

AUG 16 2001

08-23-2001

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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year
- Merger
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Name SHELL CONTAINERS, INC.

Execution Date
Month Day Year

MAY 7, 1997

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization NEW JERSEY

Receiving Party

Mark if additional names of receiving parties attached

Name SHELL PACKAGING CORPORATION

DBA/AK/A/T/A

Composed of

Address (line 1) 673 MORRIS AVENUE

Address (line 2) SPRINGFIELD, NJ 07081

Address (line 3)

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization NEW JERSEY

08/23/2001 DBYRNE 00000022 121095 1916371

FOR OFFICE USE ONLY

01 FC:481 40.00 CH
02 FC:482 25.00 CH

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

REEL: 002353 FRAME: 0981

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

908-654-5000

Name

Lerner, David, Littenberg, Krumholz & Mentlik, LLP

Address (line 1)

600 South Avenue West

Address (line 2)

Westfield, NJ 07090

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

5

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Registration Number(s)

1,916,371	1,953,907	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

2

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

65.00

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

12-1095

Authorization to charge additional fees:

Yes

No

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.

JEFFREY S. DICKEY

Name of Person Signing

Signature

AUGUST 14, 2001

Date Signed

AMENDMENT TO CERTIFICATE OF INCORPORATION
OF

SHELL CONTAINERS, INC. (N.J.)

FILED

MAY 30 1997

LONNA R. HOOKS
SECRETARY OF STATE

Pursuant to the provisions of N.J.S. 14A:9-2(4) New Jersey Business Corporation Act, the undersigned corporation has amended its Certificate of Incorporation as follows:

1. The name of the corporation is SHELL CONTAINERS, INC. (N.J.), and is to be changed to:

SHELL PACKAGING CORPORATION

2. The change in the name of the corporation is made pursuant to the vote of shareholders of the corporation adopted at a meeting held May 7, 1997.

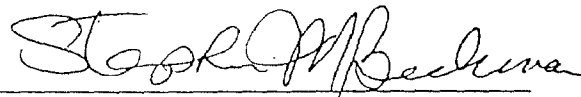
3. There were at the May 7, 1997 meeting, one hundred (100) shares of the corporation's stock outstanding and entitled to vote thereon. There were one hundred (100) shares voted in favor of this amendment and none opposed.

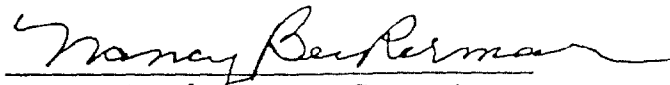
IN WITNESS WHEREOF, said corporation has made this Certificate under its seal and in the hands of its President and Secretary this 7th day of May, 1997.

ATTEST:

SHELL CONTAINERS, INC. (N.J.)

by:


Stephen M. Beckerman
President


Nancy Beckerman, Secretary

0100002854

TRADEMARK
REEL: 002353 FRAME: 0983

STATE OF NEW JERSEY:

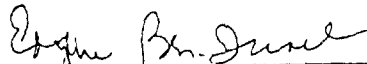
SS:

COUNTY OF UNION :

BE IT REMEMBERED that on this 7th day of May, 1997, before me, the subscriber, a Notary Public of the State of New Jersey, personally appeared NANCY BECKERMAN, Secretary of SHELL CONTAINERS, INC. (N.J.), the corporation named in and which executed the foregoing certificate, who, being by me duly sworn according to law, does depose and say and make proof to my satisfaction that she is the Secretary of said corporation; that the seal affixed to said corporate certificate is the corporate seal of said corporation; that same being well known to her; that it was affixed by order of the corporation; that STEPHEN M. BECKERMAN is the President of said corporation; that she saw said STEPHEN M. BECKERMAN, as such President, sign said certificate and affix said seal thereto and deliver said certificate as the voluntary act and deed of said corporation, by its order and by authority of its Board of Directors and by the vote, either in person or by proxy, duly constituted and thereunto duly authorized, of more than two-thirds in interest of each class of said stockholders having voting powers, for the uses and purposes therein expressed; and that said NANCY BECKERMAN signed her name thereto at the same time as subscribing witness.


NANCY BECKERMAN

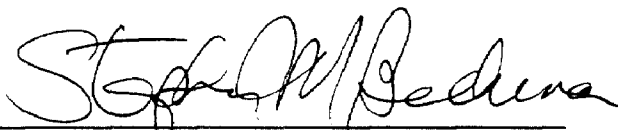
Sworn and subscribed to
before me this 7th day
of May, 1997.



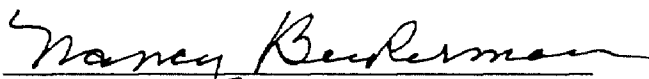
THE G. BEN-ISRAEL
NOTARY PUBLIC OF NEW JERSEY,
My Commission Expires 9/15/2000

UNANIMOUS CONSENT OF THE SHAREHOLDERS
OF SHELL CONTAINERS, INC. (N.J.)

The undersigned, being the sole shareholders of SHELL
CONTAINERS, INC. (N.J.), do hereby state that on May 7, 1997
they gave their consent to the amending of the Certificate of
Incorporation to change the name of SHELL CONTAINERS, INC.
(N.J.) to SHELL PACKAGING CORPORATION.



STEPHEN M. BECKERMAN



NANCY BECKERMAN



KENNETH BECKERMAN