

11-22-2002



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Docket No.:

21857

Tab settings

To the Honorable Commissioner of Patents and Trademarks **102290569**

attached original documents or copy thereof.

1. Name of conveying party(ies):

**AMERICRAFT CARTON GROUP, INC.
AMERICRAFT CARTON, INC.**

11-13-02

- Individual(s)
- General Partnership
- Corporation-State **both Missouri**
- Other

- Association
- Limited Partnership

Additional names(s) of conveying party(ies) Yes No

3. Nature of conveyance:

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

Execution Date: **September 28, 1999**

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

Name: **AMERICRAFT CARTON GROUP, INC.**

Internal Address:

Street Address: **4323 Clary Boulevard**

City: **Kansas City** State: **MO** ZIP: **64130**

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

If assignee is not domiciled in the United States, a domestic designation is Yes N
(Designations must be a separate document from Additional name(s) & address(es) Yes N

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,748,466

Additional numbers Yes No

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

Name: **Robert D. Hovey**

Internal Address: **HOVEY WILLIAMS LLP**

Street Address: **2405 Grand Blvd., Suite 400**

City: **Kansas City** State: **MO** ZIP: **64108**

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

1

7. Total fee (37 CFR 3.41):.....\$ **S40.00**

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

19-0522

OFFICE OF PUBLIC RECORDS
NOV 1 AM 10:22
FINANCE SECTION

11/22/2002 DBYRNE 00000003 1748466
01 FC:0521 40.00 DP

DO NOT USE THIS SPACE

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.

Robert D. Hovey

Name of Person Signing

Signature

11/17/02
Date

Total number of pages including cover sheet, attachments, and

11

TRADEMARK

FILED AND CERTIFICATE
ISSUED

SEP 29 1999

ARTICLES OF MERGER

Rebecca McDowell Cook
SECRETARY OF STATE

Pursuant to the provisions of The General and Business Corporation Law of Missouri, the undersigned Corporations certify the following:

That Americraft Carton Group, Inc., a Missouri corporation ("Americraft Group"), and

That Americraft Carton, Inc., a Missouri corporation ("Americraft Missouri")

are hereby merged effective September 30, 1999 and that the above named Americraft Group is the surviving corporation.

That the Board of Directors of Americraft Group, by a consent dated September 28, 1999, in lieu of a meeting, by a unanimous vote of the members of such board approved the Agreement and Plan of Merger set forth in these Articles.

That the Board of Directors of Americraft Missouri, by a consent dated September 28, 1999, in lieu of a meeting, by a unanimous vote of the members of such board approved the Agreement and Plan of Merger set forth in these Articles.

That this Plan of Merger has been adopted pursuant to Section 351.447 of The General and Business Corporation Law of Missouri.

That Americraft Carton Group, Inc. is in compliance with the 90% ownership requirement of Section 351.447 of The General and Business Corporation Law of Missouri, and will maintain at least 90% ownership of its subsidiary corporation, Americraft Carton, Inc., until the issuance of the Certificate of Merger by the Secretary of State of Missouri

That the resolutions of the Board of Directors of the surviving corporation, Americraft Group, approving the Plan of Merger are as follows:

RESOLVED, that Americraft Missouri, a wholly owned subsidiary of Americraft Group, be and hereby is merged with and into its parent corporation, Americraft Group, with Americraft Group being the surviving corporation, under the terms of the Agreement and Plan of Merger, a form of which is attached hereto and made a part hereof, entered into pursuant to Section 351.447 of The General and Business Corporation Law of Missouri, effective as of September 30, 1999, between Americraft Group and Americraft Missouri, and that the Agreement and Plan of Merger be and hereby is adopted and approved in all respects as and for a binding obligation of Americraft Group; and

FURTHER RESOLVED, that the President or any Vice-President of Americraft Group be and hereby is authorized, empowered and directed in the name and on behalf of Americraft Group, and under its corporate seal attested by its Secretary or Assistant Secretary to execute, seal, verify, acknowledge and deliver the Agreement and Plan of Merger substantially in such form, with such changes therefrom, if any, as the President or such Vice-President may approve, such approval to be conclusively evidenced by the signature of the President or such Vice-President; and

FURTHER RESOLVED, that the President of Americraft Group or any Vice-President be and hereby is authorized, empowered and directed in the name and on behalf of Americraft Group to cause a document entitled "**Articles of Merger**" to be prepared, executed, acknowledged, and filed with the Missouri Secretary of State in accordance with the provisions of The General and Business Corporation Law of Missouri, and to take such other action, including the making of one or more filings with the appropriate government agencies or offices of other states in which Americraft Group or Americraft Missouri is qualified to transact business, as may be necessary or appropriate to cause the merger to be effective in Missouri and such other states; and

FURTHER RESOLVED, that the officers of Americraft Group be and hereby are authorized, empowered and directed, in the name and on behalf of Americraft Group and under its corporate seal, to execute and deliver all such further agreements, certificates and other instruments and to take all such further action as any such officer may consider necessary or appropriate in order to effect the merger of Americraft Missouri into Americraft Group in accordance with the terms, conditions and provisions of the Agreement and Plan of Merger and to carry out the purpose and intent of these resolutions.

