

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	03/03/2003

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
RUBBERMAID CLOSET & ORGANIZATION PRODUCTS COMPANY	FORMERLY LEE-ROWAN COMPANY	12/27/2002	CORPORATION: MISSOURI

RECEIVING PARTY DATA

Name:	RUBBERMAID INCORPORATED
Street Address:	29 E. STEPHENSON STREET
City:	FREEPORT
State/Country:	ILLINOIS
Postal Code:	61032
Entity Type:	CORPORATION: OHIO

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	2268777	L R LEE ROWAN
Registration Number:	1317001	LEE/ROWAN

CORRESPONDENCE DATA

Fax Number: (630)481-1699
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 630.481.1685
 Email: zee.darby@newellco.com
 Correspondent Name: Zakkiyya "Zee" Darby
 Address Line 1: 2707 Butterfield Road, Suite 100
 Address Line 4: Oak Brook, ILLINOIS 60523

NAME OF SUBMITTER:	ZAKKIYYA "ZEE" DARBY
Signature:	/ZPD/

CH \$65.00 2268777

Date:

01/24/2005

Total Attachments: 6

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State of Missouri
Rebecca McDowell Cook, Secretary of State

Corporations Division
P.O. Box 778, Jefferson City, MO 65102

James C. Kirkpatrick State Information Center
690 W. Main Street, Rm 322, Jefferson City, MO 65101

Amendment of Articles of Incorporation
(To be submitted in duplicate)

Pursuant to the provisions of the General and Business Corporation Law of Missouri, the undersigned Corporation certifies the following:

1. The present name of the Corporation is Lee-Rowan Company

The name under which it was originally organized was Lee-Rowan Company

2. An amendment to the Corporation's Articles of Incorporation was adopted by the shareholders on June 8, 2001
months/day/year.

3. Article Number 1 is amended to read as follows:
The name of the corporation is Rubbermaid Closet & Organization Products Company.

If more than one article is to be amended or more space is needed, insert additional pages.

FORM 1008-01
1-99

No. 00062932

STATE OF MISSOURI



Matt Blunt
Secretary of State

CORPORATION DIVISION
CERTIFICATE OF AMENDMENT

WHEREAS,

RUBBERMAID CLOSET & ORGANIZATION PRODUCTS COMPANY

Formerly,

LEE-ROWAN COMPANY

a corporation organized under The General and Business Corporation Law has delivered to me a Certificate of Amendment of its Articles of Incorporation and has in all respects complied with the requirements of law governing the Amendment of Articles of Incorporation under The General Business Corporation Law, and that the Articles of Incorporation of said corporation are amended in accordance therewith.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 21st day of JUNE, 2001.

Handwritten signature of Matt Blunt in cursive.

2001-09

Secretary of State





FILED

MAR 03 2003

State of Missouri

Matt Blunt, Secretary of State

Matt Blunt
SECRETARY OF STATE

Corporations Division
P.O. Box 778, Jefferson City, MO 65102

James C. Kirkpatrick State Information Center
600 W. Main Street, Room 320, Jefferson City, MO 65101

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Articles of Merger

(Submit in duplicate with filing fee of \$30)

Matt Blunt
SECRETARY OF STATE

Pursuant to the provisions of The General and Business Corporation Law of Missouri, the undersigned corporations certify the following:

- That Rubbermaid Closet & Organization Products Company of Missouri
(Name of Corporation) (Parent State)
_____ of _____
(Name of Corporation) (Parent State)
and Rubbermaid Incorporated of Ohio
(Name of Corporation) (Parent State)

are hereby merged and that the above named Rubbermaid Incorporated
is the surviving corporation. (Name of Corporation)

- That the Board of Directors of each of the above-named corporations met, and by resolution adopted by a majority vote of the members of such boards approved the Plan of Merger set forth in these Articles.
- The Plan of Merger thereafter was submitted to a vote at a meeting of the shareholders of each of the above-named corporations, and at such meeting the following votes were recorded:

Corporation	Number of Shares Outstanding	Number voting for plan	Number voting against plan
Rubbermaid Closet & Organization Products Company	1,000	1,000	- 0 -
Rubbermaid Incorporated	100	100	- 0 -

