

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: 133

Property Type	Number	Word Mark
Serial Number:	78433742	NO MORE TIRED HANDS
Serial Number:	76124128	BLUE DIAMOND
Serial Number:	76110005	MIRROR GO LIGHTLY
Serial Number:	76107111	SMARTGRIND
Serial Number:	76106608	GOLD 'N HOT
Serial Number:	76086334	BREW'N GO DELUXE
Serial Number:	76077243	MEGA HOT
Serial Number:	76073099	BLUE POWER
Serial Number:	76069034	BLUE DIAMOND
Serial Number:	76067631	
Serial Number:	76060536	CUP-AT-A-TIME
Serial Number:	76052576	CATENT
Serial Number:	76050722	APPLICA

CH \$3340.00 78433742

Serial Number:	76034571	QUICK 'N EASY PLUS
Serial Number:	76010351	SILVER BULLET
Serial Number:	76002910	SMARTBOIL
Serial Number:	76002909	SMARTBOIL PLUS
Serial Number:	76002908	SMARTBOIL DELUXE
Serial Number:	75933764	BREW 'N GO
Serial Number:	75933763	
Serial Number:	75931219	APPLICA
Serial Number:	75913259	
Serial Number:	75912436	SMARTBREW
Serial Number:	75896037	EXPERTIZ
Serial Number:	75849864	SMARTBREW PLUS
Serial Number:	75849834	SMARTBREW DELUXE
Serial Number:	75846466	SMARTBREW
Serial Number:	75842758	INSECT-X
Serial Number:	75842754	SPIDER-X
Serial Number:	75810743	STEAMXPRESS
Serial Number:	75809479	VERSABREW PLUS
Serial Number:	75797274	PEST-X
Serial Number:	75796541	PROFILES
Serial Number:	75779836	HAIR PRINTS
Serial Number:	75775981	PROBLEND
Serial Number:	75774383	HANDYOPENER
Serial Number:	75718075	CUP-AT-A-TIME
Serial Number:	75683256	QUICK 'N EASY
Serial Number:	75679436	SPIN 'N ROLL
Serial Number:	75668964	QUICK GRIP
Serial Number:	75659578	PARTYMATE
Serial Number:	75651229	SANDWICH XPRESS
Serial Number:	75629528	CITRUSMATE PLUS
Serial Number:	75625061	PARTYMATE
Serial Number:	75624459	PERFECT POUR
Serial Number:	75621241	TOAST-IT-ALL
Serial Number:	75621229	TOAST-IT-ALL PLUS
Serial Number:	75621015	TOAST-IT-ALL DELUXE

Serial Number:	75611137	SURE-GRIP
Serial Number:	75606738	EXPRESSO MIO
Serial Number:	75604149	DESIGNS THAT WORK FOR YOU
Serial Number:	75598012	TYPHOON
Serial Number:	75593110	TRIGGERGUARD
Serial Number:	75587124	WINDMERE
Serial Number:	75580723	VERSATOAST
Serial Number:	75579415	VERSABREW
Serial Number:	75571791	GRAND OPENINGS
Serial Number:	75537580	SIZZLELEAN
Serial Number:	75366428	DINING IN
Serial Number:	75366427	THERMAGUARD
Serial Number:	75366263	WORRY-FREE-TIMER
Serial Number:	75357268	ULTRA-TECH
Serial Number:	75205227	
Serial Number:	75174019	2-WAY STEAM CLEAN
Serial Number:	75174018	COMFORT GRIP
Serial Number:	75165082	PROFINISH
Serial Number:	75144236	BORA BORA
Serial Number:	75137227	POWERPRO
Serial Number:	75126843	PROFILES
Serial Number:	75113596	SMART STEAM
Serial Number:	75035527	SLICE RIGHT
Serial Number:	75035526	HANDY CHOPPER PLUS
Serial Number:	75017570	HANDY JUICER
Serial Number:	75016751	FLAVOR SCENTER
Serial Number:	75015499	SUPER CHOPPER
Serial Number:	75655985	FLAVOR SCENTER STEAMER PLUS
Serial Number:	75651231	FLAVOR SCENTER STEAMER
Serial Number:	75656570	FLAVOR SCENTER HANDY STEAMER
Serial Number:	74453125	JET BONNET
Serial Number:	74718204	SURE STEAM
Serial Number:	74712040	AUTO CLEAN
Serial Number:	74703951	QUICK'N'EASY
Serial Number:	74682955	STRAIGHT'N CURL

Serial Number:	74661088	POWERPRO
Serial Number:	74654634	SAIJO
Serial Number:	74654630	MASARU
Serial Number:	74596219	KUROTO
Serial Number:	74559136	BELSON
Serial Number:	74546633	CURLMASTER
Serial Number:	74541189	TOYO
Serial Number:	74539565	HMS
Serial Number:	74455271	BELSON
Serial Number:	74385954	BELSON PRO
Serial Number:	74376943	MULTI-TEMP
Serial Number:	74366198	BREW'N GO
Serial Number:	74361683	BELSON
Serial Number:	74349146	HANDY STEAMER
Serial Number:	74340930	PROFILES
Serial Number:	74338225	CURLMASTER
Serial Number:	74337968	SNEAK-A-CUP
Serial Number:	74320890	GOLD'N HOT
Serial Number:	74320885	BELSON
Serial Number:	74289932	PRO TOUCH
Serial Number:	74287834	BELSON
Serial Number:	74287833	GOLD'N HOT
Serial Number:	74275032	SOLID GOLD
Serial Number:	74253634	MTR
Serial Number:	74252058	YOSAN
Serial Number:	74222502	HI-TECH
Serial Number:	74202287	CURLMASTER
Serial Number:	74198936	BUMPER
Serial Number:	74153869	POWERPRO
Serial Number:	74129632	PREMIERE
Serial Number:	74122518	SALON DESIGNS
Serial Number:	74090131	PROTOUCH
Serial Number:	74086620	CURLMASTER
Serial Number:	74062312	GOLD'N HOT
Serial Number:	74049014	MARK V

Serial Number:	74045462	MARK II
Serial Number:	74045460	MARKY
Serial Number:	74038875	SHEAR TECHNOLOGY
Serial Number:	74016589	BELSON
Serial Number:	74453086	GOLD'N HOT
Serial Number:	73498127	GOLD'N HOT
Serial Number:	73822534	BELSON
Serial Number:	73613951	WINDMERE SIGNATURE COLLECTION
Serial Number:	73605284	SOLID GOLD
Serial Number:	73465148	WINDMERE
Serial Number:	73444861	PRO TOUCH
Serial Number:	73402590	GOLD 'N HOT
Serial Number:	73366840	PRO TOUCH
Serial Number:	73308548	COMARE
Serial Number:	73290056	SILENT DRYER

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

PAGE 1

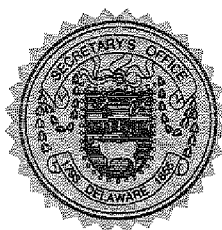
The First State

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 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: 0872

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