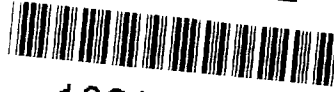


08-01-2002



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2 SHEET
1 Y

BOX ASSIGNMENTS, Commissioner of Patents and Trademarks, Washington, D.C. 20251
Please record and index the attached original documents or copy thereof.

1. Name of conveying party(ies): **Kryptonite Corporation**
 State of Massachusetts_Corporation

7-24-02

3. Nature of Conveyance: Merger

Execution Date: **March 27, 2002**

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

Name: **Schlage Lock Company**

Address: 1915 Jamboree Drive

City: Colorado Springs State: CO Zip: 80920

Type of Company: Corporation

Corporation-State: California

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

4. A. Trademark Application No.(s) See attached

75368391

B. Trademark Registration No.(s) See attached

Additional numbers attached? Yes No

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

Dyann L. Kostello
 Michael Best & Friedrich LLP
 3773 Corporate Parkway Suite 360
 Center Valley, Pennsylvania 18034

07/31/2002 GT0N11 00000066 75368391

01 FC:481 40.00 DP
 02 FC:482 1500.00 DP

6. Total number of applications and registrations involved: 61

7. Total fee (37 CFR 3.41):.....1,540.00

Enclosed

Deficiencies in fee charged to deposit account

8. Deposit account number: 09-0260

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 JUL 24 AM 10:22
 FINANCE SECTION
 U.S. DEPARTMENT OF COMMERCE
 PATENT AND TRADEMARK OFFICE

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.

Dyann L. Kostello
 Name of Person Signing

Signature

July 23, 2002
 Date

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

United States Postal Service Express Mail Mailing Label No. EV139484903US

cc: Docketing

TRADEMARK
REEL: 002553 FRAME: 0726

Client/Matter	Mark	Appl. No.	Filed	Reg. No.	Issued
56227/9026	BALL & CHAIN	75/368,391	10/6/97	2,214,331	12/29/98
56227/9027	BARBED WIRE	75/042,472	1/16/96	2,088,303	8/12/97
56227/9028	BENT FOOT	75/042,473	1/16/96	2,191,185	9/22/98
56227/9029	BIKELOCK KRYPTONITE and Design	73/060,884	8/20/75	1,253,568	10/11/83
56227/9031	EVOLITE	75/028,700	12/4/95	2,043,080	3/11/97
56227/9032	EVOLUTION 2000	74/800,999	9/3/91	1,770,727	5/11/93
56227/9033	FLEX SECURITY	75/169,019	9/20/96	2,181,239	8/11/98
56227/9034	GORGON	75/176,603	10/3/96	2,148,344	3/31/98
56227/9035	HARD WIRE	75/188,150	10/28/96	2,103,481	10/7/97
56227/9036	K and Design	75/716,799	5/28/99		
56227/9036	K and Design	75/717,114	5/28/99		
56227/9036	K and Design	75/716,798	5/28/99		
56227/9036	K and Design	75/717,115	5/28/99		
56227/9037	K-4	73/458,606	12/27/83	1,307,647	12/4/84
56227/9038	K-5	73/519,163	1/24/85	1,352,417	8/6/85
56227/9039	KRAIT	75/176,647	10/3/96	2,149,789	4/7/98
56227/9040	KRYPTO	75/707,267	5/17/99	2,332,840	3/21/00
56227/9041	KRYPTO DISCO	75/493,995	6/1/98	2,330,279	3/14/00
56227/9042	KRYPTO LOK	73/581,967	2/10/86	1,416,395	11/11/86
56227/9043	KRYPTO-CABLE	73/656,339	4/20/87	1,464,275	11/10/87
56227/9044	KRYPTOFLEX	74/597,941	11/14/94	2,003,582	9/24/96
56227/9045	KRYPTOKOIL	75/368,388	10/6/97	2,247,281	5/25/99
56227/9046	KRYPTONITE	73/017,730	4/1/74	1,002,571	1/28/75
56227/9046	KRYPTONITE	74/619,196	1/9/95	2,244,791	5/11/99
56227/9046	KRYPTONITE	75/281,756	4/28/97	2,350,748	5/16/00
56227/9046	KRYPTONITE	75/565,350	10/5/98	2,269,238	8/10/99
56227/9046	KRYPTONITE	75/564,873	10/5/98		
56227/9046	KRYPTONITE	75/565,338	10/5/98		
56227/9046	KRYPTONITE	75/565,341	10/5/98		
56227/9046	KRYPTONITE	75/565,351	10/5/98		
56227/9046	KRYPTONITE	75/567,234	10/5/98		
56227/9046	KRYPTONITE	75/882,846	12/30/99		
56227/9046	KRYPTONITE	76/099,495	7/31/00		
56227/9046	KRYPTONITE	76/377,513	3/4/02		
56227/9046	KRYPTONITE	76/377,514	3/4/02		
56227/9046	KRYPTONITE	76/377,515	3/4/02		
56227/9048	KRYPTONITE-5	73/519,161	1/24/85	1,352,416	8/6/85
56227/9049	KRYPTONIUM	74/178,945	6/24/91	1,831,879	4/19/94
56227/9050	KRYPTOVAULT	75/368,389	10/6/97	2,254,953	6/22/99
56227/9051	MEAN STREETS	75/042,471	1/16/96	2,088,302	8/12/97
56227/9052	MEGALOCK	73/558,537	9/16/85	1,392,116	5/6/86
56227/9053	NEW YORK CHAIN	74/689,125	6/12/95	2,067,738	6/3/97
56227/9054	NEW YORK FAHGETTABOUDIT	76/259,405	5/21/01		
56227/9055	NEW YORK LOCK	74/478,332	1/11/94	2,189,522	9/15/98
56227/9055	NEW YORK LOCK	75/387,442	11/10/97		
56227/9055	NEW YORK LOCK	75/387,443	11/10/97		
56227/9055	NEW YORK LOCK	75/390,685	11/17/97		
56227/9055	NEW YORK LOCK	76/352,402	12/26/01		

