

9.26.02

09-30-2002



Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

102237296

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

<p>1. Name of conveying party(ies): Rubbermaid Commercial Products Inc.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State Delaware <input type="checkbox"/> Other:</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies): Name: <u>Rubbermaid Commercial Products LLC</u> Internal Address: Street Address: <u>3124 Valley Avenue</u></p> <p>City: <u>Winchester</u> State: <u>Virginia</u> Zip: <u>22601</u></p> <p><input type="checkbox"/> Individual(s) citizenship: _____ <input type="checkbox"/> Association: _____ <input type="checkbox"/> General Partnership: _____ <input type="checkbox"/> Limited Partnership: _____ <input checked="" type="checkbox"/> Corporation-State: <u>Delaware</u> <input type="checkbox"/> Other: _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of Conveyance: <input type="checkbox"/> Assignment <input checked="" type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other:</p> <p>Execution Date: <u>03/31/1998</u></p>	

<p>4. Application Number(s) or Registration Number(s): A. Trademark Application No.(s): Additional numbers attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>	<p>B. Trademark Registration No.(s): SEE ATTACHED SCHEDULE <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>
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<p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Richard M. LaBarge</u> <u>MARSHALL, GERSTEIN & BORUN</u></p> <p>Street Address: <u>233 S. Wacker Drive, Suite 6300</u> <u>Sears Tower</u></p> <p>City: <u>Chicago</u> State: <u>IL</u> Zip: <u>60606-6357</u></p>	<p>6. Total Number of applications and registrations involved: <u>20</u></p> <p>7. Total fee (37 CFR 3.41) \$ <u>515.00</u></p> <p><input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to Deposit Account <input type="checkbox"/> Authorized to be charged to credit card (Form 2038 enclosed)</p> <p>8. Deposit account number: _____ (Attach duplicate copy of this page if paying by deposit account)</p>
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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.

Richard M. LaBarge [Signature] 9/20/02
Name of Person Signing Signature Date

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

I hereby certify that this correspondence is being deposited with the U.S. Postal Service with sufficient postage as First Class Mail, in an envelope addressed to: Commissioner for Trademarks, 2900 Crystal Drive, Arlington, VA 22202-3513, on the date shown below.

Dated: 9/20/02 Signature: [Signature] (Richard M. LaBarge)

09/27/2002 DBYRNE 00000167 2260852
01 FC:481 40.00 OP
02 FC:482 475.00 OP

TRADEMARK
REEL: 002590 FRAME: 0122

SCHEDULE A

ATTORNEY REF. NO.	REGISTRATION NO.	MARK
29756/60001	2,260,852	ADVANTAGE
29756/60002	1,488,496	BIG WHEEL
29756/60004	1,573,408	BRUTE
29756/60004A	2,043,771	BRUTE
29756/60006	1,111,799	CARB-X
29756/60008	1,041,356	CASTAWAY
29756/60012	1,462,850	DURAMOLD
29756/60019	946,129	GLUTTON
29756/60017	1,184,813	GREENS KEEPER
29756/60020	1,469,100	HANDLER
29756/60030	1,146,168	MARSHAL
29756/60029	1,464,510	MAX
29756/60032	1,469,101	PALLETOTE
29756/60040	1,202,055	SLIM JIM
29756/60047	2,263,067	STYLELINE SERIES
29756/60054	1,229,871	TRIMELD
29756/60056	1,468,268	TUFFMADE POLYLINER
29756/60059	1,462,851	UNTOUCHABLE
29756/60060	1,328,563	WATER BROOM
29756/60062	1,462,852	WEATHERGARD

State of Delaware

Office of the Secretary of State

08 JUN 98 PM 2:03
EDWARD J. FREEL
SECRETARY OF STATE

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"RUBBERMAID COMMERCIAL PRODUCTS INC.", A DELAWARE CORPORATION,

WITH AND INTO "RUBBERMAID COMMERCIAL PRODUCTS LLC" UNDER THE NAME OF "RUBBERMAID COMMERCIAL PRODUCTS LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF MARCH, A.D. 1998, AT 10 O'CLOCK A.M.



Edward J. Freel

Edward J. Freel, Secretary of State

0796827 8100M
981164431

AUTHENTICATION: 9053900
DATE: 04-29-98

FROM CORPORATION TRUST DOVER, DEL.

TUE 10:32 FAX 302-854-6648

RICHARDS LAYTON & PINNER

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 10:02 AM 03/31/98
981123018 - 0796827

69 JUN 24 PM 2:03
ROSE L. NEWELL
SECRETARY OF STATE

**CERTIFICATE OF MERGER
OF
RUBBERMAID COMMERCIAL PRODUCTS INC.
INTO
RUBBERMAID COMMERCIAL PRODUCTS LLC**

dated: March 31, 1998

(Under Section 264 of the General Corporation Law of the State of Delaware and Section 18-209 of the Delaware Limited Liability Company Act)

The undersigned limited liability company formed and existing under and by virtue of the Delaware Limited Liability Company Act, 6 Del. C. § 18-101, et seq. (the "Act"),

DOES HEREBY CERTIFY:

FIRST: The name and jurisdiction of formation or organization of each of the constituent entities which is to merge are as follows:

<u>Name</u>	<u>Jurisdiction of Formation or Organization</u>
Rubbermaid Commercial Products Inc.	Delaware
Rubbermaid Commercial Products LLC	Delaware

SECOND: An Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent entities in accordance with Section 264(c) of the General Corporation Law of the State of Delaware, 8 Del. C. § 101, et seq. (the "GCL"), Section 18-209 of the Act and, with respect to Rubbermaid Commercial Products Inc., Section 228 of the GCL.

THIRD: The name of the surviving Delaware limited liability company is Rubbermaid Commercial Products LLC.

FOURTH: The merger of Rubbermaid Commercial Products Inc. into Rubbermaid Commercial Products LLC shall be effective upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

FIFTH: The executed Agreement and Plan of Merger is on file at a place of business of the surviving Delaware limited liability company. The address of such place of business of the surviving Delaware limited liability company is 3124 Valley Avenue, Winchester, Virginia 22601.