

Form PTO 1594
(Rev. 03/01)
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. Department of Commerce
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):
Sweetheart Cup Company Inc.

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

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

2. Name and address of receiving party(ies):
Name: Solo Cup Operating Corporation

Internal Address:

Street Address: 1700 Old Deerfield Road

City: Highland Park State: IL Zip: 60035

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-U.S.- Delaware
 Other

If assignee is not domiciled in the United States, a domestic representative designated 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 Sale, assignment, transfer and conveyance

Execution Date: September 2, 2005

4. Application number(s) or patent number(s):
A. Trademark Application No.(s) B. Trademark Registration No.(s)

Additional numbers attached? Yes No

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

Name: Tina DeAragon

Internal Address: Solo Cup Operating Corporation

Street Address: 1700 Old Deerfield Road
Highland Park, IL 60035

6. Total number of applications and registrations involved: 157

7. Total fee (37 CFR 3.41): \$3,940.00

Authorized to be charged to deposit account

8. Deposit account number: 23-0280

DO NOT USE THIS SPACE

9. Statement and signature.
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.

Linda A. Kuczma - Reg. No. 30,861 Linda A. Kuczma October 13, 2005
Name and Registration No. of Person Signing Signature Date

WWR File No: 3177 W 1211 Total number of pages including cover sheet, attachments, and documents:

CERTIFICATE OF FACSIMILE TRANSMISSION

I hereby certify that this correspondence is, on the date shown below, being transmitted via facsimile to the Automated Patent and Trademark Assignment System at the U.S. Patent and Trademark Office, Fax No. 571-273-0140 on October 13, 2005.

Linda K. Johnson

CHI \$3940.00 230280 76496480

TRADEMARKS	Number	Owner of Record
"Anthora Steaming Cup Design and WE ARE HAPPY TO SERVE YOU"	Registration No. 2,781,561 Issued: 11/11/03	Sweetheart Cup Company Inc.
"Anthora Steaming Cup Design"	Reg. No. 2,783,976 Issued: 11/18/2003	Sweetheart Cup Company Inc.
"H Logo"	Reg. No. 2,106,890 Issued: 10/21/97	Sweetheart Cup Company Inc.
