

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	03/15/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
ATLANTIS PLASTICS, INC.		03/15/2005	CORPORATION: FLORIDA

RECEIVING PARTY DATA

Name:	ATLANTIS PLASTICS, INC.
Street Address:	Suite 200, 1870 The Exchange
City:	Atlanta
State/Country:	GEORGIA
Postal Code:	30339
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Registration Number:	1872481	A
Registration Number:	2536083	ATLANTIS PLASTICS
Serial Number:	78429685	ATLANTIS PLASTICS LINEAR STRETCH FILMS
Registration Number:	2152268	PLY-J
Serial Number:	78463648	KWIKCUT
Serial Number:	78429650	LINEAR
Registration Number:	2595463	CEDARWAY

CORRESPONDENCE DATA

Fax Number: (212)813-5901
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 212 813-5900
 Email: pboisson@frosszelnick.com
 Correspondent Name: Fross Zelnick Lehrman & Zissu, P.C.

CH \$190.00 1872481

Address Line 1: 866 United Nations Plaza
Address Line 4: New York, NEW YORK 10017

NAME OF SUBMITTER: Patrick Boisson

Signature: /patrick boisson/

Date: 08/05/2005

Total Attachments: 3
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Delaware

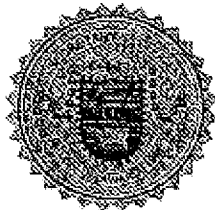
PAGE 1

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:

"ATLANTIS PLASTICS, INC.", A FLORIDA CORPORATION,
WITH AND INTO "ATLANTIS PLASTICS, INC." UNDER THE NAME OF
"ATLANTIS PLASTICS, INC.", A CORPORATION ORGANIZED AND EXISTING
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED
IN THIS OFFICE THE FIFTEENTH DAY OF MARCH, A.D. 2005, AT 9:15
O'CLOCK A.M.

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



3908025 8100M
050212482

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3743084

DATE: 03-15-05

TRADEMARK
REEL: 003135 FRAME: 0529

State of Delaware
Secretary of State
Division of Corporations
Delivered 09:15 AM 03/15/2005
FILED 09:15 AM 03/15/2005
SRV 050212482 - 3908025 FILE

CERTIFICATE OF MERGER**OF****ATLANTIS PLASTICS, INC.**

(a Florida corporation)

WITH AND INTO**ATLANTIS PLASTICS, INC.**

(a Delaware corporation)

(Under Section 252 of the General
Corporation Law of the State of Delaware)

Atlantis Plastics, Inc., a Delaware corporation, hereby certifies that:

1. The name and state of incorporation of each of the constituent corporations is as follows:

- (a) Atlantis Plastics, Inc., a Florida corporation ("Atlantis Florida"); and
- (b) Atlantis Plastics, Inc., a Delaware corporation ("Atlantis Delaware").

2. The Agreement and Plan of Merger (the "Agreement and Plan of Merger"), dated as of February 17, 2005, between Atlantis Florida and Atlantis Delaware has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 252 of the General Corporation Law of the State of Delaware.

3. The name of the surviving corporation is Atlantis Plastics, Inc. (the "Surviving Corporation").

4. The Certificate of Incorporation of Atlantis Delaware immediately prior to the effective time of the merger shall be the Certificate of Incorporation of the Surviving Corporation.

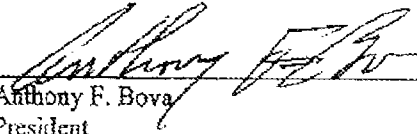
5. The executed Agreement and Plan of Merger is on file at an office the Surviving Corporation at 1879 The Exchange, Suite 200, Atlanta, Georgia 30339.

6. A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.

7. The aggregate number of shares of capital stock that Atlantis Florida has the authority to issue is 27,500,000, consisting of 27,000,000 shares of common stock and 500,000 shares of preferred stock.

IN WITNESS WHEREOF, the undersigned has caused this certificate to be signed as of the 15th day of March, 2005.

Atlantis Plastics, Inc. , a Delaware corporation

By: 
Anthony F. Bova
President

RLF1-2847196-1