- If the above-named surviving corporation is to be governed by the laws of any state other than Missouri, the surviving corporation agrees that it will promptly pay to the dissenting shareholders of any Missouri Corporation which is a party to this merger the amount, if any, to which they shall be entitled under provisions of Missouri law with respect to the rights of dissenting shareholders. It also agrees that it may be served with process in this state, and irrevocably appoints the Missouri Secretary of State as its agent to accept service of process in any proceeding based upon any cause of action against any such Missouri corporation arising in this state prior to the issuance of the certificate of merger, and in any proceeding for the enforcement of the rights of a dissenting shareholder of any such Missouri corporation against the surviving corporation. The address to which the service of process in any such proceeding shall be mailed is:

29 E. Stephenson Street, Freeport, IL 61032

5. PLAN OF MERGER

- Rubbermaid Incorporated of Ohio
is the survivor.
- All of the property, rights, privileges, leases and patents of the non-surviving
Rubbermaid Closet & Organization Products Company Corporation and

Corp. #51 (1/700)

Corporation

are to be transferred to and become the property of Rubbermaid Incorporated

_____ the survivor. The officers and board of directors of the above named corporations are authorized to execute all deeds, assignments, and documents of every nature which may be needed to effectuate a full and complete transfer of ownership.

3. The officers and board of directors of Rubbermaid Incorporated shall continue in office until their successors are duly elected and qualified under the provisions of the bylaws of the surviving corporation.

4. The outstanding shares of Rubbermaid Closet & Organization Products Company shall be exchanged for shares of Rubbermaid Incorporated on the following basis:
All issued and outstanding shares of Rubbermaid Closet & Organization Products Company shall be cancelled and shall cease to exist.

5. The outstanding shares of _____ shall be exchanged for shares of _____ on the following basis:

6. The articles of incorporation of the survivor ~~xxx~~ are not amended as follows:

IN WITNESS WHEREOF, these Articles of Merger have been executed in duplicate by the aforementioned corporations as of the day and year hereafter acknowledged.

CORPORATE SEAL

Rubbermaid Closet & Organization Products Company

By: Andrea L. Horne
Name of Corporation
President or Vice President

ATTEST: Andrea L. Horne
Secretary or Assistant Secretary

Andrea L. Horne, Vice President 12-27-02
Printed Name Date

CORPORATE SEAL

Rubbermaid Incorporated

By: Andrea L. Horne
Name of Corporation
President or Vice President

ATTEST: Andrea L. Horne
Secretary or Assistant Secretary

Andrea L. Horne, Vice President 12-27-02
Printed Name Date

CORPORATE SEAL

Name of Corporation

By _____
President or Vice President

ATTEST:

Secretary or Assistant Secretary

Printed Name

Date

State of ILLINOIS
County of COOK

} ss

I, Lynn D. Friedrich, a Notary Public,
do hereby certify that on December 27, 2002 personally appeared before me
Andrea L. Horne who being by me first duly sworn, declared
that ~~he~~ she is the Vice President and Corporate Secretary
of Rubbermaid Closet & Organization Products Company
that ~~he~~ she signed the foregoing documents as Vice President and Corporate Secretary of the corporation, and
that the statements therein contained are true.

(Notarial Seal or Stamp)

OFFICIAL SEAL
LYNN D. FRIEDRICH
NOTARY PUBLIC STATE OF ILLINOIS
MY COMMISSION EXP. JUNE 5, 2004

Lynn D. Friedrich
Notary Public

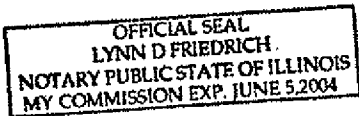
My commission expires June 5, 2004

My County of Commission COOK

State of ILLINOIS } ss
County of COOK

I, Lynn D. Friedrich, a Notary Public,
do hereby certify that on December 27, 2002 personally appeared before me
Andrea L. Horne who being by me first duly sworn, declared
that ~~he~~/she is the Vice President and Corporate Secretary
of Rubbermaid Incorporated
that ~~he~~/she signed the foregoing documents as Vice President and Corporate Secretary of the corporation, and t
that the statements therein contained are true.

(Notarial Seal or Stamp)



Lynn D. Friedrich
Notary Public

My commission expires June 5, 2004
My County of Commission COOK

State of _____ } ss
County of _____

FILED

MAR 08 2003

I, _____, a Notary Public,
do hereby certify that on _____ personally appeared before me
Mark B. _____
SECRETARY OF STATE
who being by me first duly sworn, declared
that he/she is the _____
of _____
that he/she signed the foregoing documents as _____ of the corporation, and t
that the statements therein contained are true.

(Notarial Seal or Stamp)

Notary Public

My commission expires _____

My County of Commission _____

Corp. #51 (Page 4)