

3-21-03 TRAI



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To the Honorable Commissioner of Patents and Tr.

102415214

Original documents or copy thereof.

1. Name of conveying party(ies):

The Peerless Paper Mills

- Individual(s)
- General Partnership
- Corporation-State Pennsylvania
- Other

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

3. Nature of conveyance:

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

Execution Date: January 5, 2001

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

Name: LaGasse Bros., Inc.

Internal Address:

Street Address: 1525 Kuebel Street

City: New Orleans State: LA ZIP: 70123

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Louisiana
- 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)

SYSTEM CLEAN, Reg. No. 2363058
SIMPLE CHOICE, Reg. No. 2398421

Additional numbers Yes No

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

Name: Mark I. Feldman

Internal Address: PIPER RUDNICK

Street Address: 203 N. LaSalle Street

City: Chicago State: IL ZIP: 60601

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

2

7. Total fee (37 CFR 3.41):.....\$ \$65.00

- Enclosed
- Any additional fees are Authorized to be charged to deposit account

8. Deposit account number:

18-2284

04/09/2003 EDDOOPER 00000186 2363058

DO NOT USE THIS SPACE

01 FC:1521 40.00 OP
02 FC:1522 25.00 OP

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.

Mark I. Feldman

Mark I. Feldman

3-17-03

Name of Person Signing

Signature

Date

Total number of pages including cover sheet, attachments, and

9

TRADEMARK

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HMG

DD

Entity Number _____

Secretary of the Commonwealth

ARTICLES OF MERGER-DOMESTIC BUSINESS CORPORATION

DSCB:15-1926 (Rev 90)

In compliance with the requirements of 15 Pa.C.S. § 1926 (relating to articles of merger or consolidation), the undersigned business corporations, desiring to effect a merger, hereby state that:

1. The name of the corporation surviving the merger is: LAGASSE BROS., INC., a Louisiana corporation

2. (Check and complete one of the following):

The surviving corporation is a domestic business corporation and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) Number and Street City State Zip County

(b) c/o: Name of Commercial Registered Office Provider County

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

* The surviving corporation is a qualified foreign business corporation incorporated under the laws of Louisiana and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) 1635 Market Street Philadelphia PA 19103 Philadelphia
Number and Street City State Zip County

(b) c/o: CT Corporation Philadelphia
Name of Commercial Registered Office Provider County

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

The surviving corporation is a nonqualified foreign business corporation incorporated under the laws of _____ and the address of its principal office under the laws of such domiciliary jurisdiction is:

The Peerless Paper Mills Oaks, Upper Providence Township, Montgomery County
Number and Street City State Zip

3. The name and the address of the registered office in this Commonwealth or name of its commercial registered office provider and the county of venue of each other domestic business corporation and qualified foreign business corporation which is a party to the plan of merger are as follows:

Name of Corporation Address of Registered Office or Name of Commercial Registered Office Provider County
The Peerless Paper Mills Oaks, Upper Providence Township, Montgomery County

DSCB:15-1926 (Rev 90)-2

4. (Check and if appropriate complete, one of the following):

The plan of merger shall be effective upon filing these Articles of Merger in the Department of State.

The plan of merger shall be effective on: _____ at _____
Date Hour

5. The manner in which the plan of merger was adopted by each domestic corporation is as follows:

Name of Corporation	Manner of Adoption
<u>The Fearless Paper Mills</u>	<u>Adopted by action of the board of directors of</u>
_____	<u>the parent corporation pursuant to 15 Pa.C.S.</u>
_____	<u>Section 1924 (b) (3)</u>

6. (Strike out this paragraph if no foreign corporation is a party to the merger). The plan was authorized, adopted or approved, as the case may be, by the foreign business corporation (or each of the foreign business corporations) party to the plan in accordance with the laws of the jurisdiction in which it is incorporated.

7. (Check, and if appropriate complete, one of the following):

The plan of merger is set forth in full in Exhibit A attached hereto and made a part hereof.