"Steamer Logo"	Reg. No. 2,758,433 Issued: 09/02/03	Sweetheart Cup Company Inc.
"H Logo"	Reg. No. 2,896,744 Issued: 10/26/2004	Sweetheart Cup Company Inc.
AMERICAN	Reg. No. 1,530,906 Issued: 03/21/89	Sweetheart Cup Company Inc.
AMERICAN	Reg. No. 783,224 Issued: 01/12/85	Sweetheart Cup Company Inc.
AMERICAN	Reg. No. 781,586 Issued: 12/15/64	Sweetheart Cup Company Inc.
BANANA BOAT	Reg. No. 732,001 Issued: 5/29/62	Sweetheart Cup Company Inc.
BARBEQUE	Reg. No. 2,033,873 Issued: 01/28/97	Sweetheart Cup Company Inc.
BASIX	Reg. No. 1,852,422 Issued: 9/6/94	Sweetheart Cup Company Inc.
BAY BRAND	Reg. No. 1,407,735 Issued: 9/2/86	Sweetheart Cup Company Inc.
BIG KID	Reg. No. 2,867,478 Issued: 7/27/04	Sweetheart Cup Company Inc.
BUDGETWARE	Reg. No. 1,869,629 Issued: 12/27/94	Sweetheart Cup Company Inc.
CASUAL CUPS (& design)	Reg. No. 850,828 Issued: 6/18/68	Sweetheart Cup Company Inc.
CATER CLOTH	Appl. No. 76/496,480 Filed: 03/12/03	Sweetheart Cup Company Inc.
CATER CLOTH II	Reg. No. 1,503,830 Issued: 09/13/88	Sweetheart Cup Company Inc.
CELLUTEX	Reg. No. 2,404,409 Issued: 11/14/00	Sweetheart Cup Company Inc.
CENTER PIECE	Reg. No. 1,679,447 Issued: 3/17/92	Sweetheart Cup Company Inc.
CHAIN OF HEARTS	Reg. No. 771,663 Issued: 6/23/64	Sweetheart Cup Company Inc.
CLARITY	Reg. No. 1,731,170 Issued: 11/10/92	Sweetheart Cup Company Inc.
CLASSIC	Reg. No. 2,057,076 Issued: 04/29/97	Sweetheart Cup Company Inc.
CLEARLIGHT	Reg. No. 2,347,713 Issued: 5/2/00	Sweetheart Cup Company Inc.
COLOR ME	Reg. No. 1,962,108 Issued: 03/12/96	Sweetheart Cup Company Inc.
CRAFTMASTER	Appl. No. 76/551,947 Filing date: 10/14/2003	Sweetheart Cup Company Inc.
CRAFTMASTER (Stylized)	Reg. No. 515,474 Issued: 09/20/49	Sweetheart Cup Company Inc.
CREATIVE EXPRESSIONS	Reg. No. 2,796,816 Issued: 12/23/03	Sweetheart Cup Company Inc.
CROWN LID COMBO (Stylized)	Reg. No. 2,576,893 Issued: 06/04/02 (Supplemental Reg.)	Sweetheart Cup Company Inc.
CRUISE & TOSS	Reg. No. 2,257,985 Issued: 06/29/99	Sweetheart Cup Company Inc.
CUP-LAR-WISE	Reg. No. 2,623,757 Issued: 09/04/02	Sweetheart Cup Company Inc.
CUP-LAR-WISE	Reg. No. 2,112,472 Issued: 11/11/97	Sweetheart Cup Company Inc.
CUP SEAL	Reg. No. 863,297 Issued: 1/7/89	Sweetheart Cup Company Inc.
DYNASTY	Reg. No. 1,127,883 Issued: 12/18/79	Sweetheart Cup Company Inc.
EMERALD CLIPSE	Serial No. 76/539,566 Issued: 2/3/04	Sweetheart Cup Company Inc.

