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Tab settings

attached original documents or copy thereof.

To the Honorable Commissioner of Patents

1. Name of conveying party(ies):

LSPI Duluth Corp.

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

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

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

Name: LSPI Paper Corporation

Internal Address:

Street Address: 100 North Central Avenue

City: Duluth State: MN ZIP: 55807

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Minnesota
- Other

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

(Designators must be a separate document from Assignment)

Additional name(s) & address(es) attached?  Yes  No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: December 11, 1998

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

A. Trademark Application No.(s)

B. Trademark registration No.(s)

1,578,942; 1,611,731;  
1,550,925; 1,986,971

Additional numbers attached?  Yes  No

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

Name: Paul G. Juettner

Internal Address: Juettner, Pyle & Piontek

Street Address: 221 N. LaSalle Street

Suite 850

City: Chicago State: IL ZIP: 60601

6. Total number of applications and registrations involved:

4

7. Total fee (37 CFR 3.41): \$ 160.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this receipt if paying by deposit account)

11/01/1999 DNGUYEN 00000154 1578942

DO NOT USE THIS SPACE

01 FC:481  
02 FC:482

40.00 OP  
75.00 OP

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.

Paul G. Juettner

Name of Person Signing

Signature

TRADEMARK

Date

11/01/1999 DNGUYEN 00000154 1578942  
name/number:1578942

Ref: 101324

October 15, 1999

REEL: 001984 FRAME: 0007

SB-417

State of Minnesota

4862

## SECRETARY OF STATE

### *Certificate of Merger*

*I, Joan Anderson Grove, Secretary of State of Minnesota, certify that: the documents required to effectuate a merger between the entities listed below and designating the surviving entity have been filed in this office on the date noted on this certificate; and the qualification of any non-surviving entity to do business in Minnesota is terminated on the effective date of this merger.*

*Merger Filed Pursuant to Minnesota Statutes, Chapter: 302A*

*State of Formation and Names of Merging Entities:*

MN: LSPI DULUTH CORP.  
MN: LSPI PAPER CORPORATION

*State of Formation and Name of Surviving Entity:*

MN: LSPI PAPER CORPORATION

*Effective Date of Merger: December 31, 1998 12:00 midnight*

*Name of Surviving Entity After Effective Date of Merger:*

MN: LSPI PAPER CORPORATION

*This certificate has been issued on: December 15, 1998*



*Joan Anderson Grove*  
Secretary of State.

5B-417

## ARTICLES OF MERGER

OF

LSPI DULUTH CORP.  
(A Minnesota Corporation)

INTO

LSPI PAPER CORPORATION  
(A Minnesota Corporation)

Pursuant to Sections 302A.601 to 302A.615 of the Minnesota Statutes, the undersigned corporations execute the following articles of merger:

FIRST: The name of each constituent corporation is as follows:

LSPI Duluth Corp.  
LSPI Paper Corporation

SECOND: The name of the surviving corporation is:

LSPI Paper Corporation

THIRD: The following plan of merger was approved by the affirmative vote of a majority of the directors present at a meeting of the board of each constituent corporation:

098986

PLAN OF MERGER  
OF  
LSPI DULUTH CORP.,  
a Minnesota corporation

WITH AND INTO

LSPI PAPER CORPORATION  
a Minnesota corporation

PLAN OF MERGER by and among LSPI DULUTH CORP., a Minnesota corporation ("Duluth"), and LSPI PAPER CORPORATION, a Minnesota corporation (the "Company"), which corporations are hereinafter sometimes referred to jointly as the "Constituent Corporations."

WITNESSETH:

- A. The total number of shares which Duluth has authority to issue is 25,000 common shares, par value \$1.00 per share, 1,000 of which shares are issued and outstanding, and all of which are owned by Consolidated Papers, Inc., a Wisconsin corporation.
- B. The respective Boards of Directors of Duluth and of the Company have determined that it is advisable that Duluth be merged with and into the Company, and have approved such merger on the terms and conditions hereinafter set forth.

NOW, THEREFORE, for the purposes of setting forth the terms and conditions of such merger, the mode of carrying the same into effect and such other details or provisions as are deemed necessary or desirable, the following Plan of Merger is hereby set forth:

ARTICLE I  
MERGER

Duluth and the Company shall be merged into a single corporation in accordance with the laws of the State of Minnesota, by Duluth merging with and into the Company. Such merger shall be effective as of 12:00 midnight, December 31, 1998 (the "Effective Time").

