

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>		NEW ASSIGNMENT	
<b>NATURE OF CONVEYANCE:</b>		CHANGE OF NAME	
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
American Tool Companies, Inc.		08/19/2002	CORPORATION: NEBRASKA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Irwin Industrial Tool Company		
<b>Street Address:</b>	10B Glenlake Parkway, Suite 600		
<b>City:</b>	Atlanta		
<b>State/Country:</b>	GEORGIA		
<b>Postal Code:</b>	30328		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	0638748	VISE GRIP	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(630)481-1699		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	630-481-1662		
<b>Email:</b>	chris.schneider@newellco.com		
<b>Correspondent Name:</b>	Christopher B. Schneider		
<b>Address Line 1:</b>	2702 Butterfield Road		
<b>Address Line 2:</b>	Suite 100		
<b>Address Line 4:</b>	Oak Brook, ILLINOIS 60523		
<b>ATTORNEY DOCKET NUMBER:</b>	CBS/TMK FILING/IHT-US		
<b>NAME OF SUBMITTER:</b>	Christopher B. Schneider		
<b>Signature:</b>	/CBS/		
<b>Date:</b>	10/25/2006		

CH \$40.00 0638748

Total Attachments: 2

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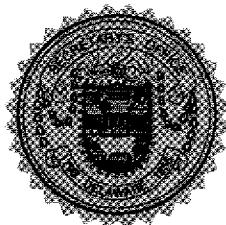
# Delaware

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 "AMERICAN TOOL COMPANIES, INC.", CHANGING ITS NAME FROM "AMERICAN TOOL COMPANIES, INC." TO "IRWIN INDUSTRIAL TOOL COMPANY", FILED IN THIS OFFICE ON THE NINETEENTH DAY OF AUGUST, A.D. 2002, AT 5 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

2062093 8100

AUTHENTICATION: 1944355

020524330

DATE: 08-20-02  
TRADEMARK

REEL: 003415 FRAME: 0538

**CERTIFICATE of AMENDMENT of  
CERTIFICATE of INCORPORATION of  
AMERICAN TOOL COMPANIES, INC.**

It is hereby certified that:

1. The name of the Corporation (hereinafter the "Corporation") is American Tool Companies, Inc.
2. The Certificate of Incorporation of the Corporation is hereby amended by striking out Article First thereof and by substituting in lieu of said Article the following new Article:  
  
"FIRST: The name of the Corporation is Irwin Industrial Tool Company."
3. The amendment of the Certificate of Incorporation of the Corporation herein certified was duly adopted in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

Dated: August 19, 2002.

American Tool Companies, Inc.

By: /s/ Andrea L. Home  
Vice President - Corporate  
Development & Secretary