

Form PTO-1594

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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

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

1. Name of conveying party(ies):

Lifetime Brands, Inc., a Delaware Corporation

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Second Lien Trademark Security Agmt
- Merger
- Change of Name

Execution Date: 12/01/2011

2. Name and address of receiving party(ies)

Name: Citibank, N.A., as Collateral Agent

Internal

Address: _____

Street Address: 390 Greenwich St, 7th Floor

City: New York State: NY Zip: 10013

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s) See Exhibit A

B. Trademark Registration No.(s) See Exhibit A

Additional number(s) attached Yes No

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

Name: MICHAEL VIOLET

Internal Address: CT LIEN SOLUTIONS

Ph: 614-280-3303 Fx: 800-516-6304

Email: Michael.Violet@wolterskluwer.com

Street Address: 4400 Easton Commons Way

Suite 125

City: Columbus State: OH Zip: 43219

6. Total number of applications and registrations involved: _____

215

7. Total fee (37 CFR 3.41).....\$ _____

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: _____

DO NOT USE THIS SPACE

9. Signature.

Michael Violet

Name of Person Signing



Signature

January 6, 2012

Date

Total number of pages including cover sheet, attachments, and document: 15

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

OP \$5365.00 85337544

SUPPLEMENTAL GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS

Exhibit A - SCHEDULE OF TRADEMARKS

MARK	SER. NO.	FILING DATE	REG. NO.	REG. DATE	OWNER
ULTRAPRO	85337544	3-Jun-2011			Lifetime Brands, Inc.
TUTTLE	85322510	17-May-2011			Lifetime Brands, Inc.
KAMENSTEIN	85313270	5-May-2011			Lifetime Brands, Inc.
BARMASTER'S	85275347	24-Mar-2011			Lifetime Brands, Inc.
I DO	85269348	17-Mar-2011			Lifetime Brands, Inc.
I DO	85269330	17-Mar-2011			Lifetime Brands, Inc.
I DO	85269317	17-Mar-2011			Lifetime Brands, Inc.
I DO	85269302	17-Mar-2011			Lifetime Brands, Inc.
I DO	85269288	17-Mar-2011			Lifetime Brands, Inc.
KIZMOS GET HAPPY	85255980	2-Mar-2011			Lifetime Brands, Inc.
GET HAPPY	85255972	2-Mar-2011			Lifetime Brands, Inc.
GET HAPPY	85255864	2-Mar-2011			Lifetime Brands, Inc.
GET HAPPY	85255845	2-Mar-2011			Lifetime Brands, Inc.
GET HAPPY	85255836	2-Mar-2011			Lifetime Brands, Inc.
KIZMOS GET HAPPY	85255829	2-Mar-2011			Lifetime Brands, Inc.
KIZMOS GET HAPPY	85255808	2-Mar-2011			Lifetime Brands, Inc.
KIZMOS GET HAPPY	85255779	2-Mar-2011			Lifetime Brands, Inc.
TABLETOP MEMORIES	85244914	17-Feb-2011			Lifetime Brands, Inc.
POMERANTZ	85213785	10-Jan-2011			Lifetime Brands, Inc.
FULLERTON	85212543	7-Jan-2011			Lifetime Brands, Inc.
OAKDALE	85212532	7-Jan-2011			Lifetime Brands, Inc.
PASHA GOLD	85212527	7-Jan-2011			Lifetime Brands, Inc.
RED ORLEANS	85212523	7-Jan-2011			Lifetime Brands, Inc.
ULTRASHARP PRO	85141047	29-Sep-2010			Lifetime Brands, Inc.
MIKASA	85131843	17-Sep-2010			Lifetime Brands, Inc.
GRAND CHEF	85089666	21-Jul-2010			Lifetime Brands, Inc.
GRAND CHEF	85089655	21-Jul-2010			Lifetime Brands, Inc.
MIKASA HOME ACCENTS	85087499	19-Jul-2010			Lifetime Brands, Inc.
MIKASA HOME ACCENTS	85087485	19-Jul-2010			Lifetime Brands, Inc.
MIKASA HOME ACCENTS	85087463	19-Jul-2010			Lifetime Brands, Inc.
MIKASA HOME ACCENTS	85087433	19-Jul-2010			Lifetime Brands, Inc.
MIKASA HOME ACCENTS	85087424	19-Jul-2010			Lifetime Brands, Inc.
MIKASA HOME ACCENTS	85087418	19-Jul-2010			Lifetime Brands, Inc.
MIKASA HOME ACCENTS	85087393	19-Jul-2010			Lifetime Brands, Inc.
KIZMOS	77981982	10-Sep-2008	4003409	26-Jul-2011	Lifetime Brands, Inc.

