

Form PTO-1595 (Rev. 03/05)
OMB No. 0651-0027 (exp. 6/30/2006)

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

RECORDATION FORM COVER SHEET PATENTS ONLY

To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)

ACORN PRODUCTS, INC.
390 W. NATIONWIDE BLVD.
COLUMBUS, OH 43215

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

Name: AMES TRUE TEMPER, INC.

Internal Address: _____

Street Address: _____

465 RAILROAD AVENUE

City: CAMP HILL

State: PA

Country: US Zip: 17011

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance/Execution Date(s):

Execution Date(s) 09/29/2006

- Assignment Merger
- Security Agreement Change of Name
- Joint Research Agreement
- Government Interest Assignment
- Executive Order 9424, Confirmatory License
- Other _____

4. Application or patent number(s):

This document is being filed together with a new application.

A. Patent Application No.(s)

SEE SCHEDULE A

B. Patent No.(s)

SEE SCHEDULE B

Additional numbers attached? Yes No

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

Name: DAVID V. RADACK

Internal Address: _____

ECKERT SEAMANS CHERIN & MELLOTT, LLC

Street Address: 600 GRANT STREET, 44TH FLOOR

City: PITTSBURGH

State: PENNSYLVANIA Zip: 15219

Phone Number: 412/566-6777

Fax Number: 412.566.6099

Email Address: dradack@eckertseamans.com

6. Total number of applications and patents involved: 13**7. Total fee (37 CFR 1.21(h) & 3.41) \$420.00**

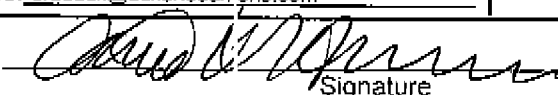
- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed
- None required (government interest not affecting title)

8. Payment Information

a. Credit Card Last 4 Numbers 1014
Expiration Date 02/2007

b. Deposit Account Number _____

Authorized User Name _____

9. Signature:

Signature

FEBRUARY 13, 2007
Date

DAVID V. RADACK
Name of Person Signing

Total number of pages including cover sheet, attachments, and documents:

Documents to be re-recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, V.A. 22313-1450

CIP \$520.00 10727260

PATENT

SCHEDULE A
U.S. Patent Applications

<u>Title</u>	<u>Serial No.</u>
1. Roof Ripper	10/727,260

PATENT

SCHEDULE B
U.S. Patents

<u>Title</u>	<u>Serial No.</u>
1. Implement with Reinforcing Rib or Corrugation	6,170,893
2. Tool Holder	6,260,865
3. Snap-in Handle Assembly for a Tool	6,315,488
4. Post Hole Digger Blade	D401,125
5. Hose Reel Casing	D410,375
6. Snow Tool Blade	D417,826
7. Rake Head	D425,384
8. Rake Head	D426,437
9. Handle Shaft for a Gardener Snow Tool	D427,494
10. Stackable Yard Cart	D470,291
11. Bulb Planter	D521,823
12. Cultivator Head for Hand Tool	D522,324

PATENT

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"ACORN PRODUCTS, INC.", A DELAWARE CORPORATION,
WITH AND INTO "AMES TRUE TEMPER, INC." UNDER THE NAME OF "AMES TRUE TEMPER, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF SEPTEMBER, A.D. 2006, AT 6:14 O'CLOCK P.M.

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



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

0907403 8100M

060902107

AUTHENTICATION: 5082091

DATE: 09-29-06

PATENT

State of Delaware
Secretary of State
Division of Corporations
Delivered 06:14 PM 09/29/2006
FILED 06:14 PM 09/29/2006
SRV 060902107 - 0907403 FILE

CERTIFICATE OF OWNERSHIP AND MERGER

OF

ACORN PRODUCTS, INC.**(a Delaware corporation)**

INTO

AMES TRUE TEMPER, INC.**(a Delaware corporation)**

Pursuant to Sections 103 and 253 of the
Delaware General Corporation Law

Ames True Temper, Inc., a Delaware corporation (the "Corporation"), hereby certifies that:

1. The Corporation is the owner of all of the outstanding shares of common stock of Acorn Products, Inc., a Delaware corporation.
2. The Board of Directors of the Corporation by unanimous written consent dated September 29, 2006, pursuant to Section 141(f) of the General Corporation Law of the State of Delaware (the "DGCL"), duly adopted resolutions authorizing the merger of Acorn Products, Inc. into the Corporation pursuant to Section 253 of the DGCL. A true copy of such resolutions is annexed hereto as Exhibit A. Such resolutions have not been modified or rescinded and are in full force and effect on the date hereof.

10233302.2

PATENT

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Ownership and Merger this 7th day of September, 2006.

AMES TRUE TEMPER, INC.

By: 
Name: Richard C. Dell
Title: Chief Executive Officer

10233302.1

Exhibit AResolutions of the Board of Directors of Ames True Temper, Inc.

RESOLVED, that the Board of Directors deems it advisable and in the best interests of the Corporation that effective as of the date of filing with the Secretary of State of the State of Delaware of the Certificate of Ownership and Merger by the Corporation, Acorn Products, Inc. ("Acorn") be merged with and into the Corporation pursuant to Section 253 of the DGCL, and the same hereby is, in all respects approved and adopted, with such changes therein or additions thereto as may be approved, deemed necessary, appropriate or advisable by any officer of the Corporation, with the signature of such officer being conclusive evidence of the same, and any officer of the Corporation is hereby authorized to execute and to deliver when so executed, and the Corporation be, and it hereby is, authorized to perform its obligations under, these resolutions, and such merger of Acorn with and into the Corporation (the "Merger") with the Corporation being the "surviving entity" is hereby adopted and approved in all respects; and further

RESOLVED, that the officers of the Corporation be, and each of them hereby is, authorized, empowered and directed to execute and acknowledge in accordance with the DGCL a Certificate of Ownership and Merger to be filed with the Secretary of State of the State of Delaware, in substantially the form attached hereto as Exhibit A, with such changes therein and additions thereto as the officers executing the same shall approve, such approval to be conclusively evidenced by such officers' execution thereof; to cause the Certificate of Ownership and Merger to be filed and recorded in accordance with the DGCL; and to execute, record and/or file such other instruments, agreements, documents or certificates and to take any and all such other actions and to do or cause to be done any and all such other things as such officers may deem necessary, appropriate or desirable to consummate the Merger, to cause the Merger to be effective in accordance with the DGCL, and otherwise to effectuate the purposes of the foregoing resolution; and further

RESOLVED, that all actions of any kind previously taken by the officers or director of the Corporation that are within the authority conferred by the foregoing resolutions and the transactions described therein are hereby approved, ratified, confirmed and adopted in all respects as the acts and deeds of the Corporation; and further

RESOLVED, that the proper officers of the Corporation be, and each of them hereby is, authorized and directed, on behalf of and in the name of the Corporation, to take any other action as the officer so acting shall deem necessary, appropriate or desirable to carry out the intent or purpose of the foregoing resolutions, the taking of any such action to establish conclusively such officer's authority therefor and the approval and ratification by the Board of Directors and the Corporation.

10233302.2

PATENT