<u>Mark</u>	<u>Number</u>	<u>Owner of Record</u>
EXCELLENCE	Reg. No. 2641287 Issued: 03/23/2001	Sweetheart Cup Company Inc.
EXECUTIVE PACK	Reg. No. 850,939 Issued: 6/18/68	Sweetheart Cup Company Inc.
EXPRESSIONS	Reg. No. 1,409,214 Issued: 09/16/86	Sweetheart Cup Company Inc.
EXPRESSIONS	Appl. No. 76/537,506 Filed: 08/05/03	Sweetheart Cup Company Inc.
FANCIFUL OVAL DESIGN	Reg. No. 810821 Issued: 7/5/66	Sweetheart Cup Company Inc.
FIRMWARE	Reg. No. 764,871 Issued: 02/18/64	Sweetheart Cup Company Inc.
FLEX-E-FILL	Reg. No. 761,897 Issued: 12/24/63	Sweetheart Cup Company Inc.
FLEX-E-FILL MILLENIUM	Reg. No. 76/311312 Issued: 9/12/01	Sweetheart Cup Company Inc.
FLEX-E-FORM	Reg. No. 1,833,111 Issued: 4/26/94	Sweetheart Cup Company Inc.
FLEX-E-FORM	Reg. No. 1,910,009 Issued: 8/8/95	Sweetheart Cup Company Inc.
FLEX-STRAW	Reg. No. 1,415,024 Issued: 10/28/86	Sweetheart Cup Company Inc.
FLEXSTYLE	Reg. No. 1,440,644 Issued: 5/26/87	Sweetheart Cup Company Inc.
FONDA	Reg. No. 847,218 Issued: 04/09/68	Sweetheart Cup Company Inc.
FONDA and Design	Reg. No. 815,664 Issued: 09/27/66	Sweetheart Cup Company Inc.
Fonda Bird Logo	Reg. No. 1,548,343 Issued: 07/18/89	Sweetheart Cup Company Inc.
FOOD PAC	Reg. No. 1,914,543 Issued: 8/29/95	Sweetheart Cup Company Inc.
FUNDA	Reg. No. 1,405,880 Issued: 8/19/86	Sweetheart Cup Company Inc.
GALA	Reg. No. 834,744 Issued: 09/05/67	Sweetheart Cup Company Inc.
GALA	Reg. No. 2,967,394 Issued: 07/12/2005	Sweetheart Cup Company Inc.
GALA	App. No. 76/608,250 Filed: 08/23/2004	Sweetheart Cup Company Inc.
GALLERY	Reg. No. 1,731,169 Issued: 11/10/92	Sweetheart Cup Company Inc.
GIVE YOURSELF A BREAK	Reg. No. 2,435,696 Issued: 3/13/01	Sweetheart Cup Company Inc.
GO CUP	Reg. No. 2,354,183 Issued: 5/30/00	Sweetheart Cup Company Inc.
GOLDLINE	Reg. No. 819,909 Issued: 12/06/66	Sweetheart Cup Company Inc.
GOOD DEAL COUPON (& design)	Reg. No. 1,328,448 Issued: 4/2/85	Sweetheart Cup Company Inc.
GOURMET AND DESIGN	Reg. No. 2,702,883 Issued: 4/1/03	Sweetheart Cup Company Inc.
GREAT FRIES	Reg. No. 1,021,491 Issued: 9/30/75	Sweetheart Cup Company Inc.
GRIPNEAT	Reg. No. 856,819 Issued: 9/17/68	Sweetheart Cup Company Inc.
GUARDIAN RING	Reg. No. 1,490,194 Issued: 5/31/88	Sweetheart Cup Company Inc.
GUILDWARE (stylized)	Reg. No. 707,654 Issued: 11/29/60	Sweetheart Cup Company Inc.
HIGHLIGHTS	Reg. No. 2,278,854 Issued: 9/21/99	Sweetheart Cup Company Inc.
HOFFMASTER	Reg. No. 782,096 Issued: 12/22/64	Sweetheart Cup Company Inc.
HOFFMASTER	Reg. No. 1,462,761 Issued: 10/27/87	Sweetheart Cup Company Inc.
HOFFMASTER	Appl. No. 76/551,933 Filing date: 10/14/2003	Sweetheart Cup Company Inc.
IRISH LINEN	Reg. No. 2,595,688 Issued: 07/16/02	Sweetheart Cup Company Inc.
JAZZ	Reg. No. 619,714 Issued: 1/24/56	Sweetheart Cup Company Inc.
JAZZ	Reg. No. 2660035 Issued: 12/10/02	Sweetheart Cup Company Inc.
JAZZ	Reg. No. 2,705,005 Issued: 4/8/03	Sweetheart Cup Company Inc.
JAZZ	Reg. No. 958,351 Issued: 5/8/73	Sweetheart Cup Company Inc.
JAZZ Design	Reg. No. 2,334,533 Issued: 3/28/00	Sweetheart Cup Company Inc.
JAZZ Design	Reg. No. 2,344,556 Issued: 4/25/00	Sweetheart Cup Company Inc.
JUST FOR KIDS! And Design	Reg. No. 2,722,406 Issued: 06/03/03	Sweetheart Cup Company Inc.
LEISURE WAY	Reg. No. 2,307,407 Issued: 01/11/00	Sweetheart Cup Company Inc.
LIFESTYLE	Reg. No. 1,839,456 Issued: 06/14/94	Sweetheart Cup Company Inc.
LIFESTYLE	Reg. No. 2,759,741 Issued: 9/2/03	Sweetheart Cup Company Inc.

