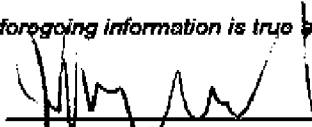


Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings ⇄ ⇄ ⇄ ▼ ▼ ▼ ▼ ▼ ▼ ▼		RECORDATION FORM COVER SHEET TRADEMARKS ONLY		U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office	
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.					
1. Name of conveying party(ies): <u>Stanhome, Inc.</u> <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 (Massachusetts) <input type="checkbox"/> Other _____ Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No			2. Name and address of receiving party(ies) Name: <u>Rosa Cabrera</u> Internal Address: <u>Enesco Group, Inc.</u> Street Address: <u>225 Windsor Drive</u> City: <u>Itasca</u> State: <u>IL</u> Zip: <u>60143</u> <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>Massachusetts</u> <input type="checkbox"/> Other _____ <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) & address(es) attached? <input type="checkbox"/> Yes <input 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>April 30, 1998</u>			4. Application number(s) or registration number(s): A. Trademark Application No.(s) <u>71456132</u> <u>73314154</u> B. Trademark Registration No.(s) <u>0401156</u> <u>1250098</u> Additional number(s) attached <input type="checkbox"/> Yes <input type="checkbox"/> No		
5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Rosa Cabrera</u> Internal Address: <u>Enesco Group, Inc.</u> _____ Street Address: <u>225 Windsor Drive</u> _____ City: <u>Itasca</u> State: <u>IL</u> Zip: <u>60143</u>			6. Total number of applications and registrations involved: 2 7. Total fee (37 CFR 3.41).....\$ <u>65.00</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account 8. Deposit account number: <u>502605</u> <small>(Attach duplicate copy of this page if paying by deposit account)</small>		
DO NOT USE THIS SPACE					
9. Statement and signature. <i>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.</i> <u>Jeffrey E. Michel</u> <u></u> <u>3/26/03</u> Name of Person Signing Signature Date <small>Total number of pages including cover sheet, attachments, and document: 5</small>					

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

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:

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:		

NOTED:

That the Restated Articles of Organization of Stanhome Inc. be amended as follows:

(i) Article 1 is amended to read in its entirety as follows:

The name by which the Corporation shall be known is Enesco Group, Inc.

(ii) Article 2 is amended to read in its entirety as follows:

To manufacture, process, assemble, warehouse, buy, sell, distribute and otherwise engage in and carry on the business of marketing giftware and collectible products and other items, materials, articles, goods and merchandise and otherwise dealing in real, personal and intellectual or industrial property of all kinds and descriptions; to exercise all of the powers conferred upon business corporations by, and from time to time permitted to be exercised by business corporations under, the laws of the Commonwealth of Massachusetts; and to engage in and carry on any other lawful business or transaction which may now or hereafter be permitted under the laws of the Commonwealth of Massachusetts to be conducted, whether in that Commonwealth or elsewhere, by a business corporation organized under Chapter 156B of the Massachusetts General Laws.

(iii) The following new provision is added to Article 6 thereof:

Article 6F. Meetings of the stockholders of the Corporation shall be held anywhere within the United States, as determined by the Board of Directors of the Corporation, as permitted by the provisions of the Massachusetts Business Corporation Law.

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: April 30, 1998 at 5:00 p.m.

SIGNED UNDER THE PENALTIES OF PERJURY, this 24th day of April, 19 98,

 , "President" ~~XXXXXXXXXX~~

 , "Clerk" ~~XXXXXXXXXX~~

*Delete the inapplicable words.

TRADEMARK
REEL: 002624 FRAME: 0271

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:

Peter R. Johnson, Esq.
Stanhope Inc.

c/o Enesco Corporation
225 Windsor Drive
Itasca, IL 60143

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