Pursuant to 15 Pa.C.S. § 1901 (relating to omission of certain provisions from filed plans) the provisions, if any, of the plan of merger that amend or constitute the operative Articles of Incorporation of the surviving corporation as in effect subsequent to the effective date of the plan are set forth in full in Exhibit A attached hereto and made a part hereof. The full text of the plan of merger is on file at the principal place of business of the surviving corporation, the address of which is:

<u>1525 Kuebel Street</u>	<u>New Orleans</u>	<u>LA</u>	<u>70123</u>	<u>New Orleans</u>
Number and Street	City	State	Zip	County

IN TESTIMONY WHEREOF, the undersigned corporation or each undersigned corporation has caused these Articles of Merger to be signed by a duly authorized officer thereof this _____ day of January, 2001.

Lagasse Bros., Inc.

(Name of Corporation)

BY: Kathleen S. Dvorak

(Signature)

TITLE: Kathleen S. Dvorak, Vice President

(Name of Corporation)

BY: _____

(Signature)

TITLE: _____

4. (Check, and if appropriate complete, one of the following):

The plan of merger shall be effective upon filing these Articles of Merger in the Department of State.

The plan of merger shall be effective on: _____ at _____
Date Hour

5. The manner in which the plan of merger was adopted by each domestic corporation is as follows:

Name of Corporation	Manner of Adoption
The Peerless Paper Mills	Adopted by action of the board of directors of the parent corporation pursuant to 15 Pa.C.S. Section 1924 (b) (3)

6. (Strike out this paragraph if no foreign corporation is a party to the merger). The plan was authorized, adopted or approved, as the case may be, by the foreign business corporation (or each of the foreign business corporations) party to the plan in accordance with the laws of the jurisdiction in which it is incorporated.

7. (Check, and if appropriate complete, one of the following):

The plan of merger is set forth in full in Exhibit A attached hereto and made a part hereof.

Pursuant to 15 Pa.C.S. § 1901 (relating to omission of certain provisions from filed plans) the provisions, if any, of the plan of merger that amend or constitute the operative Articles of Incorporation of the surviving corporation as in effect subsequent to the effective date of the plan are set forth in full in Exhibit A attached hereto and made a part hereof. The full text of the plan of merger is on file at the principal place of business of the surviving corporation, the address of which is:

1525 Kuebel Street	New Orleans	LA	70123	New Orleans
Number and Street	City	State	Zip	County

IN TESTIMONY WHEREOF, the undersigned corporation or each undersigned corporation has caused these Articles of Merger to be signed by a duly authorized officer thereof this _____ day of January, 2001.

Lagasse Bros., Inc.
(Name of Corporation)

BY: _____
(Signature)

TITLE: Kathleen S. Dvorak, Vice President

(Name of Corporation)

BY: _____
(Signature)

TITLE: _____

**CERTIFICATE OF MERGER
MERGING
THE PEERLESS PAPER MILLS
INTO
LAGASSE BROS., INC.**

FOX McKEITHEN
SECRETARY OF STATE
RECEIVED & FILED
DATE JAN 5 2004

(Pursuant to subsection G of Section 12:112
of the Business Corporation Law of the State of Louisiana)

Lagasse Bros., Inc., a Louisiana corporation (the "Corporation"), for the purpose of merging The Peerless Paper Mills, a Pennsylvania corporation and wholly-owned subsidiary of Corporation ("Peerless"), into the Corporation (the "Merger"), does hereby certify as follows:

FIRST: That the Corporation is a corporation existing under the laws of the State of Louisiana and Peerless is a corporation existing under the laws of the Commonwealth of Pennsylvania.

SECOND: That the Corporation owns all of the issued and outstanding shares of capital stock of Peerless, and the Corporation hereby merges Peerless with and into itself with the Corporation continuing as the surviving corporation.