MARK	SER. NO.	FILING DATE	REG. NO.	REG. DATE	OWNER
DINING REDESIGNED	77980828	25-Sep-2009	3932597	15-Mar-2011	Lifetime Brands, Inc.
TASSLE	75134780	16-Jul-1996	2157480	12-May-1998	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
WALLACE	77980963	31-Dec-2008	3909345	18-Jan-2011	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
1690	75652652	3-Mar-1999	2377027	15-Aug-2000	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
1810	75034820	20-Dec-1995	2015700	12-Nov-1996	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
1847 ROGERS BROS.	71366623	25-Jun-1935	329758	12-Nov-1935	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
ABBEY ROSE	73273260	7-Aug-1980	1177868	17-Nov-1981	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
ACC (STYLIZED)	73222030		1152452	28-Apr-1981	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
AEGEAN WEAVE	72376461	18-Nov-1970	926828	11-Jan-1972	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
ALDEN	73267178	20-June-1980	1197222	08-Jun-1982	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
ALLIANCE	73543422	17-Jun-1985	1380144	28-Jan-1986	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
ALLURE	73425035	9-May-1983	1342080	18-Jun-1985	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
AMBERLY	73517888	17-Jan-1985	1350339	23-Jul-1985	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
AMERICA COLLECTION	74549496	11-Jul-1994	1969325	23-Apr-1996	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
AMERICAN BEAD	76301225	17-Aug-2001	2743873	29-Jul-2003	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
BAGUETTE	76289483	24-Jul-2001	2626530	24-Sep-2002	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
BAROCCO	75133452	12-Jul-1996	2067221	03-Jun-1997	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
BEACON HILL	75241168	13-Feb-1997	2188928	15-Sep-1998	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)

MARK	SER. NO.	FILING DATE	REG. NO.	REG. DATE	OWNER
BEADED ANTIQUE	74444557	6-Oct-1993	2009268	22-Oct-1996	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
BEADED ANTIQUE	73003025	9-Oct-1973	996073	22-Oct-1974	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
BEDFORD	72164731	15-Mar-1963	756837	17-Sep-1963	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
BOSTON ANTIQUE	75044604	17-Jan-1996	2062810	20-May-1997	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
BYFIELD	72465270	9-Aug-1973	990829	13-Aug-1974	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
CANDLELIGHT	71404274	19-Mar-1938	359557	23-Aug-1938	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
CARDINALE	75133551	12-Jul-1996	2094724	09-Sep-1997	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
CARPENTER HALL	73040409	26-Dec-1974	1028469	30-Dec-1975	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
CARVEL HALL AND DESIGN	72258850	16-Nov-1966	841204	26-Dec-1967	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
CASINO	76289681	24-Jul-2001	2626531	24-Sep-2002	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
CENTENNIAL	71511560	26-Oct-1946	431981	12-Aug-1947	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
CENTURY	71642870	27-Feb-1953	581688	27-Oct-1953	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
CHARLEMAGNE	72175223	16-Aug-1963	769149	05-May-1964	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
CHEYENNE	74702838	18-Jul-1995	1984129	02-Jul-1996	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
CHIPPENDALE	74444603	6-Oct-1993	2051757	15-Apr-1997	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
COLONIAL PLUME	73035568	25-Oct-1974	1016731	29-Jul-1975	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
COLONNADE	73526575	12-Mar-1985	1390544	22-Apr-1986	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
CONTESSINA	72214037	12-Mar-1965	807792	03-May-1966	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)

