

7/26/04

07-29-2004



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

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S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

BWI Holmatic, Inc.

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State (checked), Other GEORGIA CORPORATION

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

3. Nature of conveyance:

- Assignment, Merger (checked), Security Agreement, Change of Name, Other

Execution Date: March 17, 2000

2. Name and address of receiving party(ies)

Name: PACKAGING TECHNOLOGIES, INC.

Internal Address:

Street Address: 807 West Kimberly Road

City: Davenport State: IA Zip:

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State Iowa (checked), 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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2,052,567

Additional number(s) attached Yes No

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

Name: David S. Stallard

Internal Address: Wood, Herron & Evans

Street Address: 2700 Carew Tower

441 Vine Street

City: Cincinnati State: OH Zip: 45202-2917

6. Total number of applications and registrations involved:

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

- Enclosed, Authorized to be charged to deposit account (checked)

8. Deposit account number:

23-3000

OPR/FINANCE JUL 26 AM 8:19

DO NOT USE THIS SPACE

9. Signature.

David S. Stallard/Reg.No. 25,930

Name of Person Signing

Signature

7-21-04

Date

Total number of pages including cover sheet, attachments, and document: 7

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

07/20/2004 ECDOPER 00000018 233000 2052567

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TRADEMARK REEL: 003015 FRAME: 0964

Secretary of State

Corporations Division

315 West Tower

#2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

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PRINT DATE : 06/20/2000
FORM NUMBER : 411

STEVEN H. JACOBS
600 UNION ARCADE BUILDING
111 EAST THIRD ST.
DAVENPORT IA 528011596

CERTIFICATE OF MERGER

I, Cathy Cox, the Secretary of State of the Georgia, do hereby issue this certificate pursuant to Title 14 of the Official Code of Georgia annotated certifying that articles or a certificate of merger and fees have been filed regarding the merger of the below entities, effective as of the date shown above. Attached is a true and correct copy of the said filing.

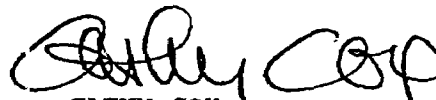
Surviving Entity:

PACKAGING TECHNOLOGIES, INC., AN IOWA CORPORATION

Nonsurviving Entity/Entities:

BWI HOLMATIC, INC., A GEORGIA CORPORATION




CATHY COX
SECRETARY OF STATE

DAVENPORT, IOWA 52801
SUITE 600 - 111 EAST THIRD STREET
ATTORNEYS AT LAW
BETTY, NEUMAN & McMAHON, L.L.P.

ARTICLES OF MERGER

Pursuant to the provisions of Section 490.1105 of the Code of Iowa and Section 14-2-1105 of the Code of Georgia, the undersigned corporations have adopted the following articles of merger for the purpose of combining the undersigned corporations:

The attached plan of merger was approved by the stockholders of each of the undersigned corporations in the manner prescribed by statute.

As to each of the undersigned corporations, the number of shares outstanding, and the designation and number of outstanding shares of each class entitled to vote as a class on such plan, are as follows:

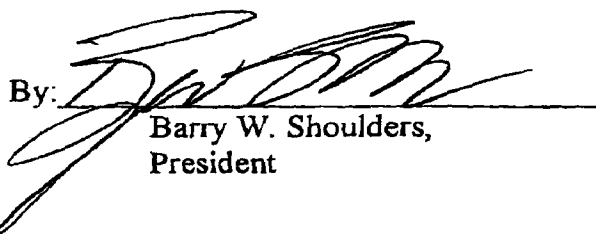
Name of Corporation:	Number of Shares Outstanding
Packaging Technologies, Inc.	239,000 shares of Class A Common Stock 371,000 shares of Class B Common Stock 234,000 shares of Class A Preferred Stock 156,000 shares of Class B Preferred Stock
BWI Holmatic, Inc.	3,200,000 of Common Stock