That the Agreement and Plan of Merger is attached hereto as Exhibit A, and is incorporated herein by this reference.

[This portion of the page intentionally left blank.]

IN WITNESS WHEREOF, these Articles of Merger have been executed by the
aforementioned corporations as of the day and year hereafter acknowledged.

[CORPORATE SEAL]

AMERICRAFT CARTON GROUP, INC.

By: *Rick N. Johnson*
Rick N. Johnson, President

ATTEST:

By: *Richard M. Horton*
Richard M. Horton, Secretary

[CORPORATE SEAL]

AMERICRAFT CARTON, INC.

By: *Rick N. Johnson*
Rick N. Johnson, President

ATTEST:

By: *Richard M. Horton*
Richard M. Horton, Secretary

STATE OF MISSOURI)
) ss.
COUNTY OF JACKSON)

On this 28th day of September, 1999, before me, a Notary Public in and for said
County and State, appeared **Rick N. Johnson**, to me personally known, who being by me duly
sworn, did say that he is the President of Americraft Carton Group, Inc., a Missouri
corporation, and that the seal affixed to the foregoing instrument is the corporate seal of said
corporation and that said instrument was signed and sealed in behalf of said corporation by
authority of its Board of Directors, and said Rick N. Johnson acknowledged said instrument
to be the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal
in said County and State the day and year in this certificate above written.

Roxann D. McGrail
Notary Public

My commission expires:
ROXANN D. McGRAIL
Notary Public - Notary Seal
STATE OF MISSOURI
Platte County
My Commission Expires: April 20, 2001

AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER (hereinafter called the "Agreement"), effective as of the 30th day of September, 1999, entered into by and among Americraft Carton Group, Inc., a Missouri corporation, and Americraft Carton, Inc, a Missouri corporation;

WITNESSETH:

WHEREAS, Americraft Carton Group, Inc. owns 100% of the outstanding shares of each class of stock of Americraft Carton, Inc.; and

WHEREAS, Americraft Carton Group, Inc. and Americraft Carton, Inc. desire to merge pursuant to Section 351.447 of The General and Business Corporation Law of Missouri; and

WHEREAS, the Board of Directors of Americraft Carton, Inc., by a Statement of Unanimous Consent dated as of September 28, 1999, adopted this Agreement and Plan of Merger; and

WHEREAS, the Board of Directors of Americraft Carton Group, Inc., by a Statement of Unanimous Consent dated as of September 28, 1999, adopted this Agreement and Plan of Merger; and

WHEREAS, Americraft Carton Group, Inc. is in compliance with the 90% ownership requirement of Section 351.447 of The General and Business Corporation Law of Missouri, and will maintain at least 90% ownership of its subsidiary corporation, Americraft Carton, Inc., until the issuance of the Certificate of Merger by the Secretary of State of Missouri;

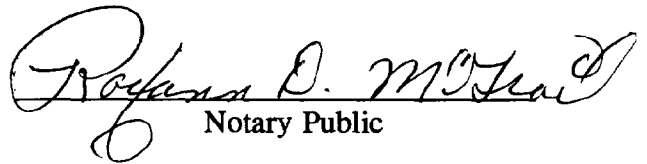
NOW, THEREFORE, BE IT RESOLVED, that Americraft Carton Group, Inc. and Americraft Carton, Inc. agree to effect a merger pursuant to Section 351.447 of The General and Business Corporation Law of Missouri whereby Americraft Carton Group, Inc. shall be the surviving corporation.

FURTHER RESOLVED, that the aforementioned merger shall be on the terms and conditions set forth below:

STATE OF MISSOURI)
) ss.
COUNTY OF JACKSON)

On this 28th day of September, 1999, before me, a Notary Public in and for said County and State, appeared **Rick N. Johnson**, to me personally known, who being by me duly sworn, did say that he is the President of Americraft Cartons, Inc., a Missouri corporation, and that the seal affixed to the foregoing instrument is the corporate seal of said corporation and that said instrument was signed and sealed in behalf of said corporation by authority of its Board of Directors, and said Rick N. Johnson acknowledged said instrument to be the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal in said County and State the day and year in this certificate above written.