Mark	Number	Owner of Record
LILY IMPRESSIONS	Reg. No. 2,711,986 Issued: 4/29/03	Sweetheart Cup Company Inc.
LINEN LIKE	Reg. No. 2,181,124 Issued: 08/11/98	Sweetheart Cup Company Inc.
LINEN-LIKE (Stylized)	Reg. No. 535,180 Issued: 12/26/50	Sweetheart Cup Company Inc.
LINEN-LIKE SUPREME and Design	Reg. No. 2,439,005 Issued: 03/27/01	Sweetheart Cup Company Inc.
LIQUI-FILL	Reg. No. 848,982 Issued: 5/14/68	Sweetheart Cup Company Inc.
LUMINA	Reg. No. 1,733,113 Issued: 11/17/92	Sweetheart Cup Company Inc.
MAXIMIZERS	Reg. No. 2,336,329 Issued: 3/28/00	Sweetheart Cup Company Inc.
MEDALLION	Reg. No. 879,095 Issued: 10/21/69	Sweetheart Cup Company Inc.
MENUFOLD	Reg. No. 1,463,475 Issued: 11/03/87	Sweetheart Cup Company Inc.
MITRENE	Reg. No. 917,451 Issued: 8/3/71	Sweetheart Cup Company Inc.
MOR-WARE	Reg. No. 850,556 Issued: 6/11/68	Sweetheart Cup Company Inc.
MUNCHIE CUP	Reg. No. 1,769,337 Issued: 5/4/83	Sweetheart Cup Company Inc.
NESTRITE	Reg. No. 290,396 Issued: 1/5/32	Sweetheart Cup Company Inc.
NUTTY BUDDY	Reg. No. 677,442 Issued: 4/21/59	Sweetheart Cup Company Inc.
NUTTY BUDDY	Reg. No. 887,952 Issued: 3/17/70	Sweetheart Cup Company Inc.
PAPER ART	Reg. No. 1,634,124 Issued: 02/05/91	Sweetheart Cup Company Inc.
PAPER ART	Reg. No. 1,634,813 Issued: 02/12/91	Sweetheart Cup Company Inc.
PAPER ART (Stylized)	Reg. No. 2,114,460 Issued: 1/18/97	Sweetheart Cup Company Inc.
PARTY CREATIONS	Reg. No. 1,596,350 Issued: 05/15/90	Sweetheart Cup Company Inc.
PARTY PAK	Reg. No. 2,899,047 Issued: 11/02/2004	Sweetheart Cup Company Inc.
PARTY PAK (Stylized)	Reg. No. 2,278,570 Issued: 09/14/99 (Supplemental Reg.)	Sweetheart Cup Company Inc.
PERMA-FLEX STRAW	Reg. No. 929,283 Issued: 2/15/72	Sweetheart Cup Company Inc.
PERMA-WIPES	Reg. No. 1,313,488 Issued: 1/08/85	Sweetheart Cup Company Inc.
POKER DRAW	Reg. No. 1,156,421 Issued: 6/2/81	Sweetheart Cup Company Inc.
Preference Design	Reg. No. 1,838,692 Issued: 6/7/94	Sweetheart Cup Company Inc.
PRESTIGE	Reg. No. 2,237,793 Issued: 04/06/99	Sweetheart Cup Company Inc.
QUICKSET	Reg. No. 1,705,845 Issued: 08/04/92	Sweetheart Cup Company Inc.
ROUND THE CLOCK	Reg. No. 2,411,443 Issued: 12/5/00	Sweetheart Cup Company Inc.
SANI-PAC	Reg. No. 726,398 Issued: 1/16/62	Sweetheart Cup Company Inc.
SAPPHIRE	Reg. No. 806,553 Issued: 4/5/66	Sweetheart Cup Company Inc.
SENSATIONS	Reg. No. 1,624,798 Issued: 11/27/90	Sweetheart Cup Company Inc.
SENSATIONS	Reg. No. 2,163,419 Issued: 06/09/98	Sweetheart Cup Company Inc.
IT SHADES	Reg. No. 1,920,930 Issued: 9/19/95	Sweetheart Cup Company Inc.
SHERRI	Reg. No. 856823 Issued: 09/17/68	Sweetheart Cup Company Inc.
SHERRI S (stylized)	Reg. No. 956,309 Issued: 4/3/73	Sweetheart Cup Company Inc.
SIGNET SERVICE	Reg. No. 887,326 Issued: 3/10/70	Sweetheart Cup Company Inc.
SIMPLE ELEGANCE	Reg. No. 2,121,107 Issued: 12/16/97	Sweetheart Cup Company Inc.
SMARTWARE	Reg. No. 2,329,998 Issued: 03/14/00	Sweetheart Cup Company Inc.
SMARTWARE	Reg. No. 1,433,580 Issued: 03/24/87	Sweetheart Cup Company Inc.
TEES	Reg. No. 1,409,471 Issued: 09/16/86	Sweetheart Cup Company Inc.
TEES	Reg. No. 1,433,808 Issued: 3/24/87	Sweetheart Cup Company Inc.
TEES	Reg. No. 1,622,100 Issued: 11/13/90	Sweetheart Cup Company Inc.
TSLASHI	Reg. No. 1,407,736 Issued: 9/2/86	Sweetheart Cup Company Inc.
SPRING FLOWER	Reg. No. 1,516,379 Issued: 12/13/88	Sweetheart Cup Company Inc.
SPRINGPRINT MEDALLION	Reg. No. 1,499,542 Issued: 06/09/88	Sweetheart Cup Company Inc.
SPRINGPRINT MEDALLION and Design		Sweetheart Cup Company Inc.

