

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	03/11/2004

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
I B C International Corp.		03/11/2004	CORPORATION: ILLINOIS
Hearthware Home Products, Inc.		03/11/2004	CORPORATION: ILLINOIS

**RECEIVING PARTY DATA**

Name:	IBC-Hearthware Inc.
Street Address:	880 Lakeside Drive
City:	Gurnee
State/Country:	ILLINOIS
Postal Code:	60031
Entity Type:	CORPORATION: ILLINOIS

**PROPERTY NUMBERS Total: 2**

Property Type	Number	Word Mark
Serial Number:	77136237	HEARTHWARE HOME PRODUCTS, INC
Registration Number:	2304549	HEARTHWARE

**CORRESPONDENCE DATA**

Fax Number: (202)344-8300  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: (202) 344-4000  
 Email: trademarkdocket@venable.com  
 Correspondent Name: Marcia A. Auberger  
 Address Line 1: 575 7th Street, N.W.  
 Address Line 4: Washington, DISTRICT OF COLUMBIA 20004

ATTORNEY DOCKET NUMBER:	46017-255288
NAME OF SUBMITTER:	Marcia A. Auberger

CH \$65.00 77136237

Signature:

/Marcia A. Auberger/

Date:

01/10/2008

Total Attachments: 2

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BCA 11.25 (rev. Dec. 2003)  
 ARTICLES OF MERGER,  
 CONSOLIDATION OR EXCHANGE  
 Under the Corporation Act

Jesse White, Secretary of State  
 Department of Business Services  
 State Capitol, IL 62756  
 Telephone: (217) 782-6861  
 Website: www.dbs.sos.state.il.us

Registration in the form of a  
 cash money order payable to  
 the Secretary of State

The fee is \$100, but if merger or  
 consolidation involves more than 2  
 companies \$50 for each additional  
 company

**FILED**  
**MAR 11 2004**  
 JESSE WHITE  
 SECRETARY OF STATE

File # 6342-1146 Filing Fee: \$ 100.00 Approved: [Signature]  
 Submit in duplicate Type or Print clearly in black ink Do not write above this line

Strike inapplicable words in items 1, 3 and 4

Names of the corporations proposing to <sup>merge</sup> consolidate and the state or country of their incorporation  
 exchange shares

Name of Corporation	State or Country of Incorporation	Corporation File Number
<u>I B C International Corp.</u>	<u>IL</u>	<u>6186-785-6</u>
<u>Hearthware Home Products, Inc.</u>	<u>IL</u>	<u>5970-840-6</u>

The laws of the state or country under which each corporation is incorporated permits such merger, consolidation or exchange.  
Illinois

Name of the surviving new corporation IBC-Hearthware Inc.  
 acquiring  
 It shall be governed by the laws of Illinois

If not sufficient space to cover this point, add one or more sheets of this size.

Plan of consolidation is as follows  
 merger  
 exchange

See enclosed plan of merger

5. Plan of merger consolidation was approved, as to each corporation not organized in Illinois, in compliance with the laws of the exchange state under which it is organized, and (b) as to each Illinois corporation, as follows:

(The following items are not applicable to mergers under § 11.30 — 90% owned subsidiary provisions. See Article 7.)

(Only "X" one box for each Illinois corporation)

By the shareholders, a resolution of the board of directors having been duly adopted and submitted to a vote at a meeting of shareholders. Not less than the minimum number of votes required by statute and by the articles of incorporation voted in favor of the action taken.

(§ 11.20)

By written consent of the shareholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accordance with § 7.10 (§ 11.20)

By written consent of ALL the shareholders entitled to vote on the action, in accordance with § 7.10 & § 11.20

Name of Corporation	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
I B C International Corp.	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Hearthware Home Products, Inc.	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

6. (Not applicable if surviving, new or acquiring corporation is an Illinois corporation)

It is agreed that, upon and after the issuance of a certificate of merger, consolidation or exchange by the Secretary of State of the State of Illinois:

- a. The surviving, new or acquiring corporation may be served with process in the State of Illinois in any proceeding for the enforcement of any obligation of any corporation organized under the laws of the State of Illinois which is a party to the merger, consolidation or exchange and in any proceeding for the enforcement of the rights of a dissenting shareholder of any such corporation organized under the laws of the State of Illinois against the surviving, new or acquiring corporation.
- b. The Secretary of State of the State of Illinois shall be and hereby is irrevocably appointed as the agent of the surviving, new or acquiring corporation to accept service of process in any such proceedings, and
- c. The surviving, new, or acquiring corporation will promptly pay to the dissenting shareholders of any corporation organized under the laws of the State of Illinois which is a party to the merger, consolidation or exchange the amount, if any, to which they shall be entitled under the provisions of "The Business Corporation Act of 1983" of the State of Illinois with respect to the rights of dissenting shareholders