

05-08-2003



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

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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):

PACTIV PPI COMPANY

5.603

- Individual(s) Association General Partnership Limited Partnership Corporation-State Delaware Other

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: December 20, 2001

2. Name and address of receiving party(ies)

Name: PACTIV PROTECTIVE PACKAGING INC.

Internal Address:

Street Address: 1900 West Field Court

City: Lake Forest State: IL Zip: 60045

- Individual(s) citizenship Association General Partnership Limited Partnership 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

OFFICE OF THE COMMISSIONER OF PATENTS AND TRADEMARKS FINANCE SECTION 2003 MAY -6 PM 2:12

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1749382

Additional number(s) attached Yes No

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

Name: Janet M. Garetto

Internal Address: JENKENS & GILCHRIST

Street Address: 225 W. Washington St. Suite 2600

City: Chicago State: IL Zip: 60606

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$40.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

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01 FC:8521 9. Statement and signature 40.00 00

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 L. Miller

Name of Person Signing

Signature

May 1, 2003

Date

Total number of pages including cover sheet, attachments, and document: 4

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

TRADEMARK REEL: 002727 FRAME: 0857

Delaware

PAGE 1

The First State

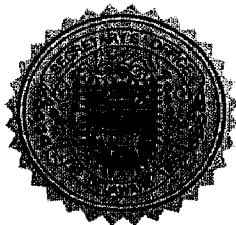
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"PACTIV PPI COMPANY", A DELAWARE CORPORATION,

WITH AND INTO "PACTIV PROTECTIVE PACKAGING INC." UNDER THE NAME OF "PACTIV PROTECTIVE PACKAGING INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SEVENTH DAY OF DECEMBER, A.D. 2001, AT 4:32 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY, A.D. 2002.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



2740899 8100M

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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1533325

DATE: 12-31-01

TRADEMARK
REEL: 002727 FRAME: 0858

CERTIFICATE OF MERGER
OF
PACTIV PPI COMPANY
INTO
PACTIV PROTECTIVE PACKAGING INC.

The undersigned corporation organized and existing under and by virtue of the General Corporation Law of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

NAME	STATE OF INCORPORATION
Pactiv PPI Company ("Pactiv PPI")	Delaware
Pactiv Protective Packaging Inc. ("Pactiv Protective")	Delaware

SECOND: That an agreement of merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of section 251 of the General Corporation Law of Delaware.

THIRD: That the name of the surviving corporation of the merger is Pactiv Protective Packaging Inc.

FOURTH: That the Certificate of Incorporation of Pactiv Protective, a Delaware corporation, which will survive the merger, shall be the Certificate of Incorporation of the surviving corporation.


FIFTH: That the executed Agreement of Merger is on file at an office of the surviving corporation, the address of which is 1900 West Field Court, Lake Forest, Illinois 60045.

SIXTH: That a copy of the Agreement of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: That this Certificate of Merger shall be effective on January 1, 2002.

Dated: December 20, 2001

PACTIV PROTECTIVE PACKAGING INC.

By 
James V. Faulkner, Jr.
Vice President and Secretary