

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
PFZ Acquisition Corp.		07/11/2005	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	The Pfaltzgraff Co.		
Street Address:	One Merrick Avenue		
Internal Address:	c/o Lifetime Brands, Inc.		
City:	Westbury		
State/Country:	NEW YORK		
Postal Code:	11590		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1937524	BONNIE BRAE	
CORRESPONDENCE DATA			
Fax Number:	(212)704-5987		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	2127046125		
Email:	trademarks@troutmansanders.com		
Correspondent Name:	Karl M. Zielaznicki, Esq.		
Address Line 1:	Troutman Sanders LLP c/o TM Docket Clerk		
Address Line 2:	600 Peachtree Street, NE, Suite 5200		
Address Line 4:	Atlanta, GEORGIA 30308-2216		
ATTORNEY DOCKET NUMBER:	356464.000864		
NAME OF SUBMITTER:	Karl M. Zielaznicki, Esq.		
Signature:	/kmz/		

OP \$40.00 1937524

Date:

06/07/2006

Total Attachments: 3

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Delaware

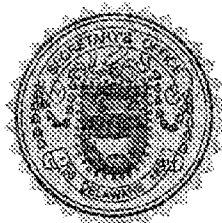
PAGE 1

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 "PFZ ACQUISITION CORP.", CHANGING ITS NAME FROM "PFZ ACQUISITION CORP." TO "THE PEALTZGRAFF CO.", FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF JULY, A.D. 2005, AT 2:01 O'CLOCK P.M.

3986051 8100

051016159



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4367951

DATE: 12-13-05

TRADEMARK
REEL: 003322 FRAME: 0658

State of Delaware
Secretary of State
Division of Corporations
Delivered 02:38 PM 07/15/2005
FILED 02:01 PM 07/15/2005
SRV 050587227 - 3986051 FILE

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
PFZ ACQUISITION CORP.

Pursuant to Section 242 of the Delaware
General Corporation Law

PFZ ACQUISITION CORP., a Delaware corporation, hereby certifies as follows:

FIRST: The Certificate of Incorporation of the Corporation was filed in the Office of the Secretary of State of Delaware on July 15, 2005. The Certificate of Incorporation has to date not been amended.

SECOND: The Certificate of Incorporation is amended to change the name of the Corporation by striking Article First of the Certificate of Incorporation in its entirety and inserting the following new Article First which reads as follows:

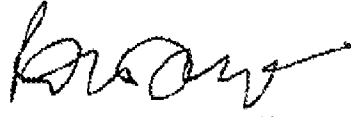
FIRST: The name of the Corporation is THE PFALTZGRAFF CO.

THIRD: This Amendment to the Certificate of Incorporation of the Corporation was duly adopted by the unanimous written consent of the Board of Directors and by the unanimous written consent of the holders of all outstanding stock of the Corporation entitled to vote in accordance with Sections 141(f), 228 and 242 of the Delaware General Corporation Law.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of

Amendment of Certificate of Incorporation of the Corporation to be executed by its Vice
Chairman of the Board this 11th day of July, 2005.

PFZ ACQUISITION CORP.

By: 

Ronald Shifan
Vice Chairman of the Board