

05-22-2003



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

DEPARTMENT OF COMMERCE J.S. Patent and Trademark Office

RECORDED 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): Maryland Cup Corporation **5-19-03**

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

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

2. Name and address of receiving party(ies)
 Name: Lily-Tulip, Inc.
 Internal Address: _____
 Street Address: 10100 Reisterstown Road
 City: Owings Mills State: MD Zip: 21117

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: 12/31/86

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s) 72,149,859
 B. Trademark Registration No.(s) 752,714

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Daniel M. Carson
 Internal Address: Sweetheart Cup Company Inc.
 Street Address: 10100 Reisterstown Road
 City: Owings Mills State: MD Zip: 21117

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41).....\$ 40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____

DO NOT USE THIS SPACE

9. Signature.
Daniel M. Carson
 Name of Person Signing

Daniel M. Carson
 Signature

5/5/03
 Date

Total number of pages including cover sheet, attachments, and document: 5

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

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Michael H. Hinkle
ATTORNEY AT LAW

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

MARYLAND CUP CORPORATION

INTO

LILY-TULIP, INC.

(Pursuant to Section 253 of the
General Corporation Law of the State of Delaware
and Section 3-106 of the General Corporation Law
of the State of Maryland)

Lily-Tulip, Inc., a Delaware corporation (the
"Company"), does hereby certify:

FIRST: That the Company is incorporated pursuant to the General Corporation Law of the State of Delaware ("GCL").

SECOND: That the Company owns all of the outstanding shares of each class of the capital stock of Maryland Cup Corporation, a Maryland corporation ("MC").

THIRD: That the name of the corporation surviving the merger is Lily-Tulip, Inc. (the "Surviving Corporation").

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FOURTH: That the Company, by the following resolutions of its Board of Directors, duly adopted by written consent in lieu of a meeting, determined to merge MC into itself on the conditions set forth in such resolutions:

RESOLVED, that, immediately following the merger of Sweetheart Holding Corp., a Maryland corporation, with and into the Company, Maryland Cup Corporation, a Maryland corporation ("MC"), merge with and into the Company (the "Merger") and the Company assume and does hereby assume all of its obligations in accordance with Section 253 of the General Corporation Law of the State of Delaware (the "DGCL") and Section 3-106 of the Maryland General Corporation Law (the "MGCL"), that the Company be the surviving corporation in the Merger and that none of its name, charter provisions, by-laws, officers or directors shall be changed as a result of such Merger, and that the proper officers of the Company be, and they hereby are, authorized and directed for and on behalf of the Company to take any and all action and to execute and deliver any and all documents as such officers may determine to be necessary or appropriate to effectuate the foregoing and carry out the purposes thereof, including but not limited to the execution, acknowledgement and filing of a Certificate of Ownership and Merger with respect to the Merger in accordance with Section 253 of the DGCL and Articles of Merger with respect to the Merger pursuant to Section 3-106 of the MGCL, the taking of any such action and the execution of any such agreement or document conclusively to evidence the due authorization thereof by the Board of Directors; provided, however, that at any time prior to the filing of said Certificate of Ownership and Merger and Articles of Merger the Merger may be terminated or this resolution may be amended in accordance with Section 251(d) of the General Corporation Law of the State of Delaware; and further

RESOLVED, that the Board of Directors of the Company intends that the effect of the Merger shall be a complete liquidation of MC pursuant to Section 332 of the Internal Revenue Code of 1986.

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IN WITNESS WHEREOF, the Company has caused its corporate seal to be affixed to, and this Certificate of Ownership and Merger to be executed in its corporate name by Paul J. Schierl, its President, and attested to by James W. Nellen II, its Secretary, this 31st day of December, 1986.



LILY-TULIP, INC.

