

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/17/2006

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
HP Intellectual Corp.		12/31/2005	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Applica Consumer Products, Inc.
Street Address:	3633 Flamingo Road
City:	Miramar
State/Country:	FLORIDA
Postal Code:	33027
Entity Type:	CORPORATION: FLORIDA

PROPERTY NUMBERS Total: 127

Property Type	Number	Word Mark
Serial Number:	78711597	CLEAR20
Serial Number:	78711118	CLEAR20
Serial Number:	78433711	LITTER CENTER
Serial Number:	78424651	FUN TO GIVE. GREAT TO GET.
Serial Number:	78711129	CLEAR20
Serial Number:	78694473	GIZMO
Serial Number:	78475863	FRESHGUARD
Serial Number:	78458100	GIZMO
Serial Number:	78545567	INFRAWAVE
Serial Number:	78558860	CERAMIC THERMAL DOMES
Serial Number:	78688675	LITTER MAID
Serial Number:	78433722	ELITE
Serial Number:	78391249	BUZZ

CH \$3190.00 78711597

Serial Number:	78388413	BUZZ STAINS OUT!
Serial Number:	78385194	BUZZ
Serial Number:	78385191	BUZZ IT OUT!
Serial Number:	78369998	MEGA HOT
Serial Number:	78369994	SOLID GOLD
Serial Number:	78369946	PREMIERE
Serial Number:	78367963	CONVERTMENU
Serial Number:	78351234	PEST-X
Serial Number:	78342180	CHANGES IN A TWIST
Serial Number:	78328194	BELSON
Serial Number:	78324841	TWIST MIXER
Serial Number:	78319441	STEAM 'N CREASE
Serial Number:	78315848	OPEN-IT-ALL
Serial Number:	78315827	CRUSH MASTER
Serial Number:	78308535	FIRST IMPRESSIONS
Serial Number:	78290444	BUZZ
Serial Number:	78289747	THE ART OF BREWING
Serial Number:	78283866	STAIN CATCHER
Serial Number:	78283865	BUZZ
Serial Number:	78262680	ULTRA TECH
Serial Number:	78257350	PRESS'N DRESS
Serial Number:	78249102	INFUZE
Serial Number:	78242870	STEAMADVANTAGE
Serial Number:	78241992	SURE STEAM SYSTEM AUTOMATICALLY ADJUSTS STEAM
Serial Number:	78241990	SMARTEMP SIGNALS READY TEMPERATURE AND AUTO OFF
Serial Number:	78241988	AUTOMATIC SHUT-OFF
Serial Number:	78241983	SMART STEAM AUTOMATIC VARIABLE STEAM
Serial Number:	78239952	INFRAWAVE
Serial Number:	78239951	INFRAWAVE
Serial Number:	78231256	ELANTRA GOLD
Serial Number:	78218225	GIZMO
Serial Number:	78204499	ARCTIC TWISTER
Serial Number:	78201266	ECLIPSE
Serial Number:	78182730	SHOOB

Serial Number:	78178298	PRESS 'N GO
Serial Number:	78177878	ZEN
Serial Number:	78177875	SONICWEB
Serial Number:	78173422	QUICKPRESS
Serial Number:	78166706	DIGITAL ADVANTAGE
Serial Number:	78152652	SAHARA
Serial Number:	78149190	LIDS OFF
Serial Number:	78147138	TUXEDO
Serial Number:	78146109	CHROMFX
Serial Number:	78141133	CLASSIC CHROME
Serial Number:	78129136	FIRENZE
Serial Number:	78101180	PRESTIGE ELITE
Serial Number:	78092130	CORD REEL
Serial Number:	78090092	ELANTRA
Serial Number:	78083989	ZONGAI
Serial Number:	78074418	THERMAGUARD
Serial Number:	78072581	FRYMATE
Serial Number:	78068197	PETAL BRITES
Serial Number:	78064147	SILENT FORCE
Serial Number:	78061260	I2I
Serial Number:	78054940	RAIN SAFE
Serial Number:	78050376	THERMAL SELECT
Serial Number:	78048577	CHILL BUSTER
Serial Number:	78048480	HEAT XTREME
Serial Number:	78044523	BLACK PEARL
Serial Number:	78044421	ROOM SELECT
Serial Number:	78043701	ARIZE
Serial Number:	78042790	SLIMLINE
Serial Number:	78042476	DURAGLIDE
Serial Number:	78042140	STEAM 'N GO
Serial Number:	78041497	GIZMO
Serial Number:	78035840	CARING FOR YOU AND YOUR CAT
Serial Number:	78034976	AST
Serial Number:	78033525	SMARTGRIND DELUXE
Serial Number:	78027189	PRESTIGE

