1198488	665123	665821
668931	661875	668638
674957	680401	673511
685130	687703	696712
684749	1159053	707174
747286	760267	760317
771963	784022	815794

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

FORM PTO-1618C
Expires 06/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date

Month Day Year

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Address (line 3)

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Trademark Application Number(s)

Registration Number(s)

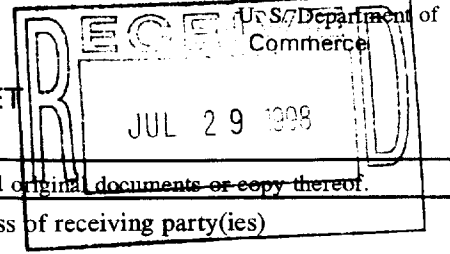
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825228	857868	872228
880963	1703071	1186503
606316	540165	534785
539425	433548	433547
429134	770762	428410
697426	1141160	1960127
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07-31-1998



100781706



7-29-98

To the Honorable Commissioner of Patents and Trademarks

attached original documents or copy thereof.

1. Name of conveying party(ies):
OPI I, INC.

2. Name and Address of receiving party(ies)

OP II, INC.
16 SOUTH CONGRESS AVENUE
SUITE 200
DELRAY BEACH, FLORIDA 33444

- Individual(s)
- General Partnership
- Corporation - Delaware
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: December 16, 1996
Effective Date: December 23, 1996

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporations Delaware
- Other

If assignee is not domiciled in the United States, a domestic 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 ATTACHED SCHEDULE

722078

A. Trademark Application Nos.

B. Trademark Registration No.

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Elain D. Ziff, Esq.
SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
919 Third Avenue
New York, New York 10022-3897

6. Total number of applications involved: 69

7. Total fee (37 CFR 3.41). \$1740.00

Enclosed

All or any deficiency is authorized to be charged to Deposit Account No.

8. Deposit Account No.

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Elaine D. Ziff, Esq.
Name

[Signature]
Signature

July, 1998
Date

Total number of pages including cover sheet, attachments, and document: 11

07/30/1998 TTOM11 00000191 722078

01 FC:481 40.00 OP
02 FC:482 1700.00 OP

1607

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	9/27/66	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.

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.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2306351 8100M

981254282

AUTHENTICATION:

DATE: 9171039

06-30-98

TRADEMARK
REEL: 1825 FRAME: 0091

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"):

<u>NAME</u>	<u>STATE OF INCORPORATION</u>
OPI I, Inc.	Delaware
OP II, Inc.	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

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.

OF II, INC.

By: Robert Totte
Printed Name: Robert Totte
Its: President

12\17\96\10624\012\10CEREO.001