By: Paul J. Schierl
Paul J. Schierl
President

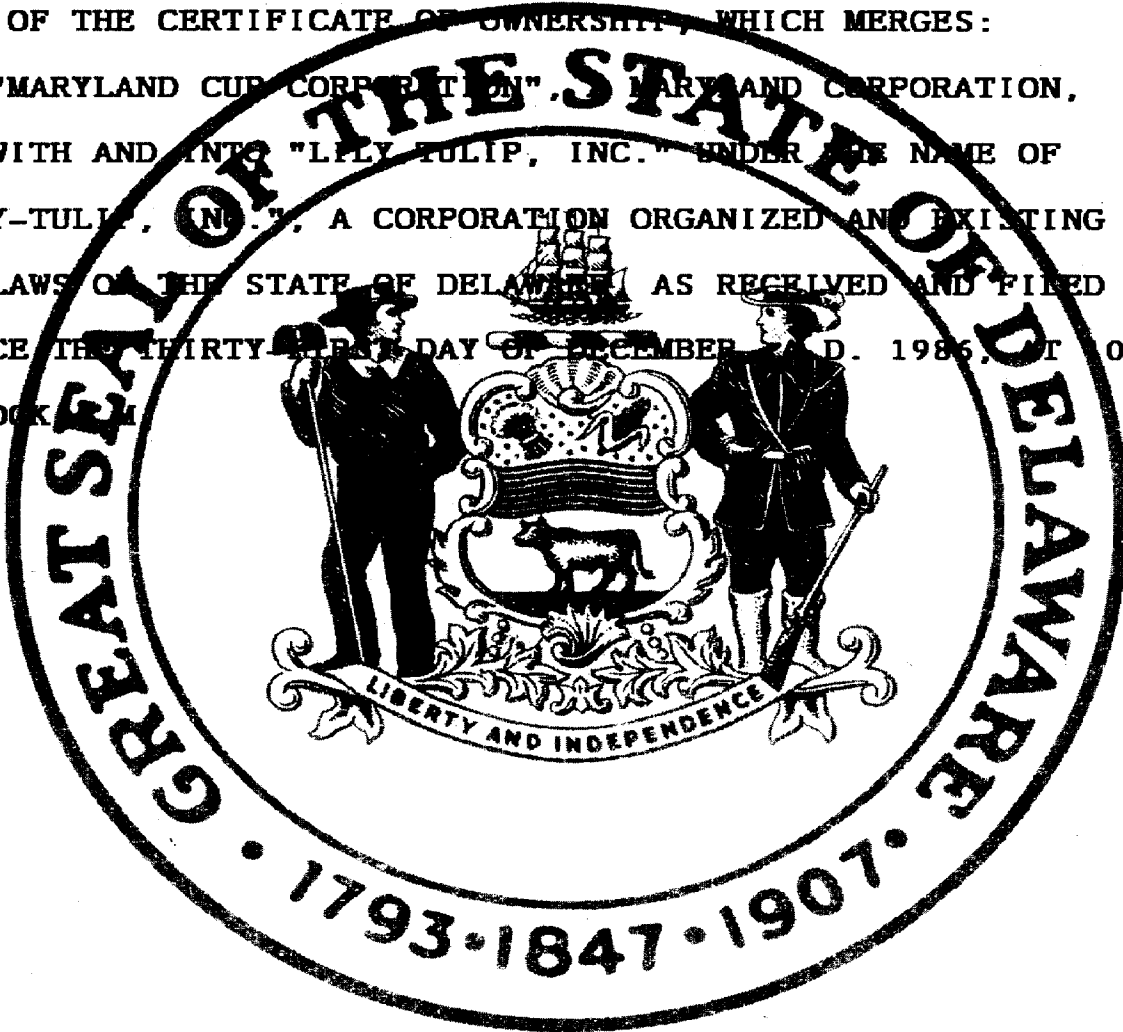
ATTEST:

By: James W. Nellen II
James W. Nellen II
Secretary

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 OWNERSHIP, WHICH MERGES:

"MARYLAND CUP CORPORATION", MARYLAND CORPORATION, WITH AND INTO "LILY TULIP, INC." UNDER THE NAME OF "LILY-TULIP, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-THIRD DAY OF DECEMBER A.D. 1986, AT 10:30 O'CLOCK A.M.



Edward J. Freel

Edward J. Freel, Secretary of State

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RECORDED: 05/19/2003

AUTHENTICATION:

7977148

DATE:

06-07-96

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