MARK	SER. NO.	FILING DATE	REG. NO.	REG. DATE	OWNER
CORSICA	74643954	9-Mar-1995	1994789	20-Aug-1996	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
CRAFTSMAN	71406475	18-May-1938	360870	27-Sep-1938	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
DANISH BAROQUE	74446059	12-Oct-1993	1898596	13-Jun-1995	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
DEEPSILVER	71700507	23-Dec-1955	630429	10-Jul-1956	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
EL GRANDEE	72186576	12-Feb-1964	775812	25-Aug-1964	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
ELEMENTS	76341960	26-Nov-2001	2699729	25-Mar-2003	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
ESPLANADE	71636317	7-Oct-1952	575670	09-Jun-1953	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
ETERNALLY YOURS	71444704	20-Jun-1941	390994	14-Oct-1941	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
FASCINATION	71373138	28-Dec-1935	334515	05-May-1936	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
FELICIANA	72315551	2-Jan-1969	893261	23-Jun-1970	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
FIRST LOVE	71398356	11-Oct-1937	359960	06-Sep-1938	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
FONTANA	72015413	10-Sep-1956	645382	14-May-1957	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
FRANK SMITH	74277345	19-May-1992	1751023	09-Feb-1993	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
FRENCH PROVINCIAL	71557478	20-May-1948	524139	18-Apr-1950	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
FRENCH REGENCY	73469780	12-Mar-1984	1388062	01-Apr-1986	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
FRENCH SHELL	78829466	5-Mar-2006	3348303	04-Dec-2007	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
GEORGETOWN	74643993	9-Mar-1995	2002354	24-Sep-1996	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
GEORGIAN HOUSE	73537193	13-May-1985	1378870	21-Jan-1986	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)

MARK	SER. NO.	FILING DATE	REG. NO.	REG. DATE	OWNER
GIORGIO	75143465	1-Aug-1996	2123116	23-Dec-1997	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
GOLD CORSICA	74645125	8-Mar-1995	1994798	20-Aug-1996	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
GOLDEN AEGEAN WEAVE	72390801	30-Apr-1971	933549	09-May-1972	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
GRAN ROYAL	74599804	17-Nov-1994	1945408	02-Jan-1996	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
GRAND COLONIAL	71525165	28-Jun-1947	438337	13-Apr-1948	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
GRAND VICTORIAN	71687149	9-May-1955	620853	07-Feb-1956	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
GRANDE ANTIQUE	73517895	17-Jan-1985	1388064	01-Apr-1986	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
GRANDE BAROQUE (stylized)	71525164	28-Jun-1947	438336	13-Apr-1948	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
GRANDE BAROQUE	72221924	24-Jun-1965	827852	25-Apr-1967	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
GRANDE BAROQUE	74645773	13-Mar-1995	1956234	13-Feb-1996	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
HAMMERSMITH	73035567	25-Oct-1974	1016730	29-Jul-1975	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
HAMMERSMITH	75426143	30-Jan-1998	2245800	18-May-1999	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
HANDLE DESIGN	74194265	13-Aug-1991	1748166	26-Jan-1993	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
HANDLE DESIGN - INTRICATE	74024669	1-Feb-1990	1966039	09-Apr-1996	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
HANDLE DESIGN - NARROW	74194230	13-Aug-1991	1746801	19-Jan-1993	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
HANNAH HULL	72075517	10-Jun-1959	689087	01-Dec-1959	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
HERITANCE	72105005	22-Sep-1960	716841	13-Jun-1961	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
HOLIDAY WORKSHOP	74579106	27-Sep-1994	1989513	30-Jul-1996	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)

MARK	SER. NO.	FILING DATE	REG. NO.	REG. DATE	OWNER
HOSTESS HELPER	74237600	14-Jan-1992	1762474	06-Apr-1993	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
I.S.CO.	71348073	2-Mar-1934	314264	26-Jun-1934	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
IMPERO	75133345	12-Jul-1996	2310145	25-Jan-2000	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
INTERNATIONAL	71329235	30-Jul-1932	299410	06-Dec-1932	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
INTERNATIONAL	74066099	5-Jun-1990	1680402	24-Mar-1992	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
INTERNATIONAL	73018528	11-Apr-1974	1004297	11-Feb-1975	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
INTERNATIONAL	73017393	29-Mar-1974	1011312	27-May-1975	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
INTERNATIONAL	71698616	21-Nov-1955	627336	22-May-1956	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
INTERNATIONAL	74107481	18-Oct-1990	1674815	11-Feb-1992	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
INTERNATIONAL BAZAAR	76128102	14-Sep-2000	2985674	16-Aug-2005	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
INTERNATIONAL SILVER	77458433	25-Apr-2008			Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
IONIC	73526582	12-Mar-1985	1394664	27-May-1986	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
IS & BLOCK DESIGN	71311379	24-Feb-1931	284922	14-Jul-1931	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
IS & STAR DESIGN	73104671	28-Oct-1976	1072552	06-Sep-1977	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
JOAN OF ARC	72026828	15-Mar-1957	662559	03-Jun-1958	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
KING ARTHUR	74696495	21-Jun-1995	1985510	09-Jul-1996	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
KING RICHARD	71406477	18-May-1938	360871	27-Sep-1938	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
LA STRADA	73016934	25-Mar-1974	999571	17-Dec-1974	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)

