

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Reorganization

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Crane Plastics Company Limited Partnership		12/17/2001	LIMITED PARTNERSHIP: OHIO

**RECEIVING PARTY DATA**

Name:	Crane Plastics Company LLC
Street Address:	2141 Fairwood Avenue
Internal Address:	P.O. Box 1047
City:	Columbus
State/Country:	OHIO
Postal Code:	43216
Entity Type:	Limited Liability Company: OHIO

**PROPERTY NUMBERS Total: 4**

Property Type	Number
Registration Number:	2550908
Registration Number:	2532894
Registration Number:	2610243
Registration Number:	2438973

**CORRESPONDENCE DATA**

Fax Number: (614)792-5536  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 614-792-5555  
 Email: jstandley@standleyandgilcrest.com  
 Correspondent Name: Standley & Gilcrest LLP  
 Address Line 1: 495 Metro Place South  
 Address Line 2: Suite 210  
 Address Line 4: Dublin, OHIO 43017-5319

ATTORNEY DOCKET NUMBER:	CRA1002-009
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**CH \$115.00 2550908**

NAME OF SUBMITTER:

Cheryl S. Scotney

Total Attachments: 4

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**FAIRWOOD INVESTMENT COMPANY**

Columbus, Ohio  
December 17, 2001

**ACTION BY UNANIMOUS WRITTEN CONSENT OF THE BOARD OF  
DIRECTORS WITHOUT A MEETING**

The undersigned, being all of the members of the Board of Directors of Fairwood Investment Company, an Ohio corporation (the "Corporation"), in lieu of action taken at a meeting and pursuant to the provisions of Section 1701.54 of the Ohio Revised Code, hereby authorize, approve and adopt the following resolutions by unanimous written consent:

**Re: Crane Plastics Company Reorganization**

**WHEREAS**, the Corporation is the sole limited partner of Crane Plastics Company Limited Partnership, an Ohio limited partnership ("CPCLP"); and

**WHEREAS**, the Corporation deems it to be in the best interests of CPCLP that CPCLP be reorganized as a limited liability company (the "Crane Reorganization").

**NOW, THEREFORE, BE IT RESOLVED**, that the Corporation be, and it hereby is, authorized to organize an Ohio limited liability company named "Crane Plastics Company LLC" (hereinafter "CPCLLC") together with Crane Plastics Management Company ("CPMCo") and CPC Holdings, Inc. for the purpose of effectuating the Crane Reorganization.

**FURTHER RESOLVED**, that the form of Contribution Agreement, as presented to the Board of Directors, relating to the capitalization of CPCLLC, be, and it hereby is, adopted ratified and approved with such changes thereto as any one or more officers of this Corporation may deem necessary or desirable.

**FURTHER RESOLVED**, that the form of Agreement and Plan of Merger and Reorganization between CPCLLC and CPMCo, as presented to this Board of Directors providing for the merger of CPMCo into CPCLLC, be, and it hereby is, adopted, ratified and approved with such changes thereto as

any one or more officers of this Corporation may deem necessary or desirable.

**FURTHER RESOLVED**, that any one or more of the officers of the Corporation be, and each of them hereby is, authorized on behalf of the Corporation to execute the agreements, documents and instruments described above and such other agreements, instruments, and various certificates, and to perform such other acts, as in their judgment may be necessary or appropriate in order to carry out the intent and purpose of the foregoing resolutions.

**Re: Suburban Steel Supply Co. Reorganization**

**WHEREAS**, the Corporation is a limited partner of Suburban Steel Supply Co. Limited Partnership, an Ohio limited partnership ("SSSLP"), and SSSLP is a limited partner of Suburban Steel of Indiana Limited Partnership, an Ohio limited partnership ("SSINLP"), and Suburban Erectors Co. Limited Partnership, an Ohio limited partnership ("SELP"); and

**WHEREAS**, the Corporation deems it to be in the best interests of each of SSSLP, SSINLP, and SELP that each of them be reorganized as a limited liability company (the "Suburban Reorganization").

**NOW, THEREFORE, BE IT RESOLVED**, that the Corporation be, and it hereby is, authorized to organize or cause SSSLP to organize three (3) Ohio limited liability companies named "Suburban Steel Supply Co. LLC" ("SSSLLC"), "Suburban Steel of Indiana LLC" ("SSINLLC"), and "Suburban Erectors Co. LLC" ("SELLC") for the purpose of effectuating the Suburban Reorganization.

**FURTHER RESOLVED**, that the form of each Contribution Agreement, as presented to the Board of Directors, relating to the capitalization of each of SSSLLC, SSINLLC, and SELLC, be, and it hereby is, adopted ratified and approved with such

changes thereto as any one or more officers of this Corporation may deem necessary or desirable.

**FURTHER RESOLVED**, that the form of Agreement and Plan of Merger and Reorganization between Suburban Management and SSSLLC, as presented to this Board of Directors and providing for the merger of Suburban Management Company into SSSLLC, be and it hereby is, adopted, ratified and approved with such changes thereto as any one or more officers of this Corporation may deem necessary or desirable.

**FURTHER RESOLVED**, that any one or more of the officers of the Corporation be, and each of them hereby is, authorized on behalf of the Corporation to execute the agreements, documents and instruments described above and such other agreements, instruments, and various certificates, and to perform such other acts, as in their judgment may be necessary or appropriate in order to carry out the intent and purpose of the foregoing resolutions.

**Re: Merger with Crane Group, Inc.**

**WHEREAS**, this Board of Directors deems it to be in the best interests of the Corporation that Crane Group, Inc. be merged with and into this Corporation immediately after consummation of all of the foregoing transactions, effective as of 11:59 p.m. on December 31, 2001, and in accordance with the terms of a certain Agreement and Plan of Merger and Reorganization, as presented to this Board of Directors (the "Fairwood/Crane Merger Agreement").

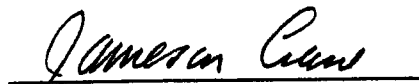
**NOW, THEREFORE, BE IT RESOLVED**, that the Fairwood/Crane Merger Agreement, as presented to the Board of Directors, be, and it hereby is, adopted ratified and approved with such changes thereto as any one or more officers of this Corporation may deem necessary or desirable.

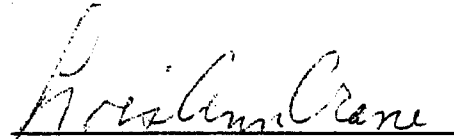
**FURTHER RESOLVED**, that any one or more of the officers of the Corporation be, and each of them hereby is,

authorized on behalf of the Corporation to execute the agreements, documents and instruments described above and such other agreements, instruments, and various certificates, and to perform such other acts, as in their judgment may be necessary or appropriate in order to carry out the intent and purpose of the foregoing resolutions.

IN WITNESS WHEREOF, the undersigned, being all of the members of the Board of Directors of Fairwood Investment Company, have executed this Action By Unanimous Written Consent of the Board of Directors Without a Meeting effective as of the date set forth above.

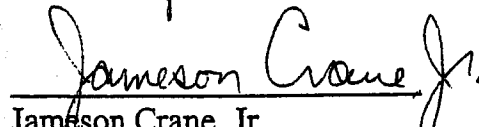
DIRECTORS:

  
Jameson Crane

  
Lois Ann Crane

  
Tanny Crane

  
Randolph J. Fortener

  
Jameson Crane, Jr.

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