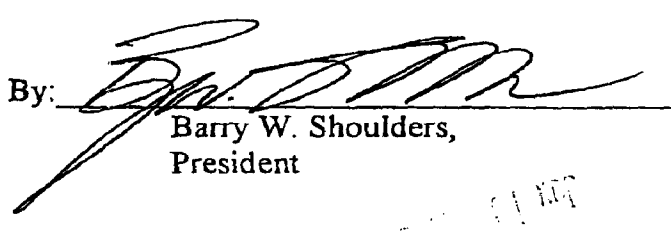
As to each of the undersigned corporations, the total number of shares voted for and against such plan, respectively, and, as to each class entitled to vote thereon as a class, the number of shares of such class voted for and against such plan, respectively, are as follows:

Name of Corporation	Total Voted For:	Total Voted Against
Packaging Technologies, Inc.	239,000 shares of Class A Common	None
	371,000 shares of Class B Common	None
	234,000 shares of Class A Preferred	None
	156,000 shares of Class B Preferred	None
BWI Holmatic, Inc.	3,200,000 shares of Common	None

The merger shall take effect upon the filing of these Articles of Merger with the Secretary of State of the State of Iowa and the Secretary of State of the State of Georgia.

PACKAGING TECHNOLOGIES, INC. BWI HOLMATIC, INC.

By: 
Barry W. Shoulders,
President

By: 
Barry W. Shoulders,
President

FILED
MAY 11 1998
IOWA SECRETARY OF STATE

DAVENPORT, IOWA 52801
111 EAST THIRD STREET
SUITE 600
ATTORNEYS AT LAW
BETTY, NEUMAN & McMAHON, L.L.P.

AGREEMENT OF MERGER

Agreement of merger made this 17th day of March, 2000, between **PACKAGING TECHNOLOGIES, INC.**, a corporation organized under the laws of the State of Iowa, with its principal office located at Davenport, Scott County, Iowa, hereinafter sometimes called the surviving corporation, and **BWI HOLMATIC, INC.**, a corporation organized under the laws of the State of Georgia, hereinafter sometimes called the absorbed corporation.

RECITALS

A. **Packaging Technologies, Inc** is a corporation duly organized and existing under the laws of the State of Iowa.

B. **BWI Holmatic, Inc.** is a corporation duly organized and existing under the laws of the State of Georgia.

C. The boards of directors of the constituent corporations deem it desirable and in the best interests of the corporations and their shareholders that **BWI Holmatic, Inc.** be merged into **Packaging Technologies, Inc.** in accordance with the provisions of Iowa Law, in order that the transaction qualify as a "reorganization" within the meaning of Section 368(a)(1)(A) of the Internal Revenue Code of 1986, as amended, and Iowa Law.

D. **Packaging Technologies, Inc.** and **BWI Holmatic, Inc.** are each owner in total by the same shareholder.

In consideration of the mutual covenants, and subject to the terms and conditions hereinafter set forth, the constituent corporations agree as follows:

**SECTION ONE
MERGER**

BWI Holmatic, Inc. shall merge with and into **Packaging Technologies, Inc.**, which shall be the surviving corporation.

**SECTION TWO
TERMS AND CONDITIONS**

On the effective date of the merger, the separate existence of the absorbed corporation shall cease, and the surviving corporation shall succeed to all the rights, privileges, immunities, and franchises, and all the property, real, personal, and mixed, of the absorbed corporation, without the necessity for any separate transfer. The surviving corporation shall thereafter be responsible and liable for all liabilities and obligations of the absorbed

corporation, and neither the rights of creditors nor any liens on the property of the absorbed corporation shall be impaired by the merger.

**SECTION THREE
CONVERSION OF SHARES**

The manner and basis of converting the shares of the absorbed corporation into shares, of the surviving corporation is as follows:

Each share of BWI Holmatic, Inc. shall be converted into 1/100th of a share of Class A common stock of Packaging Technologies, Inc. Stated differently, the 3,200,000 shares of BWI Holmatic, Inc. shall be converted into 32,000 shares of Packaging Technologies, Inc. Class A common stock.