MARK	SER. NO.	FILING DATE	REG. NO.	REG. DATE	OWNER
LADY DIANA	71406478	18-May-1938	360872	27-Sep-1938	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
LADY MARGARET	74402708	17-Jun-1993	1829357	05-Apr-1994	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
LAFAYETTE	71605929	4-Nov-1950	553926	22-Jan-1952	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
LAMERIE	72004682	15-Mar-1956	634376	11-Sep-1956	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
LANCASTER ROSE	74243311	5-Feb-1992	1723639	13-Oct-1992	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
LAUREATE	74444411	6-Oct-1993	1854470	20-Sep-1994	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
LEGATO	72148675	9-Jul-1962	747863	09-Apr-1963	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
LONDON SHELL	73145524	21-Oct-1977	1096525	18-Jul-1978	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
LOTUS	73257947	14-Apr-1980	1216433	16-Nov-1982	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
LOUIS XIV	74703376	19-Jul-1995	1993150	13-Aug-1996	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
LUZON	74177438	18-Jun-1991	1743868	29-Dec-1992	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
MADEIRA	71673144	13-Sep-1954	613136	27-Sep-1955	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
MANHATTAN	74643857	9-Mar-1995	1992709	13-Aug-1996	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
MARGAUX	74444605	6-Oct-1993	1895914	30-May-1995	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
MARIE-LOUISE	73191383	30-Oct-1978	1145668	13-Jan-1981	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
MEADOW ROSE	72004679	15-Mar-1956	636159	23-Oct-1956	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
MELANCO	78513448	8-Nov-2004	3057419	07-Feb-2006	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
MELANCO INTERNATIONAL, LTD. & Design	73497189	30-Aug-1984	1356554	27-Aug-1985	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)

MARK	SER. NO.	FILING DATE	REG. NO.	REG. DATE	OWNER
MILLENNIUM	75273906	14-Apr-1997			Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
MILLENNIUM	75464517	8-Apr-1998			Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
NEW CHARM	74646458	14-Mar-1995	1994808	20-Aug-1996	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
OLD ATLANTA	75034823	20-Dec-1995	2019245	26-Nov-1996	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
OLD GUILFORD	73273262	7-Aug-1980	1172021	06-Oct-1981	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
OLD MASTER	71557480	20-May-1948	522618	21-Mar-1950	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
OLD MASTER	72400355	16-Aug-1971	940478	08-Aug-1972	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
OLD MIRROR	71439735	16-Jan-1941	388064	10-Jun-1941	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
ONSLow	72075519	10-Jun-1959	689088	01-Dec-1959	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
ORLEANS	73803081	30-May-1989	1607420	24-Jul-1990	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
PANTHEON	74177394	18-Jun-1991	1743867	29-Dec-1992	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
PERFECT FRAME	78965966	1-Sep-2006	3433367	20-May-2008	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
PETTIT POINT	72036543	30-Aug-1957	667099	16-Sep-1958	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
PRELUDE	72026275	15-Mar-1957	662223	27-May-1958	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
PRES & Design	76432175	17-Jul-2002	2723912	10-Jun-2003	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
QUEEN ELIZABETH I	74444412	6-Oct-1993	1891965	02-May-1995	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
R.S.V.P.	72213818	10-Mar-1965	807791	31-May-1966	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
RAMBLER ROSE	71557481	20-May-1948	531439	03-Oct-1950	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)