Notary Public

My commission expires:

 ROXANN D. McGRAIL
Notary Public - Notary Seal
STATE OF MISSOURI
Platte County
My Commission Expires: April 20, 2001

PLAN OF MERGER

1. Upon the effective date of the filing of this Agreement and Plan of Merger with the Missouri Secretary of State, which shall be as of September 30, 1999, unless otherwise agreed by the parties, Americraft Carton Group, Inc., a Missouri corporation, shall be the surviving corporation; and all of the outstanding shares of stock of Americraft Carton, Inc., a Missouri corporation, shall be cancelled.

2. All of the property, rights, privileges, leases, and patents of Americraft Carton, Inc. shall be transferred to and become the property of Americraft Carton Group, Inc. The officers and directors of Americraft Carton, Inc. and Americraft Carton Group, Inc. are hereby authorized and directed to execute all deeds, assignments and documents of every nature and take all other reasonable and necessary actions which may be needed to effect a full and complete transfer of ownership.

3. The Officers and Board of Directors of Americraft Carton Group, Inc. shall be the officers and board of directors of the surviving corporation and shall continue in office until their successors are duly elected and qualified under the provisions of law and the bylaws of Americraft Carton Group, Inc.

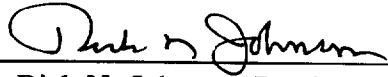
4. The Bylaws and Articles of Incorporation of Americraft Carton Group, Inc. shall be the bylaws and articles of incorporation of the surviving corporation and are not amended.

[This portion of the page intentionally left blank.]

IN WITNESS WHEREOF, this Agreement and Plan of Merger has been executed by the parties hereto, under their respective corporate seals and by their officers thereunto duly authorized, effective as of the day and year first above written.

AMERICRAFT CARTON GROUP, INC.

[Corporate Seal]

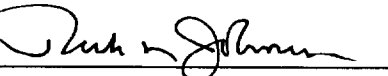
By 
Rick N. Johnson, President

ATTEST:


Richard M. Horton, Secretary

AMERICRAFT CARTON, INC.

[Corporate Seal]

By 
Rick N. Johnson, President

ATTEST:


Richard M. Horton, Secretary

STATE OF MISSOURI)
) ss.
COUNTY OF JACKSON)

On this 28th day of September, 1999, before me, a Notary Public in and for said County and State, appeared **Rick N. Johnson**, to me personally known, who being by me duly sworn, did say that he is the President of Americraft Carton Group, Inc., a corporation, and that the seal affixed to the foregoing instrument is the corporate seal of said corporation and that said instrument was signed and sealed in behalf of said corporation by authority of its Board of Directors, and said Rick N. Johnson acknowledged said instrument to be the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal in said County and State the day and year in this certificate above written.

Roxann D. McGrail
Notary Public

My commission expires:
ROXANN D. McGRAIL
Notary Public - Notary Seal
STATE OF MISSOURI
Platte County
My Commission Expires: April 20, 2001

STATE OF MISSOURI)
) ss.
COUNTY OF JACKSON)

On this 28th day of September, 1999, before me, a Notary Public in and for said County and State, appeared **Rick N. Johnson**, to me personally known, who being by me duly sworn, did say that he is the President of Americraft Carton, Inc., a Missouri corporation, and that the seal affixed to the foregoing instrument is the corporate seal of said corporation and that said instrument was signed and sealed in behalf of said corporation by authority of its Board of Directors, and said Rick N. Johnson acknowledged said instrument to be the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal in said County and State the day and year in this certificate above written.

Roxann D. McGrail
Notary Public

My commission expires:
ROXANN D. McGRAIL
Notary Public - Notary Seal
STATE OF MISSOURI
Platte County
My Commission Expires: April 20, 2001

LAW OFFICES

HOVEY WILLIAMS LLP

A LIMITED LIABILITY PARTNERSHIP
OF PROFESSIONAL CORPORATIONS

ESTABLISHED 1929

INTELLECTUAL PROPERTY LAW
U.S. & FOREIGN PATENTS,
TRADEMARKS, COPYRIGHTS
& UNFAIR COMPETITION CAUSES

2405 GRAND BOULEVARD
SUITE 400
KANSAS CITY, MO. 64108-2519

TELEPHONE 816-474-9050
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www.hoveywilliams.com

November 7, 2002

ROBERT D. HOVEY, P. C.*
WARREN N. WILLIAMS, P. C.
STEPHEN D. TIMMONS, P. C.
JOHN M. COLLINS, P. C.
THOMAS H. VAN HOOZER, P. C.*
THOMAS B. LUEBBERING, P. C.
ANDREW G. COLOMBO, P. C.
SCOTT R. BROWN, P. C.**

