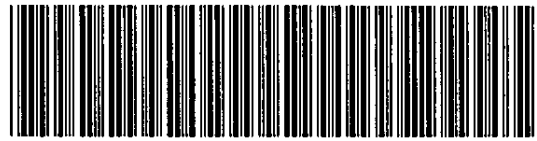


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Change

2007 MAY 23 PM 3:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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07 MAY 23 AM 10:49
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RECEIVED

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032
REFERENCE : 854975 4807270
AUTHORIZATION : *[Handwritten Signature]*
COST LIMIT : \$ 35.00

ORDER DATE : April 17, 2007
ORDER TIME : 10:02 AM
ORDER NO. : 854975-115
CUSTOMER NO: 4807270

CHANGE OF AGENT

NAME: ONEIDA LTD.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Kathy Drake

EXAMINER'S INITIALS: _____

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, this statement of change is submitted for a corporation organized under the laws of the State of Delaware in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation: ONEIDA LTD., INC.

2. The principal office address: 163-181 Kenwood Avenue, Oneida, NY 13421

3. The mailing address (if different): _____

4. Date of incorporation/qualification: 04/14/2000 Document number: F00000002119

5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

Capitol Corporate Services, Inc.
155 Office Plaza Drive, Suite A
Tallahassee, FL 32301

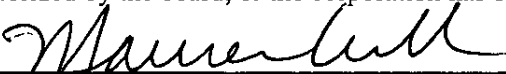
6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):

Corporation Service Company
1201 Hays Street
(P.O. Box NOT acceptable)
Tallahassee, FL 32301

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TALLAHASSEE, FLORIDA

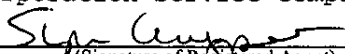
The street address of its registered office and the street address of the business office of its registered agent, as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board, or the corporation has been notified in writing of the change.


(Signature of an officer or director)

Maureen Cullen, Attorney in Fact
(Printed or typed name and title)

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.

Corporation Service Company
By 
(Signature of Registered Agent)

May 21, 2007
(Date)

If signing on behalf of an entity:

Sylvia J. Queppet, Assistant VP
(Typed or Printed Name)

*** FILING FEE: \$35.00 ***

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE
MAIL TO: DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314