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To the Honorable Commissioner of Patents and T.

ial 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

2. Name and address of receiving party(ies)

Name: Helen of Troy Texas Corporation

Internal Address: _____

Street Address: 1 Helen of Troy Plaza

City: El Paso State: Texas ZIP: 79912

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Texas
- 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

3. Nature of conveyance:

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

Execution Date: December 27, 1996

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,936,203

Additional numbers attached? Yes No

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

Name: Stewart L. Gitler

Internal Address: _____

HOFFMAN, WASSON & GITLER P.C.

Street Address: 2361 Jefferson Davis Hwy.

Suite 522

City: Arlington State: VA ZIP: 22202

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

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)

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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

Stewart L. Gitler
Signature

2/11/00
Date

Total number of pages including cover sheet, attachments, and document: 3

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

TRADEMARK
REEL: 002035 FRAME: 0482



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



dln

Antonio O. Garza, Jr.
Secretary of State

TRADEMARK
REEL: 002035 FRAME: 0483

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

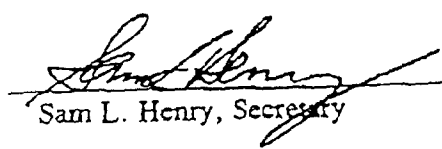
All of the outstanding shares of the Corporation at the time of adoption of such amendment were owned by Helen of Troy Limited, a Barbados company, and were voted in favor of the amendment.

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

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