

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
COOPER BRANDS, INC.		09/29/2010	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	APEX BRANDS, INC.		
Street Address:	600 TRAVIS, SUITE 5600		
City:	HOUSTON		
State/Country:	TEXAS		
Postal Code:	77002		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	77634381	BIGFOOT	
CORRESPONDENCE DATA			
Fax Number:	(713)209-8980		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	7132098566		
Email:	janet.reed@cooperindustries.com		
Correspondent Name:	Janet Reed		
Address Line 1:	600 Travis, Suite 5600		
Address Line 4:	Houston, TEXAS 77002		
ATTORNEY DOCKET NUMBER:	LUF-T-028723		
NAME OF SUBMITTER:	MICHAEL J. MUNN		
Signature:	/MICHAEL J. MUNN/		
Date:	01/12/2011		

900181120

TRADEMARK
REEL: 004451 FRAME: 0549

CH \$40.00 77634381

Total Attachments: 2

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Delaware

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The First State

I, JEFFREY W. BULLOCK, 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 "COOPER BRANDS, INC.", CHANGING ITS NAME FROM "COOPER BRANDS, INC." TO "APEX BRANDS, INC.", FILED IN THIS OFFICE ON THE SEVENTH DAY OF OCTOBER, A.D. 2010, AT 12:58 O'CLOCK P.M.

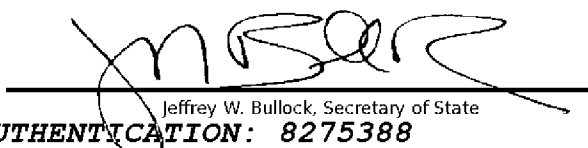
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

3148157 8100

100976684



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8275388

DATE: 10-07-10

TRADEMARK
REEL: 004451 FRAME: 0551

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF INCORPORATION
OF
COOPER BRANDS, INC.**

Pursuant to Section 242 of the
General Corporation Law of the State of Delaware

Cooper Brands, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify as follows:

A resolution was duly adopted by the Board of Directors of the Corporation pursuant to Section 242 of the General Corporation Law of the State of Delaware setting forth an amendment to the Certificate of Incorporation of the Corporation and declaring said amendment to be advisable. The sole stockholder of the Corporation duly approved said proposed amendment by written consent in accordance with Sections 228 and 242 of the General Corporation Law of the State of Delaware. The resolution setting forth the amendment is as follows:

RESOLVED: That Article 1 of the Certificate of Incorporation of the Corporation be and hereby is amended and restated in its entirety as follows:

"1. The name of the corporation is Apex Brands, Inc."

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be signed by the undersigned officer this 29th day of September, 2010.

COOPER BRANDS, INC.

By: Michael J. Munn

Name: Michael J. Munn

Title: Secretary