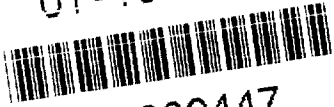


01-16-2003



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Form PTO-1594 (Rev. 10/02) R OMB No. 0651-0027 (exp. 6/30/2005) Tab settings

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): TENNECO PACKAGING INC. 1-13-03
Individual(s) Association General Partnership Limited Partnership
[X] Corporation-State Delaware
Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: PACTIV CORPORATION
Internal Address:
Street Address: 1900 West Field Court
City: Lake Forest State: IL Zip: 60045
Individual(s) citizenship Association General Partnership Limited Partnership
[X] Corporation-State Delaware
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: November 4, 1999

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s) 1,732,080 1,769,283
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Janet Garetto
Internal Address: Jenkens & Gilchrist
Street Address: 225 W. Washington Street, Suite 2600
City: Chicago State: IL Zip: 60606

6. Total number of applications and registrations involved: 2
7. Total fee (37 CFR 3.41): \$65.00
Enclosed
Authorized to be charged to deposit account 10-0447
8. Deposit account number: 10-0447
If check is missing or insufficient
(Attach duplicate copy of this page if paying by deposit account)

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.
Janet Miller
Name of Person Signing Signature January 6, 2003 Date
Total number of pages including cover sheet, attachments, and document: 4

01/15/2003 LMUELLER 00000189 1732080

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

01 FC:8521 02 FC:8522

40.00 OP 25.00 OP

TRADEMARK REEL: 002649 FRAME: 0527

OFFICE OF PIVOTAL RECORDS 2003 JAN 13 AM 9:57 FINANCE SECTION

CERTIFICATE OF AMENDMENT
OF
RESTATED CERTIFICATE OF INCORPORATION
OF
TENNECO PACKAGING INC.

Tenneco Packaging Inc., a corporation duly organized and existing under the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify that:

1. The Restated Certificate of Incorporation of the Corporation is hereby amended by deleting Article FIRST thereof and inserting the following in lieu thereof:

"FIRST. The name of the Corporation is Pactiv Corporation."

2. The foregoing amendment was duly adopted in accordance with the provisions of Sections 242 and 228 (by the written consent of the sole stockholder of the Corporation) of the General Corporation Law of the State of Delaware.

3. This Certificate of Amendment, and the amendment effected hereby, shall become effective at 4:01 p.m., Eastern Standard Time, on November 4, 1999.

STATE OF DELAWARE
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 FILED 04:01 PM 11/04/1999
 991468609 - 0024402

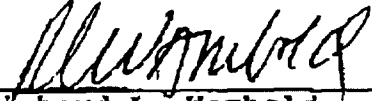
FROM RICHARDS, LAYTON & FINGER #1

(THU) 11. 4 '99 16:37/ST. 16:31/NO. 4861004503 P 17

IN WITNESS WHEREOF, Tenneco Packaging Inc. has caused this Certificate to be executed by its duly authorized officer, on this 14th day of November, 1999.

TENNECO PACKAGING INC.

By: _____


Richard L. Wambold
President

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "TENNECO PACKAGING INC.", CHANGING ITS NAME FROM "TENNECO PACKAGING INC." TO "PACTIV CORPORATION", FILED IN THIS OFFICE ON THE FOURTH DAY OF NOVEMBER, A.D. 1999, AT 4:01 O'CLOCK P.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

0624402 8100

001063977

AUTHENTICATION: 0245843

DATE: 02-08-00

RECORDED: 01/13/2003

TRADEMARK
REEL: 002649 FRAME: 0530