

9-13-02

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HEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Customer No. 23910

To the Honorable Commissi. **102202231** ached original documents or copy thereof.

1. Name of conveying party(ies):
Alltrista Acquisitions III, Inc. a Delaware corporation

Individual(s) General Partnership
 Limited Partnership Other _____

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

2. Name and address of receiving party(ies):
Name: Tilia International, Inc.,
Address: 303 Second Street
San Francisco, CA 94107

Individual(s)/Citizenship _____
 General Partnership
 Limited Partnership
 a Delaware corporation
 Other _____

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: April 25, 2002

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designation must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No(s):
(SEE ATTACHED SCHEDULE A)

B. Trademark Registration No(s):
2,527,390

Additional numbers attached? Yes No

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

Name: Sheldon R. Meyer
Address: Fliesler Dubb Meyer & Lovejoy LLP
Four Embarcadero Center, Fourth Floor
San Francisco, CA 94111
Telephone: (415) 362-3800

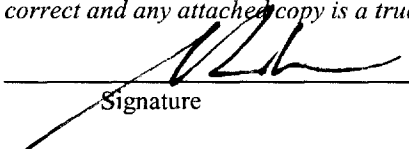
6. Total Number of applications and registrations involved: 31
(\$40 first mark per document; \$25 second and subsequent marks in same document.)
Exptl. fee: \$120.00

7. Total fee (37 CFR 3.41).....\$ 410.00

Check Enclosed

8. Authorization is given to charge any additional fees or credit any overpayment to Deposit Account No. 06-1325. (A duplicate copy of this authorization is **not** enclosed.)

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.*

Sheldon R. Meyer  9/12/02
Attorney or Agent Signature Date
Reg. No. 27,660

10. Total number of pages to be recorded: 6 (1-page cover sheet and 5 -page document).

09/16/2002 TDIAZ1 00000085 2527390

01 FC:485 120.00 DP
02 FC:481 40.00 DP
03 FC:482 750.00 DP

Attorney Docket No.: TILA-0000US0 SRM
srm/tila/0-assignments/recordingation.tm2.wpd

SCHEDULE A

U.S. "TILIA" Registered Trademark No. 2,527,390

U.S. "FRESHSAVER" Registered Trademark No. 2,117,266

U.S. "SAVERMATE" Registered Trademark No. 2,054,185

U.S. "FOODSAVER (AND DESIGN)" Registered Trademark No. 2,039,276

U.S. "VACUTOP" Registered Trademark No. 1,975,360

U.S. "VACUSAVE (STYLIZED) Registered Trademark No. 1, 523,201

U.S. "FOODSAVER (STYLIZED) Registered Trademark No. 1,422,539

U.S. "VACLOC" Registered Trademark No. 2,073,170

U.S. "FRESHSAVER" Trademark Application No. 76/331,804

U.S. "FRESHSAVER" Trademark Application No. 76/356,619

U.S. "GAMESAVER" Trademark Application No. 75/660,552

U.S. "BAG VAC" Trademark Application No. 75/568,601

U.S. "ULTRACHEF" Trademark Application No. 76/015,299

U.S. "CHEFMAKER" Trademark Application No. 76/291,532

U.S. "CHEFMAKER" Trademark Application No. 76/331,422

U.S. "CHEFMAKER" Trademark Application No. 76/197,987

U.S. "FOODSAVER" Trademark Application No. 76/091,453

U.S. "FOODSAVER" Trademark Application No. 76/273,810

U.S. "TILIA" Trademark Application No. 76/152,560

U.S. "TILIA" Trademark Application 76/308,562

U.S. "ORIGINAL HOME VACUUM PACKAGING SYSTEM" Trademark Application No. 76/091,439

U.S. "THE ULTIMATE VACUUM PACKAGING SYSTEM" Trademark Application No. 76/378,914

U.S. "DEMODIRECT" Trademark Application No. 76/106,259

U.S. "SPICESHEETS" Trademark Application No. 76/106,258

U.S. "SPICESHEETS" Trademark Application No. 76/255,325

U.S. "SPICESHEETS" Trademark Application No. 76/302,163

U.S. "FOODSAVER" (stylized) Trademark Application No. 76/282,699

U.S. "VORTEX LOGO" Trademark Application No. 76/309,817

U.S. "FOODSAVER CENTER" Trademark Application No. 76/319,432

U.S. "THE ALL-IN-ONE KITCHEN SOLUTION: FOOD PROCESSOR/MIXER/BLENDER"
Trademark Application No. 76/357,072

U.S. "CHEF MAKER" Trademark Application No. 75/934,664

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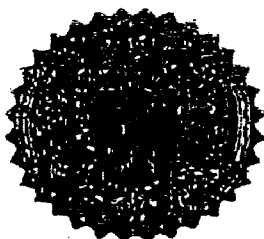
Delaware

PAGE 1

The First State

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 "ALLTRISTA ACQUISITION III, INC.", CHANGING ITS NAME FROM "ALLTRISTA ACQUISITION III, INC." TO "TILIA INTERNATIONAL, INC.", FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF APRIL, A.D. 2002, AT 9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3504362 8100

AUTHENTICATION: 1742394

020264126

DATE: 04-25-02
TRADEMARK

REEL: 002545 FRAME: 0403

STATE OF DELAWARE
CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
ALLTRISTA ACQUISITION III, INC.

Pursuant to Section 242 of the General Corporation Law

THE UNDERSIGNED, being an Officer of Alltrista Acquisition III, Inc. (the "Corporation"), a corporation organized and existing under and by virtue of the Delaware General Corporation Law (the "DGCL"), for the purpose of amending the Corporation's Certificate of Incorporation (the "Certificate of Incorporation") filed pursuant to Section 102 of the DGCL, hereby certify, pursuant to Sections 228 and 242 of the DGCL, as follows:

FIRST; That name of the Corporation is Alltrista Acquisition III, Inc.

SECOND: That the Certificate of Incorporation is hereby amended by deleting the Article thereof numbered "I" in its entirety and inserting in lieu thereof the following:

"The name of the corporation (the "Corporation") is: Tilia International, Inc."

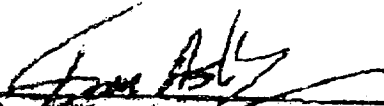
THIRD: That the amendment of the Certificate of Incorporation herein certified has been duly adopted and written consent has been given in accordance with the provisions of Sections 228 and 242 of the DGCL.

[The signature page follows]

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 04/25/2002
020264126 - 3504362

TRADEMARK
REEL: 002545 FRAME: 0404

IN WITNESS WHEREOF, the undersigned has made and signed this Certificate of Amendment this 27th day of April, 2002 and affirms the statements contained herein as true under penalties of perjury.


Name: Jan C.H. Ashker
Title: Secretary

(CERT. OF AMENDMENT TO CERT. OF INC. OF ACQ III)