MARK	SER. NO.	FILING DATE	REG. NO.	REG. DATE	OWNER
REFLECTION	73803080	30-May-1989	1637414	12-Mar-1991	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
REINS	75239762	7-Feb-1997	2202091	03-Nov-1998	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
RHAPSODY	72034703	31-Jul-1957	662563	03-Jun-1958	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
ROGERS & BRO. and Design	71142339	17-Jan-1921	147780	01-Nov-1921	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
ROGERS CUTLERY CO.	71366625	25-Jun-1935	329756	12-Nov-1935	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
ROMANCE OF THE SEA					
Stylized	71571063	23-Dec-1948	555570	04-Mar-1952	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
ROSE POINT	71525166	28-Jun-1947	438338	13-Apr-1948	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
ROSE SOLITAIRE	71650555	20-Jul-1953	5888801	20-Apr-1954	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
ROYAL BAROQUE	73273258	7-Aug-1980	1179874	01-Dec-1981	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
ROYAL BEAD	74702839	18-Jul-1995	1989905	30-Jul-1996	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
ROYAL ENGLISH	74239286	22-Jan-1992	1760522	23-Mar-1993	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
ROYAL SHELL	74645648	8-Mar-1995	2026364	31-Dec-1996	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
RSVP	77363501	3-Jan-2008	3597275	31-Mar-2009	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
SALINA	75133550	12-Jul-1996	2092947	02-Sep-1997	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
SANTA BARBARA	75243064	18-Feb-1997	2200995	03-Nov-1998	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
SCULPTURED ROSE	72162306	7-Feb-1963	763919	28-Jan-1964	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
SERENITY	73442579	6-Sep-1983	1295769	18-Sep-1984	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)

MARK	SER. NO.	FILING DATE	REG. NO.	REG. DATE	OWNER
SILVER MASTERPIECE	74306072	18-Aug-1992	1767221	27-Apr-1993	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
SILVER RHYTHM (STYLIZED)	71693912	30-Aug-1955	625342	17-Apr-1956	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
SILVER SPRAY (STYLIZED)	71684608	30-Mar-1955	617829	20-Dec-1955	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
SILVER SWIRL	71689974	21-Jun-1955	624973	10-Apr-1956	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
SIR CHRISTOPHER	71525167	28-Jun-1947	438339	13-Apr-1948	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
SMITHFIELD	78704588	31-Aug-2005	3370368	15-Jan-2008	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
SOPHISTICATE	72059110	18-Sep-1958	675971	24-Mar-1959	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
SPANISH LACE	73595798	28-Apr-1986	1418968	02-Dec-1986	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
SPANISH PROVINCIAL	72263301	25-Jan-1967	840876	19-Dec-1967	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
SPRING GLORY STYLIZED	71444380	10-Jun-1941	390987	14-Oct-1941	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
STRADIVARI	71525168	28-Jun-1947	438340	13-Apr-1948	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
SUPREME CUTLERY	74314459	16-Sep-1992	1781126	13-Jul-1993	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
TABLETOP MEMORIES	76537157	4-Aug-2003	2930180	08-Mar-2005	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
TAOS	74089086	17-Aug-1990	1713091	08-Sep-1992	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
THE GAP	73223349	16-Jul-1976	1143954	23-Dec-1980	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
TOPIC:	78796822	23-Jan-2006	3620983	12-May-2009	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
TOWLE	72338730	24-Sep-1969	890468	05-May-1970	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
TOWLE	77393780	11-Feb-2008			Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)

MARK	SER. NO.	FILING DATE	REG. NO.	REG. DATE	OWNER
TRIANON	74178128	18-Jun-1991	1779491	29-Jun-1993	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
TRIUMPH	74177390	18-Jun-1991	1782027	13-Jul-1993	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
TUTTLE	72085937	23-Nov-1959	715425	16-May-1961	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
TUTTLE LA PREFERENCE	74177386	18-Jun-1991	1745070	05-Jan-1993	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
VENEZIA	75143418	1-Aug-1996	2092997	02-Sep-1997	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
VESPERA	72123784	11-Jul-1961	741954	11-Dec-1962	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
VICTORIAN ROSE	74254458	11-Mar-1992	1788769	17-Aug-1993	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
VISION	72125385	4-Aug-1961	732477	05-Jun-1962	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
W & design	72032867	28-Jun-1957	697439	10-May-1960	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
W & design	73382148	26-Aug-1982	1257415	15-Nov-1983	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
WALLACE	77642151	31-Dec-2008			Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
WALLACE	71535107	19-Sep-1947	511794	05-Jul-1949	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
WALLACE	73057863	16-Jul-1975	1070148	26-Jul-1977	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
WALLACE ITALIAN STERLING COLLECTION	75143463	1-Aug-1996	2187096	08-Sep-1998	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
WICKHAM	73267177	20-Jun-1980	1173953	20-Oct-1981	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
WILD ROSE	75034822	20-Dec-1995	2017763	19-Nov-1996	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
WILLIAM ADAMS	74390705	14-May-1993	1826290	15-Mar-1994	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)
WOODLILY	73505611	25-Oct-1984	1384034	25-Feb-1986	Lifetime Brands, Inc. (formerly Syratech Acquisition Corporation)

**SUPPLEMENTAL GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS**

THIS SUPPLEMENTAL GRANT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS (as the same may be further amended, restated, supplemented or otherwise modified from time to time, the "Supplemental Grant") is made effective as of December 1, 2011 by and from LIFETIME BRANDS, INC., a Delaware corporation ("Grantor") to and in favor of CITIBANK, N.A., for itself and as Collateral Agent for the Secured Parties (as defined in the Credit Agreement referenced below) (in such capacities, "Grantee").

