

04-10-2001

RECORD



ET

3-23-01

101658673

TRADEMARKS ONLY

DEPARTMENT OF COMMERCE

Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy thereof.

1. Name of conveying party(ies): Huntsman Packaging Corp

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

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

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

Name: Pliant Corporation
Address: 1515 Woodfield Road, Suite 600
City: Schaumburg State: IL Zip: 60173

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

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other

Execution Date: October 9, 2000

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

A. Trademark Application No.(s) (See Attachment "A" for list of Trademark Applications)

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Name: Michael E. Mangelson
Telephone: (801) 328-3131
Address: Stoel Rives LLP
One Utah Center
201 South Main, Ste. 1000

City: Salt Lake City State: Utah Zip: 84111-4904

6. Total number of applications and registrations involved: **6**

7. Total Fee (37 CFR 3.41): \$165.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 19-4455
(Attach duplicate copy of this page if paying by deposit account)

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. Charges to deposit account are authorized, as indicated herein.

Michael E. Mangelson
Name of Person Signing

Signature

3/22/01
Date

04/09/2001 AAPMFD1 0000002E 76139696

01 FD:481 40.00 0P
02 FD:482 125.00 0P

TRADEMARK
REEL: 002266 FRAME: 0942

ATTACHMENT "A"

**Pliant Corporation
(fka Huntsman Packaging Corporation)
U.S. Trademark Applications**

MARK	FILING/REGISTRATION DATE	SERIAL/REGISTRATION NO.
P and Design	September 28, 2000	76/139,696
P and Design (colorized)	October 12, 2000	76/146,413
P PLIANT CORPORATION and Design	September 28, 2000	76/139,697
P PLIANT CORPORATION and Design (colorized)	October 12, 2000	76/146,412
P PLIANT CORPORATION FILMS. PACKAGING. RESULTS. and Design	September 28, 2000	76/139,698
P PLIANT CORPORATION FILMS. PACKAGING. RESULTS. and Design (colorized)	October 12, 2000	76/146,414



Utah Department of Commerce
 Division of Corporations & Commercial Code
 160 East 300 South, 2nd Floor, Box 146705
 Salt Lake City, UT 84114-6705
 Phone: (801) 530-4849
 Toll Free: (877) 526-3994 Utah Residents
 Fax: (801) 530-6438
 Web site: <http://www.commerce.state.ut.us>

Registration Number: CO 160586
 Business Name: PLIANT CORPORATION
 Registered Date: APRIL 20, 1992

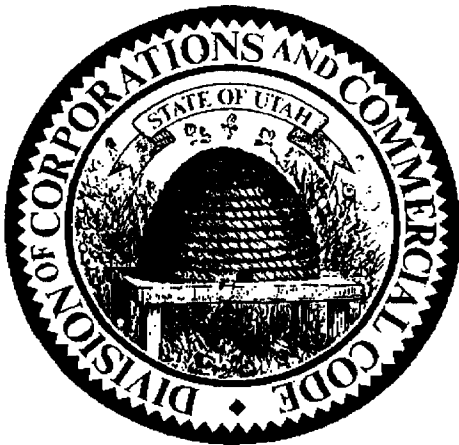
10/06/00

**CERTIFIED COPY OF
 THE ARTICLES OF AMENDMENT TO THE THIRD AMENDED
 AND RESTATED ARTICLES OF INCORPORATION**

THE UTAH DIVISION OF CORPORATIONS AND COMMERCIAL CODE ("DIVISION") HEREBY CERTIFIES THAT THE ATTACHED IS TRUE, CORRECT, AND COMPLETE COPY OF THE ARTICLES OF

PLIANT CORPORATION

AS APPEARS OF RECORD IN THE OFFICE OF THE DIVISION.



Lorena Riffo-Jenson
 Division Director of
 Corporations and Commercial Code

Dept. of Professional Licensing (801)530-6628	Real Estate (801)530-6747	Public Utilities (801)530-6651	Securities (801)530-6600	Consumer Protection (801)530-6601
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**TRADEMARK
 REEL: 002266 FRAME: 0944**

CO 100986
1167133

(XS)

ARTICLES OF AMENDMENT

TO THE

THIRD AMENDED AND RESTATED ARTICLES OF INCORPORATION

State of Utah
Department of Commerce
Division of Corporations and Commercial Code

OF

I hereby certify that the foregoing has been filed and approved on this 5 day of OCT 2000 in the office of this Division and hereby issue this Certificate thereof.

HUNTSMAN PACKAGING CORPORATION
DELAYED EFFECTIVE DATE

Examiner _____ Date 10/10/00

Effective October 9, 2000 at 12:01 a.m. MDT



LORNA R. JOHNSON
DIVISION DIRECTOR

In accordance with Section 16-10a-1006 of the Utah Revised Business Corporation Act ("URBCA"), Huntsman Packaging Corporation, a Utah corporation (the "Corporation"), hereby declares and certifies as follows:

FILED

OCT 05 2000

Utah Div. Of Corp. & Comm. Code

- The name of the Corporation is Huntsman Packaging Corporation.
- Article I of the Third Amended and Restated Articles of Incorporation of the Corporation (the "Articles") has been amended (the "Amendment") to delete Article I of the Articles in its entirety and to substitute the following provision:

Article I.

FILED

OCT 05 2000

Utah Div. Of Corp. & Comm. Code

The name of the corporation is Pliant Corporation.

- The Amendment does not provide for an exchange, reclassification, or cancellation of issued shares.

- The Amendment was adopted as of September 20, 2000 in accordance with the provisions of the URBCA.

The Amendment was approved by the shareholders of the Corporation (the "Shareholders"). The designation, number of outstanding shares, number of votes entitled to be cast by each voting group, number of votes of each voting group indisputably represented, and the total number of votes cast for and against the Amendment were as follows:

Designation	Outstanding Shares	Votes Entitled to be Cast	Votes Represented	Votes For	Votes Against
Common Stock	574,006	574,006	547,517	547,517	0

Date: 10/05/2000
Receipt Number: 130733

Amount Paid: \$100.00

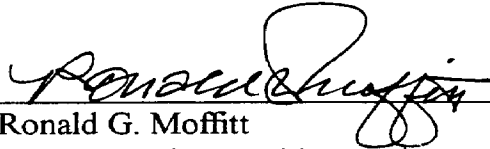
EXPEDITE

The number of votes cast for the Amendment was sufficient for approval.

6. Pursuant to Section 16-10a-123 of the URBCA, these Articles of Amendment shall be effective on October 9, 2000 at 12:01 a.m. Mountain Daylight Time.

IN WITNESS WHEREOF, these Articles of Amendment have been executed by the Corporation on October 5, 2000.

Huntsman Packaging Corporation, a Utah corporation



Ronald G. Moffitt
Executive Vice President and
General Counsel

MAILING ADDRESS

If, upon completion of filing of the above Articles of Amendment, the Utah Department of Commerce, Division of Corporations and Commercial Code elects to send a copy of the Articles of Amendment to Huntsman Packaging Corporation by mail, the address to which the copy should be mailed is:

Nathan W. Jones, Esq.
Stoel Rives LLP
201 South Main Street, Suite 1100
Salt Lake City, Utah 84111