

06-02-1999

RECEIVED
DEPARTMENT OF COMMERCE
Patent and Trademark Office



101055043

MAY 25 1999

mld 5.25.99

Tab settings

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

1. Name of conveying party(ies): Salton/Maxim Housewares, Inc.

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation-State (Delaware)
- Other _____

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

2. Name and address of receiving party(ies):

Name: Salton, Inc.

Internal Address: _____

Street Address: 550 Business Center Drive

City: Mount Prospect State: IL ZIP: 60056

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Delaware
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designation must be a separate document from Assignment)

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

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other _____

Execution Date: January 7, 1999

4. Application number(s) or registration number(s):

A. Trademark Application No. (s)

B. Trademark Registration No. (s) 669,340 (see attached Schedule)

Additional numbers attached? Yes No

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

Name: Lori E. Lesser, Esq.

Internal Address: Simpson Thacher & Bartlett

Street Address: 425 Lexington Avenue

05/28/1999 JSHABAZZ 00000279 669340

01 FC:487 \$6.00 OF

City: New York State: New York ZIP: 10017

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$40

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

(Attached duplicate copy of this page if paying by deposit account)

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.

Lori E. Lesser, Esq.
Name of Person Signing

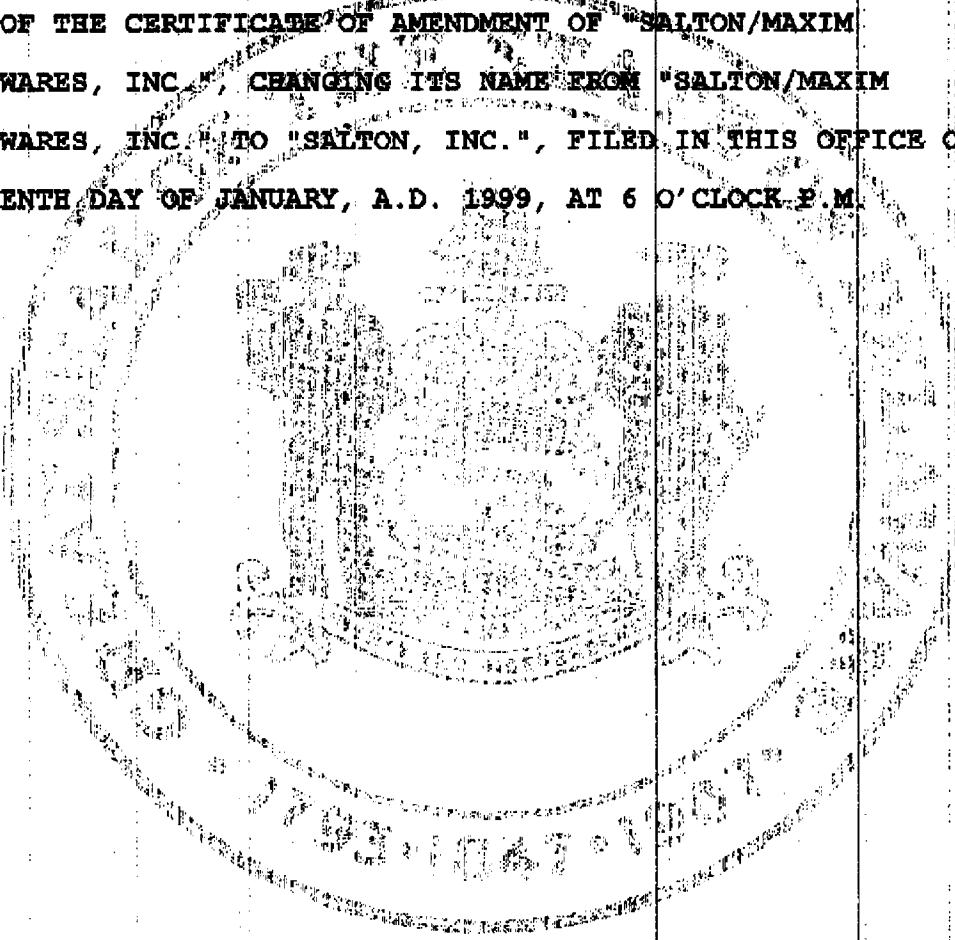
[Signature]
Signature

5/25/99
Date

Total number of pages comprising cover sheet: 3

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

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "SALTON/MAXIM HOUSEWARES, INC.", CHANGING ITS NAME FROM "SALTON/MAXIM HOUSEWARES, INC." TO "SALTON, INC.", FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF JANUARY, A.D. 1999, AT 6 O'CLOCK P.M.



Edward J. Freel

Edward J. Freel, Secretary of State

2266811 8100

991151015

AUTHENTICATION: 9692217

DATE: 04-16-99

**AMENDMENT TO THE
SECOND AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
SALTON/MAXIM HOUSEWARES, INC.
(Pursuant to Section 242 of the
General Corporation Law of Delaware)**

It is hereby certified that:

1. The name of the corporation (hereinafter called the "corporation") is:

Salton/Maxim Housewares, Inc.


2. This Amendment to the Second Amended and Restated Certificate of Incorporation hereby amends Article FIRST of the Second Amended and Restated Certificate of Incorporation of the corporation as set forth herein.

3. Article First is hereby deleted in its entirety and the following shall be inserted herein:

FIRST: The name of the corporation is Salton, Inc.

4. This Amendment to the Second Amended and Restated Certificate of Incorporation has been duly adopted by the required vote of stockholders in accordance with Section 242 of the General Corporation Law of Delaware.

Signed and attested to on January 13, 1999.

By: 
 Title: President

Attest:

 Neal Aizenstein

2206176

STATE OF DELAWARE
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 FILED 06:00 PM 01/15/1999
 991019762 - 2266811