

# TRADEMARK ASSIGNMENT

Electronic Version v1.1  
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SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

CHANGE OF NAME

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Total-Pac, Inc.		12/06/1990	CORPORATION: PENNSYLVANIA

## RECEIVING PARTY DATA

Name:	All-Pak, Inc.
Street Address:	2260 Roswell Drive
City:	Pittsburgh
State/Country:	PENNSYLVANIA
Postal Code:	15205
Entity Type:	CORPORATION: PENNSYLVANIA

## PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Registration Number:	1196524	ALL-PAK
Registration Number:	1205127	ALL-PAK
Registration Number:	1700175	ALL-PAK
Registration Number:	0797361	ALL-PAK INC.
Registration Number:	1537983	BOTTLE BEAKER
Registration Number:	1460099	PH7
Registration Number:	1185843	QORPAK
Registration Number:	1568001	QORPAK
Registration Number:	1294346	STURDEESEAL
Registration Number:	1342739	STURDEESEAL
Registration Number:	1568401	
Registration Number:	1450827	

## CORRESPONDENCE DATA

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TRADEMARK  
 REEL: 004171 FRAME: 0935

CH \$315.00 1196524

Fax Number: (949)475-4754

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

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Correspondent Name: Stephanie S. Kann

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Address Line 2: Gibson, Dunn & Crutcher LLP

Address Line 4: Irvine, CALIFORNIA 92612

ATTORNEY DOCKET NUMBER:

12408-00006

NAME OF SUBMITTER:

Stephanie S. Kann

Signature:

/stephanie s. kann/

Date:

03/22/2010

Total Attachments: 5

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COMMONWEALTH OF PENNSYLVANIA  
DEPARTMENT OF STATE  
CORPORATION BUREAU

Filed in the Department of  
State on DEC 6 1990

*Christopher A. Levin*  
Secretary of the Commonwealth

Articles of Amendment  
Domestic Business Corporation

In compliance with the requirements of 15 Pa. C.S. §1915 (relating to articles of amendment), the undersigned business corporation, desiring to amend its Articles, does hereby state that:

1. The name of the corporation is  
Total-Pac, Inc.
2. The address of the registered office of the corporation in this Commonwealth is:  
2260 Roswell Drive  
Pittsburgh, Pennsylvania 15205
3. The corporation is incorporated under the Business Corporation Law of 1988.
4. The original date of its incorporation is  
August 13, 1990.
5. The amendment shall be effective upon filing of these Articles of Amendment in the Department of State.
6. The amendment was adopted by unanimous written consent of the Board of Directors and the Shareholders of the corporation pursuant to Sections 1727(b) and 1766(a) of the Pennsylvania Business Corporation Law of 1988.
7. The amendments adopted by the corporation, set forth in full, are as follows:
  - (a) Article I of the Articles of Incorporation is amended to read as follows:
    1. The name of the corporation is All Pak, Inc.
  - (b) Article 3 of the Articles of Incorporation is amended to read as follows:

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3. The aggregate number of shares authorized is 100,000, divided into two (2) classes as follows:

(i) ninety-four thousand five hundred (94,500) shares shall be voting common stock, \$1,000 par value (hereinafter referred to as the "Voting Common Stock"); and

(ii) five thousand five hundred (5,500) shares shall be non-voting common stock, \$1,000 par value (hereinafter referred to as the "Non-Voting Common Stock.)).

The following is a statement of the designations, preferences, limitations and relative rights of the classes of stock of the Corporation. Except with respect to certain conversion characteristics, as more particularly described in Paragraph 1 of this Article 3, and certain voting rights, as more particularly described in Paragraph 4 of this Article 3, each share of Voting Common Stock and Non-Voting Common Stock shall have the same powers, privileges, rights and preferences attributable to it. The shares of Voting Common Stock and Non-Voting Common Stock may be issued for such consideration as permitted by law, for such corporate purposes as the Board of Directors may from time to time determine. The corporation may issue fractional shares of Voting Common Stock or Non-Voting Common Stock.

#### NON-VOTING COMMON STOCK

##### A. Conversion of Non-Voting Common Stock into Voting Common Stock.

1. General. Shares of Non-Voting Common Stock may be converted into shares of voting Common Stock at any time by any holder thereof if, prior to such conversion, the Corporation receives a legal opinion (the "Legal Opinion") reasonably acceptable to the Corporation that the proposed conversion of shares of Non-Voting Common Stock into shares of Voting Common Stock will not violate the provisions of the Bank Holding Company Act of 1956, as amended, or the applicable rules and regulations promulgated by the Federal Reserve Board thereunder. Such a conversion shall be effected on the basis of one share of Voting Common Stock for each share of Non-Voting Common Stock. In order to effect such a conversion, after the Legal Opinion has been approved, a holder of shares of Non-Voting Common Stock which were the subject matter of the Legal "Opinion" shall deliver the certificates evidencing such Non-Voting Common Stock at the office of the Transfer Agent for such