Mark	Number	Owner of Record
SQUEEZUP	Reg. No. 2,346,331 Issued: 5/2/00	Sweetheart Cup Company Inc.
STARLITE	Reg. No. 1,421,116 Issued: 12/16/86	Sweetheart Cup Company Inc.
SUNATIONAL	Reg. No. 2448241 Issued: 5/1/01	Sweetheart Cup Company Inc.
SUPERIOR	Reg. No. 1,864,442. Issued 1/22/94 Supplemental	Sweetheart Cup Company Inc.
SUPERIOR	Reg. No. 2,710,290 Issued: 4/29/03	Sweetheart Cup Company Inc.
SWEETHEART	Reg. No. 377,958 Issued: 5/21/40	Sweetheart Cup Company Inc.
SWEETHEART	Reg. No. 437,193 Issued: 3/9/48	Sweetheart Cup Company Inc.
SWEETHEART	Reg. No. 654,599 Issued: 11/19/57	Sweetheart Cup Company Inc.
SWEETHEART	Reg. No. 655,302 Issued: 12/03/57	Sweetheart Cup Company Inc.
SWEETHEART	Reg. No. 724,046 Issued: 11/21/61	Sweetheart Cup Company Inc.
SWEETHEART	Reg. No. 795,103 Issued: 8/31/65	Sweetheart Cup Company Inc.
SWEETHEART	Reg. No. 2,355,998 Issued: 6/6/00	Sweetheart Cup Company Inc.
SWEETHEART (Stylized)	App. No. 76/545166 Filed 9/15/2003	Sweetheart Cup Company Inc.
SWEETHEART SPACE SAV-R PAK	Reg. No. 2,895,982 Issued 10/19/2004	Sweetheart Cup Company Inc.
SWEETHEART SQUARE	Reg. No. 2,352,726 Issued: 05/23/2000	Sweetheart Cup Company Inc.
SWEETHEART FANCIFUL HEART DESIGN/LOGO	Reg. No. 752,714 Issued: 7/16/63	Sweetheart Cup Company Inc.
SWEETHEART FANCIFUL HEART DESIGN/LOGO	Reg. No. 753,111 Issued: 7/23/63	Sweetheart Cup Company Inc.
SWEETHEART FANCIFUL HEART DESIGN/LOGO	Reg. No. 2,358,370 Issued: 6/13/00	Sweetheart Cup Company Inc.
THE GOURMET LID	Reg. No. 1,936,166 Issued: 11/14/95	Sweetheart Cup Company Inc.
TOUCH OF COLOR	Reg. No. 1,120,986 Issued: 06/26/79	Sweetheart Cup Company Inc.
TOUCH OF COLOR	Reg. No. 1,648,150 Issued: 06/18/91	Sweetheart Cup Company Inc.
TOUCH OF COLOR	Reg. No. 1,648,876 Issued: 06/25/91	Sweetheart Cup Company Inc.
TOUCH OF COLOR	Reg. No. 3,003,332 Issued: 10/04/2005	Sweetheart Cup Company Inc.
TRAVELID	Reg. No. 1,077,900 Issued: 11/22/77	Sweetheart Cup Company Inc.
TROPHY	Reg. No. 1,146,189 Issued: 1/20/81	Sweetheart Cup Company Inc.
TROPHY	App. No. 78/618,153 Filed: 04/27/2005	Sweetheart Cup Company Inc.
TROPHY XL	Reg. No. 1,464,601 Issued: 11/10/87	Sweetheart Cup Company Inc.
TROPHYGO	Reg. No. 2,938,700 Issued: 4/5/05	Sweetheart Cup Company Inc.
TROPHYGO AND DESIGN	Reg. No. 2,938,701 Issued: 4/5/05	Sweetheart Cup Company Inc.
TWINDSOR	Reg. No. 2,864,451 Issued 7/20/2004	Sweetheart Cup Company Inc.
TWRAP 'N ROLL and Design	Reg. No. 2,795,898 Issued: 12/16/2003	Sweetheart Cup Company Inc.
Wings with Design	Reg. No. 856,993 Issued: 9/17/68	Sweetheart Cup Company Inc.
WESTERN SUNSET	Reg. No. 1,518,037 Issued: 12/27/88	Sweetheart Cup Company Inc.

