

Form PTO-1594 (Rev. 12-08)
OMB Collection 0651-0027 (exp. 01/31/2009)

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

Alcas Corporation

- Individual(s)
- General Partnership
- Corporation- State: Delaware
- Other _____
- Association
- Limited Partnership

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

3. Nature of conveyance (Execution Date(s) :

Execution Date(s) effective January 1, 2009

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Cutco Corporation

Internal _____

Address: _____

Street Address: 1116 East State Street

City: Olean

State: New York

Country: USA Zip: 14760

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship Delaware
- Other _____ Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s) _____

B. Trademark Registration No.(s) _____

See Attached

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):
See Attached

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Annabelle V. Irey

Internal Address: Phillips Lytle LLP

Street Address: 3400 HSBC Center

City: Buffalo

State: New York Zip: 14203

Phone Number: (716) 847-7014

Fax Number: (716) 852-6100

Email Address: airey@phillipslytle.com

6. Total number of applications and registrations involved:

21

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 540

- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

Deposit Account Number 19-3320

Authorized User Name Annabelle V. Irey

9. Signature:

Annabelle V. Irey
Signature

January 5, 2009

Date

Annabelle V. Irey

Name of Person Signing

Total number of pages including cover sheet, attachments, and document:

4

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARK

REEL: 003913 FRAME: 0525

700395274

CIH \$540.00 193320 3379400

Schedule A

Trademark	Registration No.
DOGS HEAD	3379400
KA-BAR & DOGS HEAD DESIGN	3299369
CUTCO & DIAMOND DESIGN	2987128
CUTCO	2987127
DIAMOND DESIGN	2987086
THORN	2583682
IMPACT	2727730
CUTCO	2455324
CUTCO	2408342
D2 EXTREME	2432152
SHORT KA-BAR	2392211
WARTHOG	2284758
CUTCO	2287181
CUTCO & DIAMOND DESIGN	1854037
THE FISHERMAN'S SOLUTION	1507858
KA-BAR	1378867
DD	1291911
DOUBLE-D	1291910
KA-BAR	1083221
UNION CUT.CO.	1054989
CUTCO	0547065

Doc # 01-2266616.1

Delaware

PAGE 1

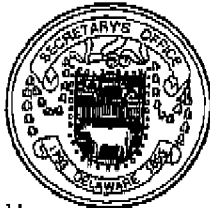
The First State

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 "ALCAS CORPORATION", CHANGING ITS NAME FROM "ALCAS CORPORATION" TO "CUTCO CORPORATION", FILED IN THIS OFFICE ON THE SECOND DAY OF DECEMBER, A.D. 2008, AT 3:44 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIRST DAY OF JANUARY, A.D. 2009.

2246461 8100

090001928



You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 7059007

DATE: 01-02-09

TRADEMARK

REEL: 003913 FRAME: 0527

State of Delaware
 Secretary of State
 Division of Corporations
 Delivered 03:46 PM 12/02/2008
 FILED 03:44 PM 12/02/2008
 SRV 081158295 - 2246461 FILE

CERTIFICATE OF AMENDMENT
 OF
 CERTIFICATE OF INCORPORATION
 OF
 ALCAS CORPORATION

Alcas Corporation, a corporation organized and existing under the General Corporation Law of the State of Delaware, does hereby certify:

1. That the Board of Directors of the Corporation unanimously approved and adopted a resolution proposing and declaring advisable that Paragraph 1 of the Certificate of Incorporation relating to the name of the Corporation be amended to read as follows:

The name of the Corporation is Cutco Corporation.

2. That in lieu of a meeting and vote of the stockholders, the holders of a majority of the outstanding stock entitled to vote thereon have given their written consent to the aforesaid amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware and written notice of the adoption of the amendment has been given as provided in Section 228 of the General Corporation Law of the State of Delaware to every stockholder entitled to such notice.

3. That the aforesaid amendment was duly adopted in accordance with the provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

4. That this Certificate of Amendment is not to become effective until January 1, 2009.

IN WITNESS WHEREOF, Alcas Corporation has caused this Certificate to be signed by James E. Stitt, its President, and attested by Brent A. Driscoll, its Secretary, this 25 day of Nov, 2008.

ALCAS CORPORATION

By: James E. Stitt
 James E. Stitt, President

Attest:

By: Brent A. Driscoll
 Brent A. Driscoll, Secretary

alcas21\cert\certs of amendment of certificate of incorporation