

10-20-2000



101491850

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. Department of Commerce
Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof:

| | |
|---|---|
| <p>1. Name and address of conveying party(ies):</p> <p>Name: <u>Wright-Bemet, Inc.</u> Address: <u>3001 Symmes Road</u> <u>Hamilton., Ohio 45015</u></p> <p><input type="checkbox"/> Individual <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation, State of <u>Ohio</u> <input type="checkbox"/> Other: _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><i>10-6-00</i></p> | <p>2. Name and address of receiving party(ies):</p> <p>Name: <u>WB, of Ohio Inc.</u> Address: <u>c/o World Kitchen, Inc.</u> <u>9234 W. Belmont Ave.</u> <u>Chicago, Ill. 60131</u></p> <p><input type="checkbox"/> Individual(s) citizenship: _____ <input type="checkbox"/> Association: _____ <input type="checkbox"/> General Partnership: _____ <input type="checkbox"/> Limited Partnership: _____ <input checked="" type="checkbox"/> Corporation, State of <u>Ohio</u> <input type="checkbox"/> Other: _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designation must be a separate document from Assignment) Additional name(s) of receiving party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> |
|---|---|

3. Nature of Conveyance:

| | |
|---|--|
| <input type="checkbox"/> Assignment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Security Agreement | <input checked="" type="checkbox"/> Change of Name |
| Other: _____ | |

Execution Date: 2/4/1999

| | |
|--|--|
| <p>4. Application Number(s) or Registration Number(s):</p> <p>A. Trademark Application Number(s).</p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p> | <p>B. Trademark Registration Number(s):</p> <p>2,290,840 1,313,490 1,524,536</p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> |
|--|--|

| | |
|--|---|
| <p>5. Name and address of party to whom correspondence concerning this document should be mailed:</p> <p>Name: <u>Barbara Friedman</u></p> <p>Address: <u>McCutchen, Doyle, Brown & Enersen</u> <u>Three Embarcadero Center</u> <u>San Francisco, California 94111</u></p> | <p>6. Total applications and registrations involved: <u>3</u></p> <p>7. Total fee (37 C.F.R. § 3.41)(\$40.00 1st mark; \$25 for each subsequent mark: <u>\$90.00</u></p> <p><input type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account. <input checked="" type="checkbox"/> The Commissioner is authorized to charge underpayment of any fees or credit any overpayment to deposit Account Number 50-0664.</p> <p>8. Deposit Account Number: <u>50-0664</u></p> |
|--|---|

BYRNE 00000036 2290840 DO NOT USE THIS SPACE

9. Statement and signature: To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Barbara Friedman *Barbara Friedman* 10-3-00
Name Signature Date

Total number of pages including cover sheet, attachments and document: 4

Mail documents to be recorded with required cover sheet information to: Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

10/20/2000
01 FC:481
02 FC:482

| DATE | DOCUMENT NO | DESCRIPTION | FILING | EXPED | PENALTY | CERT | COPY |
|--------------|--------------|------------------------------------|--------------|--------------|-------------|-------------|-------------|
| 1. 8/11/1999 | 199918800545 | AMD DOMESTIC/AMENDMENT TO ARTICLES | 35.00 | 10.00 | 0.00 | 0.00 | 0.00 |
| TOTAL | | | 35.00 | 10.00 | 0.00 | 0.00 | 0.00 |

Return To:
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ATTN L VAIDO
16 E BROAD ST STE 600
COLUMBUS, OH 43215-0000

cut along the dotted line



The State of Ohio
Certificate

Secretary of State - J. Kenneth Blackwell

161539

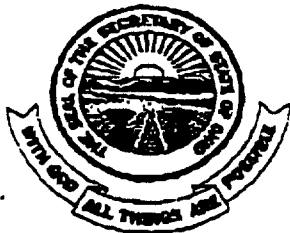
It is hereby certified that the Secretary of State of Ohio has custody of the business records for WB OF OHIO, INC. and that said business records show the filing and recording of:

Document(s)
DOMESTIC/AMENDMENT TO ARTICLES

Document No(s):
199918800545

United States of America
 State of Ohio
 Office of the Secretary of State

Witness my hand and the seal of the Secretary
 of State at Columbus, Ohio, This 16th day of
 July, A.D. 1999



J. Kenneth Blackwell
 J. Kenneth Blackwell
 Secretary of State



Prescribed by
BOB TAPT, Secretary of State
30 East Broad Street, 14th Floor
Columbus, Ohio 43266-0018

| | |
|---------------|-------|
| Character No. | _____ |
| Approved | _____ |
| Date | _____ |
| Fee | _____ |

CERTIFICATE OF AMENDMENT BY SHAREHOLDERS TO THE ARTICLES OF INCORPORATION OF

Wright-Serret, Inc.

(Name of Corporation)

Malcolm J. Sherman, who is:

Chairman of the Board President Vice President (Please check one)

and John J. Althoff, who is:

Secretary Assistant Secretary (Please check one)
of the above named Ohio corporation organized for profit does hereby certify that: (Please check the appropriate box and complete the appropriate statements.)

A meeting of the shareholders was duly called for the purpose of adopting this amendment and held on February 3, 1999 at which meeting a quorum of the shareholders was present in person or by proxy, and by the affirmative vote of the holders of shares entitling them to exercise 100 % of the voting power of the corporation.

In a writing signed by all of the shareholders who would be entitled to notice of a meeting held for that purpose, the following resolution to amend the articles was adopted:

"The name of the corporation is: WB of Ohio, Inc."

IN WITNESS WHEREOF, the above named officers, acting for and on behalf of the corporation, have hereunto subscribed their names this 4th day of February, 1999

RECEIVED

JUL 6 '99

J. KENNETH BLANKFELL
SECRETARY OF STATE

BY: [Signature]
(Chairman, President or Vice President)

BY: [Signature]
(Secretary or Assistant Secretary)

NOTE: OHIO LAW DOES NOT PERMIT ONE OFFICER TO SIGN IN TWO CAPACITIES. TWO SEPARATE SIGNATURES ARE REQUIRED, EVEN IF THIS NECESSITATES THE ELECTION OF A SECOND OFFICER BEFORE THE FILING CAN BE MADE.

LED FORM 89486

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JUL 16 1999

SECRETARY OF STATE