Serial Number:	78025056	MINIPRO PLUS
Serial Number:	78025051	MINIPRO
Serial Number:	78021480	ULTRA TECH
Serial Number:	78754410	PROFILES SPA
Serial Number:	78741868	CAFE NOIR
Serial Number:	78703585	WORRY-FREE TIMER
Serial Number:	78685330	COMFORT GRIP
Serial Number:	78684935	COMFORT GRIP
Serial Number:	78683509	COMARE FRESCO COLLECTION
Serial Number:	78654424	RAINSAFE SHUTS OFF FAN WHEN RAIN IS DETECTED
Serial Number:	78644958	CERAMIC-GLIDE
Serial Number:	78626699	MIXES AS YOU POUR!
Serial Number:	78624613	TIP 'N MIX
Serial Number:	78613514	ADVANTAGE STEAM
Serial Number:	78608881	2-TANK
Serial Number:	78604537	COMARE MEDALLION
Serial Number:	78590377	COMARE DIAMOND
Serial Number:	78588542	EUROBREW
Serial Number:	78584615	NO MORE TIRED HANDS
Serial Number:	78584491	MASTER PROFESSIONAL COLLECTION
Serial Number:	78579034	AQOS
Serial Number:	78571960	ERGO
Serial Number:	78521089	SMART CAT
Serial Number:	78520294	DIGITAL ADVANTAGE
Serial Number:	78510393	MARDI GRAS
Serial Number:	78509347	MIDGI
Serial Number:	78500630	PROFILES SPA
Serial Number:	78500511	GRIPPERS
Serial Number:	78499630	YORKSHIRE
Serial Number:	78496301	WINDMERE
Serial Number:	78475832	FRESHGUARD
Serial Number:	78469487	WINDMERE
Serial Number:	78469475	WINDMERE
Serial Number:	78469455	SOLID GOLD
Serial Number:	78464292	MULTI-CUISINE GRANDE

Serial Number:	78458133	RED CERAMICS
Serial Number:	78458090	GIZMO
Serial Number:	78454764	PEDI-SMOOTH
Serial Number:	78447031	KAOLIN TX
Serial Number:	78437072	VENICE
Serial Number:	78437061	COLOSSAL
Serial Number:	78437050	FRESCO
Serial Number:	78437040	MILANO
Serial Number:	78435399	LIDS OFF
Serial Number:	78433914	DUETTO STYLER

CORRESPONDENCE DATA

Fax Number: (512)322-8335
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 5123222673
Email: austmdept@bakerbotts.com
Correspondent Name: Raman N. Dewan
Address Line 1: Baker Botts L.L.P.
Address Line 2: 98 San Jacinto Blvd., Ste. 1500
Address Line 4: Austin, TEXAS 78701

ATTORNEY DOCKET NUMBER:	074104.2063
NAME OF SUBMITTER:	Lisa R. Carstarphen
Signature:	/lrc/
Date:	04/17/2006

Total Attachments: 3
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Delaware

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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 MERGER, WHICH MERGES:

"HP INTELLECTUAL CORP.", A DELAWARE CORPORATION,

WITH AND INTO "APPLICA CONSUMER PRODUCTS, INC." UNDER THE NAME OF "APPLICA CONSUMER PRODUCTS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF FLORIDA, AS RECEIVED AND FILED IN THIS OFFICE THE SEVENTEENTH DAY OF JANUARY, A.D. 2006, AT 1:40 O'CLOCK P.M.

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



4094700 8100M

060042747

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4453231

DATE: 01-17-06

TRADEMARK
REEL: 003290 FRAME: 0850

STATE OF DELAWARE

CERTIFICATE OF MERGER
OF
HP INTELLECTUAL CORP, a Delaware corporation
INTO
APPLICA CONSUMER PRODUCTS, INC., a Florida corporation

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of each constituent corporation is HP Intellectual Corp., a Delaware corporation and Applica Consumer Products, Inc., a Florida corporation.

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations pursuant to Title 8, Section 252.

THIRD: The name of the surviving corporation is Applica Consumer Products, Inc., a Florida corporation.

FOURTH: The Articles of Incorporation of the surviving corporation shall be its Articles of Incorporation.

FIFTH: The merger is to become effective as of January 17, 2006.

SIXTH: The Agreement of Merger is on file at the offices of Applica Consumer Products, Inc. at 3633 Flamingo Road, Miramar, Florida 33027.

SEVENTH: A copy of the Agreement of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

EIGHTH: The surviving corporation agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of the surviving corporation arising from this merger, including any suit or other proceeding to enforce the rights of any stockholders as determined in appraisal proceedings pursuant to the provisions of Section 262 of the Delaware General Corporation laws, and irrevocably appoints the Secretary of the State of Delaware as its agent to accept services of process in any such suit of proceeding. The Secretary of State shall mail any such process to the surviving corporation at 3633 Flamingo Road, Miramar, Florida 33027

IN WITNESS WHEREOF, said surviving corporation has caused this certificate to be signed
by an authorized officer this 31st day of December, 2005.

APPLICA CONSUMER PRODUCTS, INC.

By: *Lisa R. Carstarphen*
Name: Lisa R. Carstarphen
Title: Corporate Secretary