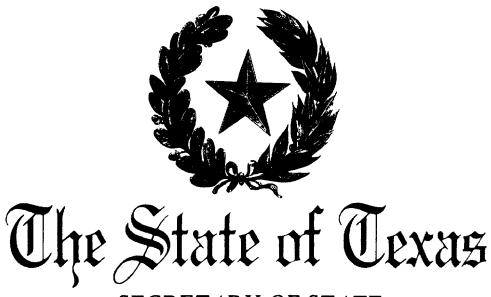
(Rev. 6-93) REC U8 - 2U -	HEET U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office		
OMB No. 0651-0011 (exp. 4/94)	6.70.05		
Tab settings □□□▼ ▼			
To the Honorable Commissioner of Pate. 102190	0402ached original documents or copy thereof.		
 Name of conveying party(ies): 	Name and address of receiving party(ies)		
DCNL MERGER CORP.	Name: DCNL, INC.		
·	Internal Address: 1 Helen of Troy Plaza		
☐ Individual(s) ☐ Association	Street Address:		
☐ General Partnership ☐ Limited Partnership ☐ Corporation-State - Texas ☐ Other	City: El Paso State: TX ZIP: 79912		
Additional name(s) of conveying party(ies) attached? □ Yes ☑ No	☐ Individual(s) citizenship		
3. Nature of conveyance:	☐ Association☐ General Partnership		
	☐ Limited Partnership_☐ Corporation-State California		
☐ Assignment ☐ Merger ☐ Change of Name	Other		
☐ Security Agreement ☐ Change of Name ☐ Other	If assignee is not domiciled in the United States, a domestic representative designation is attached:		
Execution Date: October 15, 1998	is attached: □ Yes □ No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? □ Yes □ No		
4. Application number(s) or patent number(s):			
A. Trademark Application No.(s)	B. Trademark Registration No.(s)		
The Trademant Application (c)	1,999,930		
Additional numbers attr	ached? 🗅 Yes 🖾 No		
5. Name and address of party to whom correspondence	6. Total number of applications and registrations involved:		
concerning document should be mailed:	registrations involved.		
Name: Stewart L. Gitler			
Internal Address: Hoffman, Wasson & Gitler, P.C.	7. Total fee (37 CFR 3.41)\$\\\\40.00\\\\\\\\\\\\\\\\\\\\\\\\\		
Suite 522	☑ Enclosed		
	☐ Authorized to be charged to deposit account		
Street Address: 2361 Jefferson Davis Highway			
Chost Additions 2001 Delicinon Maria Internation	8. Deposit account number:		
	08-2455		
City: Arlington State: VA ZIP: 22202	(Attach duplicate copy of this page if paying by deposit account)		
08/21/2002 STON11 00000026 1999930 DO NOT USE	THIS SPACE		
01 FC:481 40.00 BP			
9. Statement and signature.			
To the best of my knowledge and belief, the foregoing information the original document.	ation is true and correct and any attached copy is a true copy of		
Stewart L. Gitler	Vutto 8/10/00		
	Signature Date		
Total number of pages including c	over sheet, attachments, and document:		



SECRETARY OF STATE

IT IS HEREBY CERTIFIED that the attached is/are true and correct copies of the following described document(s) on file in this office:

DCNL, INC. FILE NO. 1507765

ARTICLES OF MERGER

OCTOBER 19, 1998



IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in the City of Austin, on November 4, 1998.

Alberto R. Gonzales
Secretary of State

TRADEMARK
REEL: 002565 FRAME: 0527

BAM

ARTICLES OF MERGER MERGING DCNL, INC., A CALIFORNIA CORPORATION, WITH AND INTO DCNL MERGER CORP., A TEXAS CORPORATION

FILE()
In the Office of the Secretary of State of Texas

OCT 1 9 1998

CORPORATIONS SECTION

Pursuant to the provisions of Article 5.04 of the Texas Business Corporation Act and Section 1108 of the California General Corporation Law, the undersigned corporations adopt the following Articles of Merger for the purpose of merging DCNL, Inc., a California corporation ("DCNL, Inc."), with and into DCNL Merger Corp., a Texas corporation ("DCNL Merger Corp."), in accordance with the provisions of Article 5 of the Texas Business Corporation Act and Chapter 11 of the California General Corporation Law. DCNL, Inc. and DCNL Merger Corp. are each a "Constituent Corporation" and collectively, the "Constituent Corporations."

1. The name of each Constituent Corporation, the type of such Constituent Corporation and the laws under which such corporation was organized and governed are:

Name of Corporation or Other Entity	Type of Entity	State California	
DCNL, Inc.	Corporation		
DCNL Merger Corp.	Corporation	Texas	

- 2. An Agreement and Plan of Merger (the "Plan of Merger") was adopted and approved in accordance with the provisions of Article 5.03 of the Texas Business Corporation Act providing for the merger of DCNL, Inc. with and into DCNL Merger Corp., and resulting in DCNL Merger Corp. being the surviving corporation (the "Surviving Corporation") in the merger.
- 3. The articles of incorporation of DCNL Merger Corp. shall be the articles of incorporation of the Surviving Corporation, except that Article One of the articles of incorporation of the Surviving Corporation is hereby amended as follows:

"ARTICLE ONE

The name of the Corporation is DCNL, Inc."

4. As to each of the Constituent Corporations, the approval of whose shareholders is required, the number of outstanding shares of stock of such Constituent Corporation entitled to vote on the Plan of Merger is as follows:

DATA2/37722-5

Name of Corporation DCNL, Inc.	Number of Shares Outstanding 10,000	Designation of Class or Series Common	Number of Shares Entitled to Vote as a Class or Series None
DCNL Merger Corp.	100	Common	None

5. As to each of the Constituent Corporations, the approval of whose shareholders is required, the number of shares voted for and against the Plan of Merger, respectively, is as follows:

Name of Corporation	Total Voted For	Total Voted <u>Against</u>	Class of Series
DCNL, Inc.	10,000	0	Common
DCNL Merger Corp.	100	0	Common

- 6. The complete executed Plan of Merger is on file at the principal place of business of the Surviving Corporation, which is 6827 Market Avenue, El Paso, Texas 79915, and a copy of the Plan of Merger will be furnished by the Surviving Corporation on request and without cost to any shareholder of either Constituent Corporation.
- 7. DCNL Merger Corp. hereby certifies that the Plan of Merger and the performance of its terms were duly authorized by all action required by the laws under which it was incorporated or organized and by its constituent documents.
- 8. DCNL, Inc. hereby certifies that the Plan of Merger and the performance of its terms were duly authorized by all action required by the laws under which it was incorporated or organized and by its constituent documents.

2

IN WITNESS WHEREOF, the undersigned have executed these Articles of Merger as of the 15th day of October, 1998.

DCNL, INC.,

a California corporation

President

Nini Cohen

Secretary

DCNL MERGER CORP.,

a Texas corporation

Gerald J. Rubin

Chief Executive Officer

Senior Vice-President, Finance, Chief Financial Officer,

and Secretary

3

DATA2/37722-5

RECORDED: 08/20/2002

TRADEMARK REEL: 002565 FRAME: 0530