Client/Matter	Mark	Appl. No.	Filed	Reg. No.	Issued
56227/9055	NEW YORK LOCK	76/352,403	12/26/01		
56227/9055	NEW YORK LOCK	76/355,141	1/7/02		
56227/9056	NEW YORK NOOSE	75/668,033	3/26/99		
56227/9058	RACKET	75/169,021	9/20/96	2,217,648	1/12/99
56227/9059	ROCK LOCK	75/167,303	9/17/96	2,095,109	9/9/97
56227/9060	STRONGHOLD	75/679,272	4/12/99		
56227/9061	THE MUSEUM LOCK	73/522,206	2/14/85	1,361,411	9/24/85
56227/9062	TOUGH WORLD, TOUGH LOCKS	75/633,404	2/4/99	2,485,710	9/4/01
56227/9063	TOUGHEST LOCK ON THE STREET	75/027,725	12/4/95	2,078,579	7/15/97
56227/9065	ENKRYPTONITE	75/567,397	10/5/98		
56227/9065	ENKRYPTONITE	76/377,516	3/4/02		
56227/9066	KRYPTOGRIP	76/407,276	5/3/02		
56227/9067	KRYPTONITE OUTSIDE	75/607,677	12/17/98		

CERTIFICATE OF OWNERSHIP

MERGING

Kryptonite Corporation

INTO

Schlage Lock Company

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

MAY 01 2002

BILL JONES, Secretary of State

We, Peter Hong, a Vice President, and Ronald G. Heller, the Secretary, of Schlage Lock Company, do hereby certify:

1. That they are a Vice President and the Secretary of this corporation.
2. That this corporation is duly organized and existing under the laws of the State of California.
3. That this corporation owns 100 percent of the outstanding shares of Kryptonite Corporation, a corporation duly organized and existing under the laws of the State of Massachusetts, the provisions of which permit a merger in the manner provided by Section 1110 of the California Corporations Code.
4. That the following resolutions were duly adopted and approved by the board of directors of this corporation:

RESOLVED, that Schlage Lock Company merge, and, effective May 1, 2002, does hereby merge into itself Kryptonite Corporation, its subsidiary; and

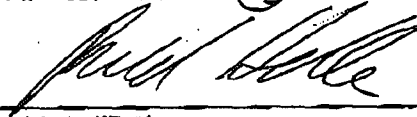
RESOLVED, that Schlage Lock Company assumes all of the obligations of Kryptonite Corporation pursuant to Section 1110 of the California Corporations Code.

5. This certificate shall become effective on May 1, 2002.

Each of the undersigned declares under penalty of perjury that the statements contained in the foregoing certificate are true of their own knowledge. Executed at Woodcliff Lake, New Jersey, on March 27, 2002.



Peter Hong
Vice President of Schlage Lock Company



Ronald G. Heller
Secretary of Schlage Lock Company





SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 1 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

MAY 03 2002

Bill Jones

Secretary of State

