

05/11/2005 16:34 1852229428 CTCORPORATIONSYSTEM
Division of Corporations
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Florida Department of State
Division of Corporations
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From: Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
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Carol Mustain

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VISION OF CORPORATIONS

BASIC AMENDMENT
RAYOVAC CORPORATION

Certificate of Status	0
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Page Count	884
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Division of Corporations

Page 1 of 1

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To:

Division of Corporations
Fax Number : (850) 203-0380

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 878-5926

**BASIC AMENDMENT
RAYOVAC CORPORATION**

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

FS8000001838

(Document number of corporation (if known))

1. Rayovac Corporation

(Name of corporation as it appears on the records of the Department of State)

2. Wisconsin

(Incorporated under laws of)

3. 3-31-98

(Date authorized to do business in Florida)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 MAY 31 PM 4: 18

FILED

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 5-2-05

5. Spectrum Brands, Inc.

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

(Signature of a director, president or other officer - If in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

James T. Lucke

(Typed or printed name of person signing)

5-18-05

(Date)

Sr. Vice President, Secretary &
(Title of person signing) General Counsel

TEMPLATE
2-2000

United States of America

State of Wisconsin



DEPARTMENT OF FINANCIAL INSTITUTIONS

To All to Whom These Presents Shall Come, Greeting:

I, RAY ALLEN, Deputy Administrator of the Division of Corporate & Consumer Services of the Department of Financial Institutions, do hereby certify that an Amendment to the Restated Articles of Incorporation was filed with this department on May 2, 2005 changing the name of RAYOVAC CORPORATION to the present name of SPECTRUM BRANDS, INC.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and affixed the official seal
of the Department on May 25, 2005.

A handwritten signature in black ink, appearing to read "Ray Allen".

RAY ALLEN, Deputy Administrator
Division of Corporate & Consumer Services
Department of Financial Institutions

BY:

A handwritten signature in black ink, appearing to read "Cathy Mickelson".

Effective July 1, 1996, the Department of Financial Institutions assumed the functions previously performed by the Corporations Division of the Secretary of State and is the successor custodian of corporate records formerly held by the Secretary of State.