**SECTION FOUR
ARTICLES OF INCORPORATION**

The articles of incorporation of the surviving corporation shall continue to be its article of incorporation following the effective date of the merger.

**SECTION FIVE
BY-LAWS**

The by-laws of the surviving corporation shall continue to be its bylaws following the effective date of the merger.

**SECTION SIX
DIRECTORS AND OFFICERS**

The directors and officers of the surviving corporation on the effective date of the merger shall continue as the directors and officers of the surviving corporation for the full unexpired terms of their offices and until their successors have been elected or appointed and qualified.

**SECTION SEVEN
LIMITATIONS ON BUSINESS ACTIVITIES**

Neither of the constituent corporations shall, prior to the effective date of the merger, engage in any activity or transaction other than in the ordinary course of business.

**SECTION EIGHT
APPROVAL OF SHAREHOLDERS**

This agreement of merger shall be submitted for the approval of the shareholders of the constituent corporations in the manner provided by applicable law.

DAVENPORT, IOWA 52801
SUITE 800 - 111 EAST THIRD STREET
ATTORNEYS AT LAW
BETTY, NEUMAN & McMAHON, L.L.P.

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111 EAST THIRD STREET
SUITE 600
ATTORNEYS AT LAW
BETTY, NEUMAN & McMAHON, L.L.P.

**SECTION NINE
EFFECTIVE DATE**

The effective date of this merger shall be the date when a certificate of merger is issued by the Secretary of State of the State of Iowa.

**SECTION TEN
ABANDONMENT OF MERGER**

This agreement of merger may be abandoned by action of the board of directors of either the surviving or the absorbed corporation at any time prior to the effective date.

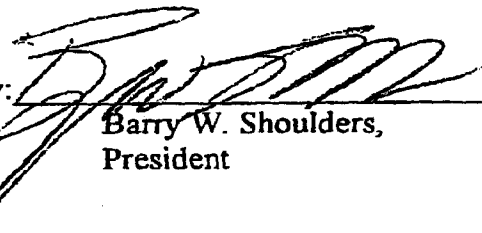
**SECTION ELEVEN
EXECUTION OF AGREEMENT**

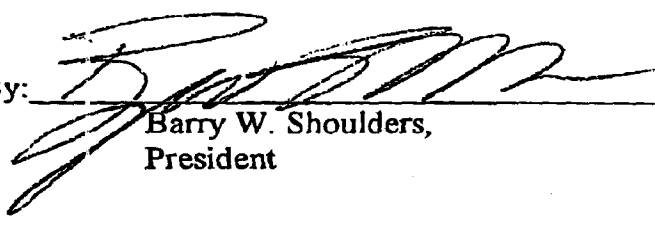
This agreement of merger may be executed in any number of counterparts, and each such counterpart shall constitute an original instrument.

Executed on behalf of the parties by their officers, and sealed with their corporate seals, respectively, pursuant to the authorization of their respective boards of directors on the date first written above.

PACKAGING TECHNOLOGIES, INC.

BWI HOLMATIC, INC.

By: 
Barry W. Shoulders,
President

By: 
Barry W. Shoulders,
President

SECRETARY OF STATE
JUN 6 2 51 PM '00
BSR (4)

IOWA

No. W00241687
Date: 06/07/2000

SECRETARY OF STATE

490 DP-000022568
PACKAGING TECHNOLOGIES, INC.

ACKNOWLEDGMENT OF DOCUMENT FILED

The Secretary of State acknowledges receipt of the following document:

Articles of Merger

The document was filed on June 5, 2000, at 12:39 PM, to be effective as of June 5, 2000, at 12:39 PM.

The amount of \$50.00 was received in full payment of the filing fee.



Chester J. Culver

CHESTER J. CULVER SECRETARY OF STATE