WHEREAS, Grantor, certain Subsidiaries of Grantor, the Lenders and Grantee have entered into that certain Second Lien Credit Agreement dated as of June 9, 2010, as amended by Amendment No.1 to the Second Lien Credit Agreement dated as of March 9, 2011, and as further amended by Amendment No. 2 to the Second Lien Credit Agreement dated as of October 28, 2011 (collectively and as may be further amended, restated, supplemented or otherwise modified from time to time, the "Credit Agreement").

WHEREAS, certain Subsidiaries of Grantor have guaranteed the repayment of the Secured Obligations pursuant to the Credit Agreement.

WHEREAS, Grantor and certain Subsidiaries of Grantor have entered into that certain Second Lien Pledge and Security Agreement dated as of June 9, 2010, as amended by Amendment No. 1 to the Second Lien Pledge and Security Agreement dated as of October 28, 2011 (collectively and as may be further amended, restated, supplemented or otherwise modified from time to time, the "Security Agreement").

WHEREAS, Grantor entered into a Confirmatory Grant of Second Lien Security interest in United States Trademarks dated as of June 9, 2010 (as may be amended, restated, supplemented or otherwise modified from time to time, the "Confirmatory Grant").

WHEREAS, Grantor owns the trademarks listed on Exhibit A attached hereto (the "Trademarks"), which Trademarks are pending or registered with the United States Patent and Trademark Office.

WHEREAS, this Supplemental Grant has been granted in conjunction with the security interest granted under the Security Agreement and the Confirmatory Grant to Grantee for the benefit of the Secured Parties. The rights and remedies of Grantee with respect to the security interest granted herein are without prejudice to and are in addition to those set forth in the Security Agreement, the Confirmatory Grant and the other Loan Documents, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Supplemental Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

NOW, THEREFORE, in consideration of the mutual covenants and agreements set forth herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, it is hereby agreed that:

1) Definitions. All capitalized terms not defined herein shall have the respective meaning given to them in the Credit Agreement.

2) The Security Interest.

(a) This Supplemental Grant is made to secure the satisfactory performance and payment of all the Secured Obligations. Upon the payment in full of all Secured Obligations, Grantee shall promptly, upon such satisfaction, execute, acknowledge, and deliver to the Collateral Agent all reasonably requested instruments in writing releasing the security interest in the Trademarks acquired under the Security Agreement and this Supplemental Grant.

(b) Grantor hereby grants to Grantee a security interest in (1) all of Grantor's right, title and interest in and to the Trademarks now owned or from time to time after the date hereof owned or acquired by Grantor, together with (2) all proceeds of such Trademarks, (3) the goodwill associated with such Trademarks and (4) all causes of action arising prior to or after the date hereof for infringement of such Trademarks or unfair competition regarding the same.

3) Counterparts. This Supplemental Grant may be executed in any number of counterparts and by different parties in separate counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement. Signature pages may be detached from multiple separate counterparts and attached to a single counterpart.

4) Governing Law. This Supplemental Grant and the rights and obligations of the parties hereto shall be governed by, and construed and interpreted in accordance with, the law of the State of New York.

IN WITNESS WHEREOF, Grantor has executed this Supplemental Grant effective as of the date first written above.

LIFETIME BRANDS, INC.

By: _____

Name: Laurence Winoker
Title: Senior Vice President-Finance, Chief
Financial Officer and Treasurer

STATE OF NEW YORK)
NASSAU COUNTY)

On December 1, 2011, before me, Leigh Dolce, Notary Public, personally appeared Laurence Winoker, personally known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument, the person, or the entity upon behalf of which the person acted, executed the instrument.

(SEAL)

Leigh Dolce
Notary Public, State of New York

My Commission Expires: March 12, 2015

LEIGH DOLCE
Notary Public, State of New York
No. 01DO8162365
Qualified in Nassau County
Commission Expires March 12, 2015

Supplemental Grant of Security Interest In United States Trademarks