

09-07-2001



RE 101838008

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

Submission Type 9-4-01 <input checked="" type="checkbox"/> New <input type="checkbox"/> Resubmission (Non-Recordation) Document ID # _____ <input type="checkbox"/> Correction of PTO Error Reel # _____ Frame # _____ <input type="checkbox"/> Corrective Document Reel # _____ Frame # _____	Conveyance Type <input type="checkbox"/> Assignment <input type="checkbox"/> License <input type="checkbox"/> Security Agreement <input type="checkbox"/> Nunc Pro Tunc Assignment <input type="checkbox"/> Merger <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Effective Date Month Day Year May 1, 2001
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Conveying Party Mark if additional names of conveying parties attached.

Name Hand Tools International, L.L.C. Execution Date
 Month Day Year
May 1, 2001

Formerly _____

Individual General Partnership Limited Partnership Corporation Association

Other Delaware limited liability company

Citizenship/State of Incorporation/Organization _____

Receiving Party Mark if additional names of receiving parties attached.

Name Wilton Tools Company, LLC

DBA/AKA/TA _____

Composed of _____

Address (line 1) 300 South Hicks Road

Address (line 2) _____

Address (line 3) Palatine Illinois 60067
 City State Zip Code

Individual General Partnership Limited Partnership Corporation Association

Other Delaware limited liability company

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 on a separate document from assignment.)

FOR OFFICE USE ONLY

09/06/2001 TBIAZ1 00000143 75116427

01 FC:481
02 FC:482

40.00 DP
775.00 DP

Public burden reporting 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.

FORM PTO-1618B

Page 2

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

Expires 06/30/99
OMB 0651-0027

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name _____

Address (line 1) _____

Address (line 2) _____

Address (line 4) _____

Correspondent Name and Address

Area Code and Telephone Number (312) 577-7000

Name Edward E. Clair

Address (line 1) FITCH, EVEN, TABIN & FLANNERY

Address (line 2) 120 South LaSalle Street, Suite 1600

Address (line 4) Chicago, Illinois 60603

Pages

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

7

Trademark Application Number(s) or Registration Number(s) [X] 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)

75/116427	75/877109	76/056867	294181	505397	587599
76/083481	76/112893	76/129770	761312	1035565	1132995
76/129771			1159637	1159732	1164408

Number of Properties

Enter the total number of properties involved.

32

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 815.00

Method of Payment: Enclosed [X] Deposit Account [X]
(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

06-1135

Authorization to charge additional fees:

Yes [X] 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.

Edward E. Clair

Name of Person Signing


Signature

August 30, 2001
Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

Conveying Party

Mark if additional names of conveying parties attached.

Enter Additional Conveying Party
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.

Enter Additional Receiving Party

Name _____

DBA/AKA/TA _____

Composed of _____

Address (line 1) _____

Address (line 2) _____

Address (line 3) _____

City

State

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)

Registration Number(s)

1182636	1196534	1244225
1414715	1448141	1505597
1535019	1554418	1754744
1920440	1955746	2069653
2086625	2086626	2219717
2297951		

State of Delaware
Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "HAND TOOLS INTERNATIONAL, L.L.C.", CHANGING ITS NAME FROM "HAND TOOLS INTERNATIONAL, L.L.C." TO "WILTON TOOLS COMPANY, LLC", FILED IN THIS OFFICE ON THE FIRST DAY OF MAY, A.D. 2001, AT 9 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2832102 8100

010319944

AUTHENTICATION: 1239357

DATE: 07-12-01

TRADEMARK
REEL: 002362 FRAME: 0869

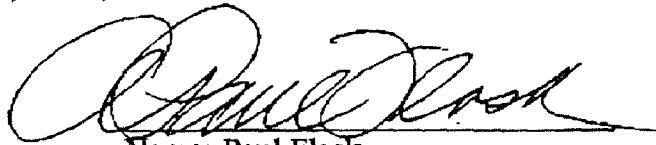
**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF FORMATION
OF
HAND TOOLS INTERNATIONAL, L.L.C.**

*In accordance with the provisions of §18-202 of the
Limited Liability Company Act of the State of Delaware*

The undersigned, being duly authorized to execute and file this Certificate of Amendment to Certificate of Formation for the purpose of amending the Certificate of Formation pursuant to the Section 18-202 of the Delaware Limited Liability Company Act, does hereby certify as follows:

- FIRST:** The name of the limited liability company is Hand Tools International, L.L.C. (the "Company").
- SECOND:** The Certificate of Formation of the Company is hereby amended by deleting article 1 in its entirety and substitute therefore the following new article 1:
1. The name of the limited liability company is Wilton Tools Company, LLC (the "Company").

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Amendment to Certificate of Formation as of the 1st day of May, 2001.



Name: Paul Flask
Title: Managing Director

August 30, 2001

Page Two

<u>MARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>
Design	1196534	05/25/82
HARGRAVE	1244225	07/05/83
BULLET-SHAPED BODY OF VICE AND ROUNDED BASE	1414715	10/28/86
H and Design	1448141	07/21/87
POLISHMASTER	1505597	09/27/88
BC AND Design	1535019	04/18/89
BRINK AND COTTON	1554418	09/05/89
WAXMASTER	1754744	03/02/93
WARREN TOOL GROUP	1920440	09/19/95
COLUMBIAN	1955746	02/13/96
COLUMBIAN	2069653	06/10/97
Design	2086625	08/05/97
Design	2086626	08/05/97
W6 DRIVER	2219717	01/19/99
BRINK & COTTON	2297951	12/07/99

Enclosed is our check in the amount of \$815.00 to cover the Recording Fee. The Commissioner is hereby authorized to charge any additional fees which may be required in this merger during its entire pendency, or credit any overpayment, to Deposit Account No. 06-1135. Should no proper payment be enclosed herewith, as by a check being in the wrong amount, unsigned, post-dated, otherwise improper or informal or even entirely missing, the Commissioner is authorized to charge the unpaid amount to Deposit Account No. 06-1135.

Please return the Certificate of Amendment to us as soon as it has been recorded.

Respectfully submitted,

FITCH, EVEN, TABIN & FLANNERY



Edward E. Clair

EEC:JTN:mbs
enclosures