

MPD 2-2-00

FORM PTO-1594 (Modified)
(Rev. 9-95)
OMB No. 3651-0011 (exp 4/94)
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TM05/REV03

03-03-2000

1 SHEET

Docket No.:



ONLY

717-0

Tab settings

101281290

To the Honorable Commissioner of Patents and Trademarks, please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Holmes Products Corp.
233 Fortune Blvd.
Milford, MA 01757

2:00 FEB -2 PM 12: 23
OPR/FINANCE

2. Name and address of receiving party(ies):
Name: The Holmes Group, Inc.

- Individual(s)
- General Partnership
- Corporation-State **Massachusetts**
- Other
- Association
- Limited Partnership

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

Internal Address:
Street Address: 233 Fortune Blvd.
City: Milford State: MA ZIP: 01757

3. Nature of conveyance:
- Assignment
 - Security Agreement
 - Other
 - Merger
 - Change of Name

Execution Date: November 23, 1999

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State **Massachusetts**
- 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 numbers(s):

A. Trademark Application No.(s)

See Attached Schedule

B. Trademark Registration No.(s)

See Attached Schedule

Additional numbers attached? Yes No

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

Name: A. Thomas Kammer, Esq.

Internal Address: Hoffmann & Baron, LLP

6. Total number of applications and registrations involved:.....

54

7. Total fee (37 CFR 3.41):.....\$ 1,365.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

08-2461

Street Address: 6900 Jericho Tpke.

City: Syosset State: NY ZIP: 11791

03/02/2000 DNGUYEN 00000416 2265460

DO NOT USE THIS SPACE

01 FC:481 40.00 OP
02 FC:482 1325.00 OP

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.

A. Thomas Kammer, Esq.

Name of Person Signing

Signature

February 2, 2000

Date

Total number of pages including cover sheet, attachments, and documents

TRADEMARK

REEL: 002052 FRAME: 0484

Trademark Registration Numbers

2,265,460	1,956,904	1,881,380	1,526,376
2,259,887	1,955,313	1,871,880	1,520,759
2,171,883	1,934,444	1,868,868	1,505,739
2,154,193	1,934,414	1,864,242	1,495,013
2,142,484	1,929,776	1,860,346	1,456,403
2,140,730	1,926,363	1,831,244	1,456,393
2,097,701	1,924,556	1,828,845	1,437,915
2,008,855	1,906,442	1,801,495	
2,008,162	1,901,661	1,768,558	
1,995,285	1,899,766	1,745,683	
1,967,322	1,898,796	1,736,388	

Trademark Application Numbers

75/666,199	75/516,317	75/383,469
75/653,774	75/508,590	75/378,878
75/605,720	75/486,016	75/366,327
75/548,317	75/459,356	75/317,779
75/548,316	75/383,470	

The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

ARTICLES OF AMENDMENT (General Laws, Chapter 156B, Section 72)

Examiner

Name Approved

We, Jordan A. Kahn, *President / ~~XXXXXX~~

and Donald H. Siegel, *Clerk / ~~XXXXXX~~

of Holmes Products Corp.
(Exact name of corporation)

located at 233 Fortune Blvd., Milford, Massachusetts
(Street address of corporation in Massachusetts)

certify that these Articles of Amendment affecting articles numbered:

Article 1
(Number those articles 1, 2, 3, 4, 5 and/or 6 being amended)

of the Articles of Organization were duly adopted at a meeting held on November 3, 19 99, by vote of

10,200,815 shares of Common Stock of 10,200,815 shares outstanding,
(type, class & series, if any)

 shares of of shares outstanding, and
(type, class & series, if any)

 shares of of shares outstanding,
(type, class & series, if any)

¹being at least a majority of each type, class or series outstanding and entitled to vote thereon; / ~~or ²being at least a majority of each type, class or series of stock whose rights are affected thereby.~~

*Delete the inapplicable words. **Delete the inapplicable clause.

¹ For amendments adopted pursuant to Chapter 156B, Section 70.

² For amendments adopted pursuant to Chapter 156B, Section 71.

Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on one side only of separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet so long as each article requiring each addition is clearly indicated.

SECRETARY OF THE COMMONWEALTH

99 NOV 23 AM 10:37
CORPORATION DIVISION

C
P
M
R.A.

P.C.

To *change* the number of shares and the par value (if any) of any type, class or series of stock which the corporation is authorized to issue, fill in the following:

The total *presently* authorized is:

WITHOUT PAR VALUE STOCKS		WITH PAR VALUE STOCKS		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:		Common:		
Preferred:		Preferred:		

Change the total authorized to:

WITHOUT PAR VALUE STOCKS		WITH PAR VALUE STOCKS		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:		Common:		
Preferred:		Preferred:		

RESOLVED: To change the name of the corporation to: The Holmes Group, Inc.

The foregoing amendment(s) will become effective when these Articles of Amendment are filed in accordance with General Laws, Chapter 156B, Section 6 unless these articles specify, in accordance with the vote adopting the amendment, a *later* effective date not more than *thirty days* after such filing, in which event the amendment will become effective on such later date.

Later effective date: _____

SIGNED UNDER THE PENALTIES OF PERJURY, this 23rd day of November, 19 99.


_____, *President / ~~XXXXX~~ ~~XXXXX~~ ~~XXXXX~~


_____, *Clerk / ~~XXXXX~~ ~~XXXXX~~ ~~XXXXX~~

Delete the inapplicable words

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF AMENDMENT
(General Laws, Chapter 156B, Section 72)

I hereby approve the within Articles of Amendment and, the filing fee in the amount of \$ _____ having been paid, said articles are deemed to have been filed with me this _____ day of _____ 19 _____

Effective date: _____

WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

TO BE FILLED IN BY CORPORATION
Photocopy of document to be sent to:

William R. Pappalardo, Legal Assistant
Posternak, Blankstein & Lund, LLP

100 Charles River Plaza
Boston, MA 02114

(617) 973-6100

Telephone: _____