THIRD: That the Corporation, by the following resolutions of its Board of Directors, duly adopted on the 5th day of January, 2001, authorized, approved and adopted the Merger on the terms and conditions set forth in such resolutions:

"WHEREAS, pursuant to the terms and conditions of that certain Stock Purchase Agreement dated as of December 19, 2000 among the Corporation, The Peerless Paper Mills, a Pennsylvania corporation ("Peerless"), and the shareholders of Peerless listed on the signature pages thereto, the Corporation acquired all of the issued and outstanding capital stock of Peerless (the "Acquisition");

WHEREAS, as a result of the Acquisition, Peerless is a wholly-owned subsidiary of the Corporation; and

WHEREAS, pursuant to subsection G of Section 12:112 of the Louisiana Business Corporation Law, it is proposed that Peerless be merged with and into the Corporation (the "Merger") with the Corporation continuing as the surviving corporation.

NOW, THEREFORE, BE IT RESOLVED, that the Merger is hereby authorized and approved, and pursuant to and upon consummation of the Merger, the Corporation will assume all of Peerless' liabilities and obligations;

FURTHER RESOLVED, that upon the consummation of the Merger, each share of capital stock of the Corporation outstanding immediately prior to

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FROM WGM LLP

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the Merger shall remain outstanding and each share of the capital stock of Peerless theretofore outstanding shall automatically be cancelled with no consideration payable therefor; and

FURTHER RESOLVED, that the Chairman of the Board, the President, the Chief Financial Officer, any Vice President, the Treasurer, the Secretary and any Assistant Secretary (each a "Proper Officer") of the Corporation, any one of whom may act without the joinder of any of the others, be, and hereby are, authorized, empowered, and directed, for, on behalf of and in the name of the Corporation, to make, execute, certify and deliver and acknowledge such proper documents, including, without limitation, a Certificate of Merger (herein so called) setting forth these resolutions and the date of adoption thereof and to cause the same to be filed in the office of the Secretary of State of Louisiana and any other jurisdiction and to do or cause to be done any and all such other acts and things as they, or any of them, may deem necessary or advisable to make effective or implement the intent and purposes of the foregoing resolutions, and any such document so executed or act or thing done or caused to be done by them, or any of them, shall be conclusive evidence of their or his authority in so doing."

FOURTH: That the Articles of Incorporation of the Corporation in effect immediately prior to the Merger shall remain in effect following consummation of the Merger.

[THE REMAINDER OF THIS PAGE IS INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the undersigned acknowledges and has caused
this Certificate of Merger to be signed this 5th day of January, 2001.

LAGASSE BROS., INC.

By: Kathleen S. Dvorak
Name: Kathleen S. Dvorak
Title: Vice President

By: M. Cecelia Currie
Name: ~~Cecelia M. Currie~~ M. Cecelia Currie
Title: Assistant Secretary

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FROM W&M LLP

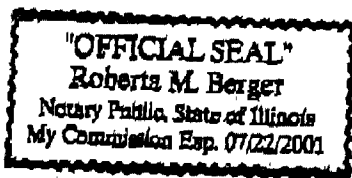
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STATE OF ILLINOIS)
) SS.:
COUNTY OF Cook)

On this 5th day of January, 2001, before me, the subscriber, a Notary Public duly appointed to take proof and acknowledgment of deeds and other instruments, came Kathleen S. Dvorak and M. Cecelia Currie, to me personally known to be the individuals described in and who signed the preceding Certificate of Merger and who acknowledged to me the signing of the same, and each being by me duly sworn deposed and saith that she, Kathleen S. Dvorak, signed the preceding Certificate of Merger as Vice President of Lagasse Bros., Inc., a Louisiana corporation, and that she, M. Cecelia Currie, signed the preceding Certificate of Merger as Assistant Secretary of said corporation.

IN TESTIMONY WHEREOF, I hereunto set my hand and affix my official seal at Des Plaines, Illinois, on the day and year first above written.



[Seal]


Notary Public

FROM WGM LLP

(PH) 01.05.01 13:55/ST. 13:52/NO. 3561459374 P. 7

RECORDED: 03/21/2003

TRADEMARK
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