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Non-Voting Common Stock (or the Corporation if the Corporation has not appointed such a Transfer Agent). Immediately upon such delivery, such holder shall be deemed to be the holder of the Voting Common Stock into which such Non-Voting Common Stock is convertible. Promptly after such delivery, the Corporation shall deliver or cause to be delivered to such holder certificates representing such shares of voting Common Stock; provided, that the Corporation, as a condition to the delivery of certificates evidencing voting Common Stock to such holder, may require the payment of a sum equal to any transfer tax or other governmental charge that may be imposed or required by law upon any transfer incidental or prior thereto, or the submission of proper proof that the same has been paid. Shares of Non-Voting Common Stock so converted shall not be reissued by the Corporation.

When and so long as shares of Non-Voting Common Stock are outstanding, the Corporation shall at all times reserve from its authorized voting Common Stock a sufficient number of shares to provide for the full conversion of such shares of Non-Voting Common Stock.

11. Restriction on Transfer. No bank holding company or "Affiliate" (as hereinafter defined) of a bank holding company may within any two-year period sell or convey more than five percent (5%) of the Non-Voting Common Stock to any one individual or entity and such individual or entity's Affiliates. The foregoing restriction on transferability shall not apply to (i) any sale or conveyance made with the Corporation's prior written consent, (ii) any sale or conveyance to the Corporation or to one or more Affiliates of the transferor, (iii) any sale or conveyance made in the course of a sale or conveyance of more than fifty-one percent (51%) of the common stock of the Corporation in the acquisition or merger of the Corporation by or with a party other than the transferor or its Affiliates, or (iv) any sale pursuant to an effective registration statement filed pursuant to the Securities Act of 1933, as amended. For this purpose, an "Affiliate" of a person or entity shall mean any person or entity which directly or indirectly controls, is controlled by, or is under common control with, such person or entity. The term "control" with respect to an entity shall mean the possession, directly or indirectly, of the power to direct or cause the direction of the management or policies of such entity, whether through the ownership of voting securities, by contract or otherwise. Without limiting the generality of the foregoing, any person who has the power to vote, directly or indirectly, ten percent (10%) or more of the voting securities of an entity

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shall be conclusively presumed to be in control of such entity.

VOTING COMMON STOCK AND NON-VOTING COMMON STOCK

B. Preemptive Right. No holder of shares of any Voting Common Stock or Non-Voting Common Stock shall be entitled as a matter of right to subscribe for, purchase, or receive any part of any new or additional shares of any class, whether now or hereafter authorized, or of bonds, debentures, or other evidence of indebtedness convertible into or exchangeable for shares, but all such new or additional shares of any class, or bonds, debentures, or other evidence of indebtedness convertible into or exchangeable for shares, may be issued and disposed of by the Board of Directors on such terms and for such consideration, so far as may be permitted by law, and to such person or persons as the Board of Directors in their absolute discretion may deem advisable. However, the foregoing shall not affect the conversion rights or characteristics of the Non-Voting Common Stock described above in Article 3, Paragraph 1 and shall not prevent the Corporation from contractually granting preemptive purchase rights to one or more persons, entities or groups.

C. Dividends and Liquidating Distributions. The holders of voting Common Stock and Non-Voting Common Stock shall be entitled to receive identical dividends and liquidating distributions per share, provided that, in the case of any stock dividend, all shares distributed with respect to Non-Voting Common Stock shall be identical to those shares distributed with respect to the voting Common Stock, except that the shares distributed with respect to the Non-Voting Common Stock shall have no greater voting rights than the Non-Voting Common Stock.

D. Combinations, Divisions and Reclassifications. If at any time while any of the Non-Voting Common Stock is outstanding, the Corporation subdivides the Voting Common Stock, combines the Voting Common Stock into a smaller number of shares, or reclassifies the Voting Common Stock in any manner, an identical action shall be taken with respect to the Non-Voting Common Stock, except that if such action involves the issuance of shares of Voting Common Stock, the Corporation shall instead issue Non-Voting Common Stock.

E. Voting Rights. Each share of Voting Common Stock shall entitle the holder thereof to one (1) vote for each share of such Voting Common Stock standing in the name of such holder on the books of the Corporation. The Non-Voting Common stock shall not have any voting rights, except and only to the extent that the denial of voting rights as to a particular matter is specifically prohibited by the Pennsylvania Business Corporation Law and then, in such event, each share of Non-Voting Common Stock shall have



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one vote per share as to, and only as to, such matters as are required to be submitted to the holders of the Non-Voting Common Stock.

IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Amendment to be signed by a duly authorized officer thereof this 5 day of November, 1990.

TOTAL-PAC, INC.

By 