REGISTERED TRADEMARK

2005 FRAME: 0602

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 AMENDMENT OF "SWEETHEART CUP COMPANY INC.", CHANGING ITS NAME FROM "SWEETHEART CUP COMPANY INC." TO "SOLO CUP OPERATING CORPORATION", FILED IN THIS OFFICE ON THE SECOND DAY OF SEPTEMBER, A.D. 2005, AT 2:55 O'CLOCK P.M.

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



0920662 8100

050726000

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4134098

DATE: 09-02-05

TRADEMARK
REEL: 003205 FRAME: 0603

State of Delaware
Secretary of State
Division of Corporations
Delivered 03:03 PM 09/02/2005
FILED 02:55 PM 09/02/2005
SRV 050726000 - 0920662 FILE

**STATE OF DELAWARE
CERTIFICATE OF AMENDMENT
OF CERTIFICATE OF INCORPORATION**

The corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware does hereby certify:

FIRST: That pursuant to Action of the Unanimous Written Consent of each of the Sole Shareholder and of the Board of Directors of Sweetheart Cup Company Inc. resolutions were duly adopted setting forth a proposed amendment of the Amended and Restated Certificate of Incorporation of said corporation, declaring said amendment to be advisable. The resolution setting forth the proposed amendment is as follows:

NOW THEREFORE BE IT RESOLVED, that the First Article of the Amended and Restated Certificate of Incorporation of the Corporation be amended as follows:

"FIRST: The name of the Corporation is "Solo Cup Operating Corporation."

FURTHER RESOLVED, that the Second Article of the Amended and Restated Certificate of Incorporation shall be amended as follows:

"SECOND: The address of the registered office of the Corporation in the state of Delaware is 2711 Centerville Road, Suite 400, in the City of Wilmington 19808, County of New Castle. The name of the registered agent at that address is The Prentice-Hall Corporation System, Inc."

SECOND: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

THIRD: That the capital of said corporation shall not be reduced under or by reason of said amendment.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed this 2nd day of September, 2005.

By: Ronald L. Whaley
Authorized Officer

Title: President & Chief Operating Officer
Name: Ronald L. Whaley