ARTICLE II  
EFFECT OF THE MERGER

2.01 At the Effective Time:

- (a) The Company shall be the surviving corporation, and the separate existence of Duluth shall cease.
- (b) The Company shall, without further transfer, succeed to and thereafter possess and enjoy all of the rights, privileges, immunities, powers and franchises, of a public as well as a private nature, of each of the Constituent Corporations, and be subject to all of the restrictions, disabilities, and duties of each of the Constituent Corporations, and all property, real, personal and mixed, of and all debts due to each of the

Constituent Corporations on whatever account, and all choses in action, and all and every other interest of, or belonging or due to, each of the Constituent Corporations shall be taken and deemed to be transferred to and vested in the Company, as the surviving corporation, without further act or deed; and the title to any real estate, or any interest therein, vested by deed or otherwise in the Constituent Corporations shall not revert or be in any way impaired by reason of this merger.

- (c) All rights of creditors and all liens, if any, upon the property of the Constituent Corporations shall be preserved unimpaired by the merger, and all debts, liabilities, obligations and duties of the Constituent Corporations shall become the responsibility and liability of the Company, as the surviving corporation, and may be enforced against it to the same extent as if said debts, liabilities, obligations and duties had been incurred or contracted by it.
- (d) All corporate acts, plans, policies, arrangements, approvals and authorizations of Duluth, its shareholder, Board of Directors, officers and agents, which were valid and effective immediately prior to the Effective Time, shall be taken for all purposes as the acts, plans, policies, arrangements, approvals and authorizations of the Company, as the surviving corporation, and shall be effective and binding thereon as the same were with respect to Duluth.
- (e) Whereas Duluth and the Company are each wholly owned subsidiaries of Consolidated Papers, Inc., each issued share of Duluth, at the Effective Time, shall be canceled as of such date and no shares of the Company shall be issued therefor.

### ARTICLE III ARTICLES OF INCORPORATION

The Articles of Incorporation of the Company, as existing as of the Effective Time, shall continue in force without amendment or other change, subject always to the right of the Company to further amend its Articles of Incorporation in accordance with the laws of the State of Minnesota.

### ARTICLE IV BYLAWS

The present Bylaws of the Company, as existing as of the Effective Time, shall continue in force without amendment or other change until altered, amended, or repealed by the directors or shareholders of the Company.

### ARTICLE V OFFICERS AND DIRECTORS

The officers and directors of the Company in office as of the Effective Time shall continue in office as, and be and constitute, the officers and directors of the Company, as the surviving corporation, each to hold office until his successor shall have been elected or until his earlier resignation or removal.

IN WITNESS WHEREOF, the Constituent Corporations have executed this Plan of Merger this 11th day of December, 1998.

LSPI PAPER CORPORATION  
(a Minnesota corporation)

Attest: Carl W. Wankman  
Secretary

By: Thomas M. Egan  
President

(SEAL)

LSPI DULUTH CORP.  
(a Minnesota corporation)

Attest: Carl W. Wankman  
Secretary

By: Thomas M. Egan  
President

(SEAL)

FOURTH: The plan of merger was approved by each constituent corporation in accordance with Chapter 302A of the Minnesota Statutes.

Dated this 11th day of December, 1998.

LSPI PAPER CORPORATION  
(surviving corporation)

By *Robert M. Green*  
President and Chief Executive Officer  
(Title of Officer)

LSPI DULUTH CORP.  
(merged corporation)

By *Robert M. Green*  
President and Chief Executive Officer  
(Title of Officer)

STATE OF MINNESOTA  
DEPARTMENT OF STATE  
FILED

DEC 15 1998

*Jean Anderson Howe*  
Secretary of State *jm*

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

**Commissioner for Patents and Trademarks**  
**BOX ASSIGNMENT/FEE**  
**Washington, D.C. 20231**

TRANSMITTAL LETTER

Sir:

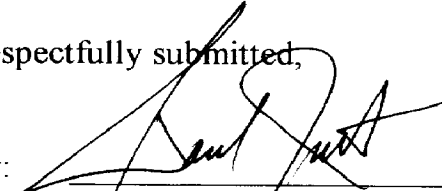
Enclosed herewith for recordation is the following:

1. Recordation Form Cover Sheet – Trademarks Only
2. Certificate of Merger and Articles of Merger of LSPI Duluth Corp. into LSPI Paper Corporation (certified copy)
3. Check No 9312 for \$160.00
4. Return Postcard

The Commissioner is authorized to charge any additional fees (or credit any overpayment) associated with the recordation of this document to our Deposit Account No. 10-1324. A duplicate copy of this letter is enclosed for billing purposes.

Respectfully submitted,

By:

  
Paul G. Juettner  
Reg. No. 30,270  
Juettner Pyle & Piontek  
221 North LaSalle Street, Suite 850  
Chicago, Illinois 60601 USA  
(312) 236-8123

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CERTIFICATE OF MAILING

I hereby certify that this correspondence is being deposited with the United States Postal Service to: Commissioner of Patents and Trademarks, Washington, D.C. 20231 as First Class Mail on October 15, 1999.

signature:

