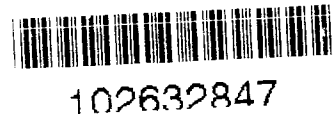


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PATENTS ONLY

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12-24-2003

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Please record the attached original documents or copies thereof.

1. Name of conveying party(ies):
Marta Phillips, Jason Arena, R.E. Tod Dawson, Victor Ivenitsky, David Mathieu and Giovanni Pagnotta

2. Name and address of receiving party(ies):
**ACME UNITED CORPORATION
1931 BLACK ROCK TURNPIKE
FAIRFIELD, CONNECTICUT 06432
US**

3. Nature of conveyance:
XXXX Assignment _____ Merger
_____ Security Agreement _____ Change of Name
_____ Other: _____

Execution Date: **November 5, 2003, November 6, 2003, November 6, 2003, November 7, 2003, November 25, 2003 and November 7, 2003.**

4. Application number(s) or application date(s):
If this document is being filed together with a new application, the execution date of the application is:

A. Application/Patent No. B. Application/Issue Date
29/191,065 **October 1, 2003**

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

Charles N.J. Ruggiero, Esq.
Ohlandt, Greeley, Ruggiero & Perle, L.L.P.
One Landmark Square, 10th Floor
Stamford, Connecticut 06901-2682 U.S.A.

6. Total No. of applications and patents involved: 1.

7. Total Fee (37 C.F.R. 3.41(h)) \$40.00/assignment.

XXXXX **CUSTOMER NO.: 27623**
XXXXX Enclosed

12/19/2003 SDEH001 00000110 29191065
01 FC:0021 40.00 DP

Authorized to be charged to deposit account.

The Commissioner is hereby authorized to charge any additional fees under 37 C.F.R. 3.41 that may be required with this communication or credit any overpayment, to Deposit Account No. **01-0467**. A duplicate copy of this Form is enclosed.

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.

Charles N.J. Ruggiero
Name of Person Signing

Charles N.J. Ruggiero 12/15/03
Signature Date

Total number of pages including cover sheet, attachments and document: 5.

ASSIGNMENT

FOR valuable and legally sufficient considerations, receipt of which is hereby acknowledged, we, **MARTA PHILLIPS**, a citizen of United States, and a resident of 180 Papermill Lane, Fairfield, CT 06824; **JASON ARENA**, a citizen of United States, and a resident of 180 Turn of River Road, Unit 12D, Stamford, CT 06905; **R. E. TOD DAWSON**, a citizen of the United States, and a resident of 100 North Lake Shore Drive, Brookfield, Connecticut 06804; **VICTOR IVENITSKY**, a citizen of United States, and a resident of 30 Ridgeland Road, South Salem, NY 10590; **DAVID MATHIEU**, a citizen of United States, and a resident of 904 Main Street, P.O. Box 14, South Glastonbury, CT 06073; and **GIOVANNI PAGNOTTA**, a citizen of United States, and a resident of 1 Landmark Square, #207, Port Chester, NY 10573 have co-invented certain new and useful improvements in

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hereby assign to **ACME United Corporation**, a Connecticut corporation having its principal office at 1931 Black Rock Turnpike, Fairfield, Connecticut 06432 (hereinafter referred to as "Assignee"), the entire right, title and interest in and to such invention, together with the patent rights and rights of protection to the same throughout the world, including any patent rights which may result from the application for United States Letters Patent which was filed in the United States Patent and Trademark Office on **October 1, 2003** and assigned Serial No. **29/191,065**, and any continuation, divisions, continuation-in-part applications, inventor's certificates and extensions thereof, preparatory to obtaining Letters Patent of the United States therefor; said invention, application and Letters Patent to be held and enjoyed by said Assignee for its own use and behoof and for the use and behoof of its successors and assigns, to the full end of the term for which said Letters Patent or other rights of protection may be granted as entirely as the same would have been held and enjoyed by us had the assignment not been made.

Date: 9 December, 2003 [Signature]
By: R. E. Tod Dawson

STATE OF Connecticut
COUNTY OF Fairfield) SS

Sworn to before me this 7th day of November, 2003.

[Signature]
Notary **SHERI DELANEY**
NOTARY PUBLIC
MY COMMISSION EXPIRES 7.31/2007

Date: NOVEMBER 7, 2003 [Signature]
By: Victor Ivenitsky

STATE OF Connecticut
COUNTY OF Fairfield) SS

Sworn to before me this 7th day of November, 2003.

[Signature]
Notary **SHERI DELANEY**
NOTARY PUBLIC
MY COMMISSION EXPIRES 7.31/2007

Date: 11/25, 2003 [Signature]
By: David Mathieu

STATE OF Connecticut
COUNTY OF Hartford) SS South Glastonbury

Sworn to before me this 25 day of November, 2003.

CHERYL FLYNN
NOTARY PUBLIC
MY COMMISSION EXPIRES OCT. 31, 2008

[Signature]
Notary

Date: 11.7-, 2003 *Giovanni Pagnotta*
By: Giovanni Pagnotta

STATE OF Connecticut
COUNTY OF Fairfield SS

Sworn to before me this 7th day of November, 2003.

Sheri Delaney
Notary **SHERI DELANEY**
NOTARY PUBLIC
MY COMMISSION EXPIRES 7/31/2007