*ADMITTED IN MISSOURI AND KANSAS
**ADMITTED IN MISSOURI AND CALIFORNIA
***ADMITTED IN MISSOURI, KANSAS AND OKLAHOMA
****ADMITTED IN MARYLAND ONLY

JILL D. SINGER
TRACY L. BORNMAN
TRACEY S. TRUITT
DAVID V. AYRES*
GERHARD P. SHIPLEY
KAMERON D. KELLY***
GREGORY J. SKOCH*
LESLIE L. LAWSON
SHRADDHA UPADHYAYA****

DAVID TERRELL, PATENT AGENT

Box Assignment
Director - U.S. Patent and Trademark Office
Washington, D.C. 20231

Re: Americraft Carton, Inc.

Dear Sir:

Please record the following two documents in the order as follows:

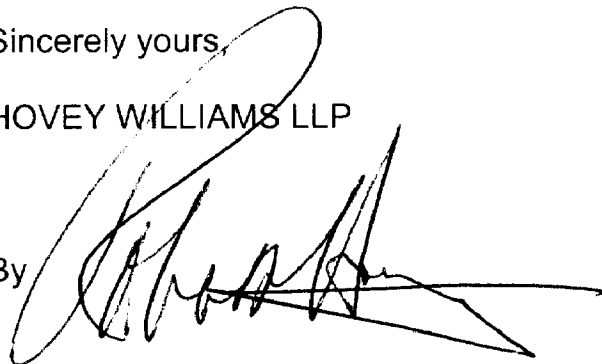
1. Merger of Americraft Carton Group, Inc. and Americraft Carton, Inc. executed September 28, 1999, with the surviving corporation being Americraft Carton Group, Inc.
2. Change of name of Americraft Carton Group, Inc. to Americraft Carton, Inc., execution date December 11, 2001.

Fees in the form of our checks in the amount of \$40.00 for each of the two documents are presented herewith. It is asked that the two documents be recorded so that record title in and to Registration No. 1,748,466 may stand in the name of Americraft Carton, Inc.

Sincerely yours,

HOVEY WILLIAMS LLP

By



RDH:mmm
encls.

TRADEMARK
REEL: 002620 FRAME: 0593

No. 00249798

STATE OF MISSOURI



Matt Blunt
Secretary of State

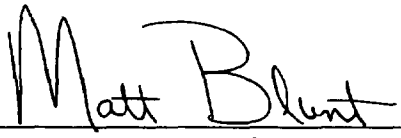
CORPORATION DIVISION

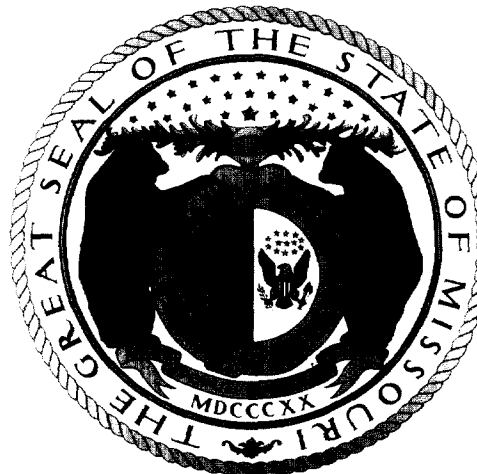
CERTIFICATE OF CORPORATE RECORDS

AMERICRAFT CARTON, INC.

I, MATT BLUNT, Secretary of State of the State of Missouri and Keeper of the Great Seal thereof, do hereby certify that the annexed pages contain a full, true and complete copy of those certain original documents on file and of record in this office for which certification has been requested.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 18th day of OCTOBER, 2002.


Secretary of State



STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

CORPORATION DIVISION

CERTIFICATE OF MERGER
MISSOURI CORPORATION SURVIVING

WHEREAS, Articles of Merger of the following corporations:
AMERICRAFT CARTON, INC. (#00138885)

INTO:

AMERICRAFT CARTON GROUP, INC. (#00249798)

Organized and Existing Under Law of Missouri
have been received, found to conform to law, and filed.

NOW, THEREFORE, I, REBECCA MCDOWELL COOK, Secretary of State of Missouri, issue this Certificate of Merger, certifying that the merger of the aforementioned corporations is effected with

AMERICRAFT CARTON GROUP, INC. (#00249798)
as the surviving corporation.

IN TESTIMONY WHEREOF, I HAVE SET MY
HAND AND IMPRINTED THE GREAT SEAL OF
THE STATE OF MISSOURI, ON THIS, THE
29th Day of September, 1999.

EFFECTIVE DATE: September 30 1999

Rebecca McDowell Cook
Secretary of State



\$30.00