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To the Honorable Commissioner c

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Helen of Troy Corporation

- Individual(s)
- General Partnership
- Corporation-State
- 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 27, 1996

2. Name and address of receiving party(ies)

Name: Helen of Troy Texas Corporation

Internal Address: _____

Street Address: 1 Helen of Troy Plaza
El Paso TX 79912
City: _____ State: _____ ZIP: _____

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- 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 patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

- 2,132,404
- 2,136,135
- 2,053,234
- 2,102,080

Additional numbers attached? Yes No

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

Name: Stewart L. Gitler, Esq.

Internal Address: _____

Street Address: HOFFMAN, WASSON & GITLER
2361 Jefferson Davis Hwy.

Suite 522

City: Arlington State: VA ZIP: 22202

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41).....\$115.00 \checkmark

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

08-2455 - deficiencies only

(Attach duplicate copy of this page if paying by deposit account)

02/24/2000 **NGUYEN 00000279 2132404**

01 FC:481 40.00 OP
02 FC:482 75.00 OP

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.

Stewart L. Gitler

Name of Person Signing

Signature

2/22/00

Date

Total number of pages including cover sheet, attachments, and document: 4

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

TRADEMARK
REEL: 002025 FRAME: 0940



The State of Texas

SECRETARY OF STATE

CERTIFICATE OF AMENDMENT
OF

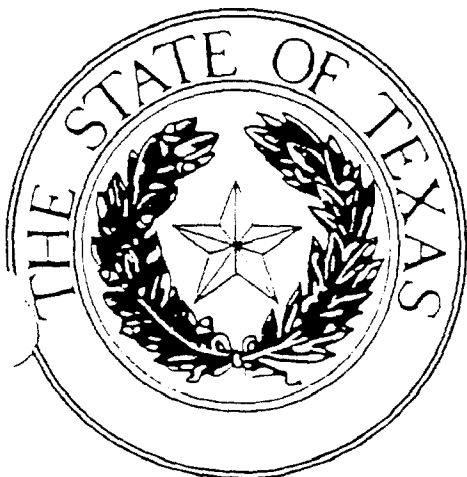
HELEN OF TROY TEXAS CORPORATION
FORMERLY:
HELEN OF TROY CORPORATION

The undersigned, as Secretary of State of Texas, hereby certifies that the attached Articles of Amendment for the above named entity have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as Secretary of State, and by virtue of the authority vested in the Secretary by law, hereby issues this Certificate of Amendment.

Dated: December 27, 1996

Effective: December 27, 1996



Antonio O. Garza, Jr.

dln

Antonio O. Garza, Jr.
Secretary of State

TRADEMARK

REEL: 002025 FRAME: 0941

FILED
In the Office of the
Secretary of State of Texas
DEC 27 1996
Corporations Section

ARTICLES OF AMENDMENT
OF
HELEN OF TROY CORPORATION

Pursuant to Article 4.04 of the Texas Business Corporation Act, Helen of Troy Corporation, a Texas corporation (the "Corporation"), hereby adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST

The name of the Corporation is Helen of Troy Corporation.

SECOND

Article One of the Corporation's Articles of Incorporation is amended in its entirety to read as follows:

The name of the corporation is Helen of Troy Texas Corporation.

THIRD

The above amendment was duly adopted by the sole shareholder of the Corporation on December 27, 1996.

FOURTH

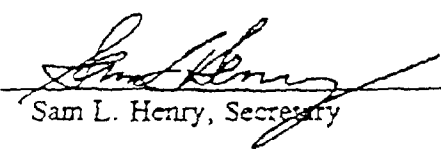
All of the outstanding shares of the Corporation at the time of adoption of such amendment were owned by Helen of Troy Limited, a Barbados company, and were voted in favor of the amendment.

FIFTH

The above amendment was duly adopted by the written consent of the sole shareholder of the Corporation.

Dated: December 27, 1996

HELEN OF TROY CORPORATION

By: 
Sam L. Henry, Secretary

Mark: SUPER CURLS
T-File T-4767
Country United States
Reg. Owner Helen of Troy Corporation.
App. # 74/469,462
Filing Date 12/14/93
Reg. # 1,936,203
Status Section 8 due
Classes 9
Goods & Services Curling irons

Mark: SALONSETTER
T-File T-5067
Country United States
Reg. Owner Helen of Troy Corporation.
App. # 74/620,528
Filing Date 1/12/95
Reg. # 2,053,234
Status Section 8 & 15 du 9
Classes 9
Goods & Services Electric hairsetter containing curlers

Mark: SMOOTH 'N WAVE
T-File T-5229
Country United States
Reg. Owner Helen of Troy Corporation.
App. # 74/734,847
Filing Date 9/27/95
Reg. # 2,136,135
Status Section 8 & 15 du 9
Classes 9
Goods & Services Electric hair curling irons

Mark: SILVER STREAK
T-File T-5675
Country United States
Reg. Owner Helen of Troy Corporation.
App. # 75/227,991
Filing Date 1/21/97
Reg. # 2,132,404
Status Section 8 & 15 du 11
Classes 11
Goods & Services electric hand-held hair dryers

Mark: SILVER FLASH
T-File T-5750
Country United States
Reg. Owner Helen of Troy Corporation.
App. # 75/251,230
Filing Date 3/4/97
Reg. # 2,132,696
Status Section 8 & 15 du 11
Classes 11
Goods & Services electric hand-held blow dryers

TRADEMARK