FORM PTO-1594 (Modified)

PIPER/RUDNICK #50

TRADEMARKS ONLY

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RECORDATION FORM COVER SHEET

RM PTO-1594 (Modified) ∨ 5-93) 6 Np. 0651-0011 (exp.4/94)	TRADEMAI	RKS O	NLY	MI
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ab settings → → → ▼ To the Honorable Commissioner of Pate	ents and Trademarks:	Please reco	rd the attached origin	nal documents or copy thereof
To the Honorable Commissioner of Paul. Name of conveying party(ies):	Sire circ Hocomerius	2. Name a	and address of receiv	ing party(ies):
The Peerless Paper Mills				
		Internal	Address:	.aaaaaaaaaa.
☐ Individual(s) ☐ ☐ General Partnership ☐ ☑ Corporation-State Pennsylvania ☐ Other	Association Limited Partnership	City: _1 ☐ Indi	New Orleans vidual(s) citizenship	State: <u>LA</u> _ ZIP: <u>70123</u>
Additional names(s) of conveying party(ies)	☐ Yes 🏻 No			
3. Nature of conveyance: Assignment Security Agreement Other	Change of Name	Lim Cor Oth	ited Partnership poration-State Low eeree is not domiciled in the	usiana United States, a domestic □ Yes ☑ N
Execution Date: January 5, 2001		designat (Designa Addition	con is ations must be a separate al name(s) & address(es)	document from
	Additional numbers	SIMPLE	CLEAN, Reg. No. 23 CHOICE, Reg. No. 2 Yes 🖾 No	398421
Name and address of party to whom concerning document should be mail	correspondence ed:	6. Total registr	number of application rations involved:	ns and 2
Name: Mark I. Feldman	. Managery	7. Total	fee (37 CFR 3.41):	\$ <u>\$65.00</u>
Internal Address: PIPER RUDNIC	<	Anva	nclosed additional fees are uthorized to be charg	ged to deposit account
Street Address: 203 N. LaSalle S	treet	8. Depo	sit account number:	-
		18-2	284	
City: <u>Chicago</u> Sta		T USE THIS S	PACE	
	DO NO) i use imis s	IFAUE	
9. Statement and signature. To the best of my knowledge and be of the original document.	elief, the foregoing info	mation is tru	ue and correct and a	ny attached copy is a true copy 3 ~ 1 _ △ 3
Mark I. Feldman	1 'a_b-te	My Mor	eturo	Date
Name of Person Signing	otal number of pages includ	Signa		
™7ffn047748	otal number of pages includ	ing cover shee	t, attachments, and TTV	729 FRAME: 0727



SECRETARY OF STATE

As Secretary of State, of the State of Louisiana. I do hereby Certify that

a copy of a Merger document whereby THE PEERLESS PAPER MILLS, organized under the laws of PENNSYLVANIA, is merged into

LAGASSE BROS., INC.

Organized under the laws of LOUISIANA,

Was filed and recorded in this Office on January 5, 2001, with an effective date of January 5, 2001.

In testimony whereof, I have hereunto set my hand and caused the Seal of my Office to be affixed at the City of Baton Rouge on,

January 5 2001

ABA 24408350D 35023947 Secretary of Flate



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In compliance with the requirement ness corporations, desiring to effect	Citician in the second			
ne name of the corporation surviving	g the merger is: <u>LAGASSE_BRC</u>	S., INC., a L	Ouisiana_C	or portaction.
Check and complete one of the following corporation is a do Commonwealth or (b) name of its Department is hereby authorized	mestic bosities collaboration at the commercial registered office it to correct the following information in the content of th	d the (a) address provider and the nation to conform	of its current e county of vi n to the recor	registered office in t enue is (the ds of the Departmen
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PIPER/RUDNICK #50

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FROM :

JAK-04-300: 18:51

FAX NO. : USSCO ADMINISTRATION

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	<u> </u>		the pare	nr corporation	pursuant	to 1S Pa.C.S.	
			Section :	1924 (b) (3)			
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(CI	heck, and if appropriate compl	ole, one of the follow	wing);				
	The plan of merger is set forth	In full in Exhibit A cit	toched hereto	and made a part	hereof.		
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CERTIFICATE OF MERGER MERGING THE PEERLESS PAPER MILLS INTO LAGASSE BROS., INC.



(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 "<u>Corporation</u>"), for the purpose of merging The Peerless Paper Mills, a Pennsylvania corporation and whollyowned subsidiary of Corporation ("<u>Peerless</u>"), into the Corporation (the "<u>Merger</u>"), 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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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 consumuration of the Merger.

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IN WITNESS WHEREOF, the undersigned admirwledges and has caused this Confifence of Merger to be signed this 5th day of Issuary, 2001.

LAGASSE BROS., INC.

Title: Vice President

Title: Assistant Sourcary

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STATE OF ILLINOIS COUNTY OF Cook

On this _____ 5 14 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. Dvorsk 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 deposeth and saith that she, Kathleen S. Dvorak, signed the proceeding Certificate of Merger as Vice President of Lagassa Bros., Inc., a Louisiana emporation, 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.

"OFFICIAL SEAL" Roberts M. Berger Notary Public State of Himole My Commission Esp. 07/22/2001

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