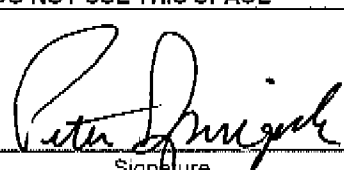


Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings $\Rightarrow \Rightarrow \Rightarrow$		<b>RECORDATION FORM COVER SHEET</b> <b>TRADEMARKS ONLY</b>		U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office	
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.					
1. Name of conveying party(ies):  Diamond Brands Operating Corp.  <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 <input type="checkbox"/> Other _____  Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			2. Name and address of receiving party(ies)  Name: <u>DBOC, LLC</u> Internal _____ Address: _____  Street Address: <u>1800 Cloquet Avenue</u> City: <u>Cloquet</u> State: <u>MN</u> Zip: <u>55720</u>  <input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input type="checkbox"/> Corporation-State _____ <input checked="" type="checkbox"/> Other <u>Delaware Limited Liability Company</u> <small>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) &amp; address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</small>		
3. Nature of conveyance:  <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other _____  Execution Date: <u>January 31, 2003</u>			4. Application number(s) or registration number(s):  A. Trademark Application No.(s) <u>See Schedule A</u> <u>(attached) for continuation of Block 4.A.</u>  B. Trademark Registration No.(s) <u>See Schedule B</u> <u>(attached) for continuation of Block 4.B.</u>  Additional number(s) attached <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
5. Name and address of party to whom correspondence concerning document should be mailed:  Name: <u>Peter M. Spingola</u>  Internal Address: <u>Kirkland &amp; Ellis</u>  _____  Street Address: <u>200 E. Randolph Drive</u>  _____  City: <u>Chicago</u> State: <u>IL</u> Zip: <u>60601</u>			6. Total number of applications and registrations involved: <span style="border: 1px solid black; padding: 2px 5px;">24</span>  7. Total fee (37 CFR 3.41).....\$ <u>615.00</u>  <input checked="" type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account for any additional fees and/or credit  8. Deposit account number:  <u>22-0440</u>		
<b>DO NOT USE THIS SPACE</b>					
9. Signature.  <div style="display: flex; justify-content: space-between; align-items: flex-end;"> <div style="text-align: center;"> <u>Peter M. Spingola</u>            Name of Person Signing         </div> <div style="text-align: center;">             Signature         </div> <div style="text-align: center;"> <u>2/25/03</u>            Date         </div> </div> <div style="text-align: center; margin-top: 10px;">         Total number of pages including cover sheet, attachments, and document: <span style="border: 1px solid black; padding: 2px 5px;">6</span> </div>					

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

**SCHEDULE A****U.S. TRADEMARK APPLICATIONS**

<b>Application No.</b>	<b>Application Date</b>	<b>Mark</b>
76/437,514	8/2/02	FIRE CHIEF
76/437,515	8/2/02	UNIVERSAL MATCH

**SCHEDULE B****U.S. TRADEMARK REGISTRATIONS**

<b>Trademark No.</b>	<b>Registration Date</b>	<b>Mark</b>
0,155,545	5/30/22	THREE TORCHES TREATED IMPREGNATED SAFETY MATCHES UNION ALLUMETIERE UA
0,167,347	5/1/23	Diamond Design
0,167,348	5/1/23	DIAMOND
0,170,566	7/17/23	DIAMOND MATCHES
0,171,994	8/21/23	DOMINO
0,171,995	8/21/23	DOMINO
0,186,690	7/22/24	BLUE TIP
0,270,580	5/6/30	DIAMOND
0,535,047	12/19/50	DIAMOND
0,575,331	6/2/53	BAR-STIX
0,760,207	11/19/63	SIGNAL LIGHT
0,760,208	11/19/63	SIGNAL LIGHT
0,771,013	6/9/64	DIAMOND
0,771,379	6/16/64	DIAMOND
1,150,004	3/31/81	POCKETBOX
1,253,914	10/11/83	VICTORIA
1,610,353	8/21/90	DIAMOND
1,612,581	9/11/90	DIAMOND BRANDS
1,878,205	2/7/95	DIAMONDWARE
1,984,015	7/2/96	POCKETBOX SLIM
2,187,641	9/8/98	UNIVERSAL
2,547,274	3/12/02	INDIVIDUALS

# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "DIAMOND BRANDS OPERATING CORP." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "DIAMOND BRANDS OPERATING CORP." TO "DBOC, LLC", FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF JANUARY, A.D. 2003, AT 3:30 O'CLOCK P.M.

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

2881833 8100V

AUTHENTICATION: 2237334

030067212

DATE: 01-21-03  
TRADEMARK

REEL: 2610 FRAME: 0929

01-31-2003 01:03pm From:SKADDEN ARPS SLATE MEAGHER & FLOM  
JAN-30-2003 17:41 FROM:DIAMOND BRANDS

3125782058

T-774 P.002

F-820

**CERTIFICATE OF CONVERSION  
TO LIMITED LIABILITY COMPANY  
OF  
DIAMOND BRANDS OPERATING CORP.**

---

Pursuant to Sections 18-204 and 18-214 of the  
Delaware Limited Liability Company Act  
and Section 266 of the  
General Corporation Law of the State of Delaware

---

Diamond Brands Operating Corp., a Delaware corporation (the  
"Corporation"), does hereby certify to the following facts relating to the conversion of the  
Corporation into a Delaware limited liability company (the "Conversion") under the  
name DBOC, LLC (the "Company"):

1. The name of the Corporation immediately prior to the filing of this  
Certificate of Conversion is Diamond Brands Operating Corp.
2. The Corporation was originally incorporated on the 8th day of April,  
1998 under the laws of the State of Delaware.
3. The name of the limited liability company into which the Corporation  
shall be converted, as set forth in its Certificate of Formation, is DBOC, LLC.
4. The Conversion has been approved in accordance with the provisions  
of Section 266 of the General Corporation Law of the State of Delaware.

[SIGNATURE PAGE FOLLOWS]

370902.01-Chicago Server 2A - MSW

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 03:30 PM 01/31/2003  
030067212 - 2881833

**TRADEMARK**  
**REEL: 2610 FRAME: 0930**

01-31-2003 01:03pm From-SKADDEN ARPS SLATE MEAGHER &amp; FLOW


3125782058

T-774 P.003

F-820

IN WITNESS WHEREOF, the Corporation has caused this Certificate of  
Conversion to be executed in its name this 31<sup>st</sup> day of January, 2003.

DIAMOND BRANDS OPERATING  
CORP.

By:   
Name: Naresh K. Nakra  
Title: President and Chief Executive  
Officer