

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		Amalgamation (Merger)	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Vulcan Containers ULC		10/02/2007	Unlimited liability company: NOVA SCOTIA
RECEIVING PARTY DATA			
Name:	ICL Industrial Containers ULC		
Street Address:	8607 Roberts Drive, Suite 250		
City:	Atlanta		
State/Country:	GEORGIA		
Postal Code:	30350-2230		
Entity Type:	Unlimited liability company: NOVA SCOTIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	0914841	VULCAN	
CORRESPONDENCE DATA			
Fax Number:	(312)862-2200		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	312-862-6371		
Email:	renee.prescan@kirkland.com		
Correspondent Name:	Renee Prescan		
Address Line 1:	300 North LaSalle Street		
Address Line 2:	Kirkland & Ellis LLP		
Address Line 4:	Chicago, ILLINOIS 60654		
ATTORNEY DOCKET NUMBER:	34231-662 RMP		
NAME OF SUBMITTER:	Renee M. Prescan		
Signature:	/Renee M. Prescan/		

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**TRADEMARK
 REEL: 004225 FRAME: 0555**

Date:

06/15/2010

Total Attachments: 11

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Nova Scotia

CERTIFICATE OF AMALGAMATION

Companies Act

Registry Number

3222801

I hereby certify that

ICL INDUSTRIAL CONTAINERS ULC / ICL, CONTENANTS INDUSTRIELS ULC
VULCAN CONTAINERS ULC/VULCAN, CONTENANTS SRI

having entered into an amalgamation subsequently approved by Order of the
Supreme Court of Nova Scotia, have amalgamated and the name of the
amalgamated company is:

ICL INDUSTRIAL CONTAINERS ULC / ICL, CONTENANTS INDUSTRIELS ULC

and the amalgamation is approved by the Registrar of Joint Stock
Companies effective this date and the liability of the members is unlimited.

A handwritten signature in black ink, appearing to be "J. S. C.", written over a horizontal line.

Registrar of Joint Stock Companies

October 2, 2007

Date of Amalgamation



Nova Scotia

CERTIFICATE OF REGISTRATION

Corporations Registration Act

Registry Number

3222801

Name of Company

ICL INDUSTRIAL CONTAINERS ULC / ICL, CONTENANTS INDUSTRIELS
ULC

I hereby certify that the above-mentioned company, resulting from the
amalgamation of:

ICL INDUSTRIAL CONTAINERS ULC / ICL, CONTENANTS INDUSTRIELS
ULC

VULCAN CONTAINERS ULC/VULCAN, CONTENANTS SRI

is hereby registered this date under the Corporations Registration Act.

A handwritten signature in black ink, appearing to read "J. S. C.", written over a horizontal line.

Registrar of Joint Stock Companies

October 2, 2007

Date of Registration

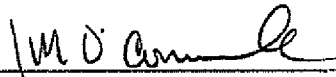
ICL INDUSTRIAL CONTAINERS ULC / ICL, CONTENANTS INDUSTRIELS ULC

SHAREHOLDER'S RESOLUTION

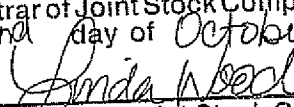
BE IT RESOLVED as a resolution of the Company within the meaning of Section 134(4) of the *Companies Act* that the amalgamation agreement dated September 21, 2007 for the amalgamation of ICL Industrial Containers ULC / ICL, Contenants Industriels ULC and Vulcan Containers ULC/Vulcan, Contenants SRI be and the same is hereby adopted and that any officer or director of the Company be and is hereby authorized to do all things and execute all such documents, under the corporate seal where necessary, required on an application to the Supreme Court of Nova Scotia or a judge thereof for an order approving the amalgamation.

I hereby certify that the foregoing Resolution is a true copy of a Resolution duly signed on September 21, 2007 by every shareholder of the Company who would be entitled to vote on the resolution and thereby rendered valid and effectual as if it had been passed at a general meeting of the shareholders of the Company duly called and constituted, and that the said resolution is a resolution in accordance with the provisions of Section 134(4) of the *Companies Act* of Nova Scotia.

WITNESS my hand and seal of the Company this September 21, 2007.



Jeffrey M. O'Connell, Secretary

I HEREBY CERTIFY that this is a true copy
of a document filed in the office of the
Registrar of Joint Stock Companies on the
2nd day of October, 2007


for: Registrar of Joint Stock Companies
Dated 4th day of October, 2007

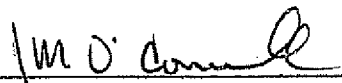
VULCAN CONTAINERS ULC/VULCAN, CONTENANTS SRI

SHAREHOLDER'S RESOLUTION

BE IT RESOLVED as a resolution of the Company within the meaning of Section 134(4) of the *Companies Act* that the amalgamation agreement dated September 21, 2007 for the amalgamation of ICL Industrial Containers ULC / ICL, Contenant Industriels ULC and Vulcan Containers ULC/Vulcan, Contenant SRI be and the same is hereby adopted and that any officer or director of the Company be and is hereby authorized to do all things and execute all such documents, under the corporate seal where necessary, required on an application to the Supreme Court of Nova Scotia or a judge thereof for an order approving the amalgamation.

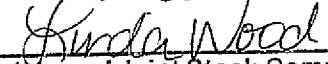
I hereby certify that the foregoing Resolution is a true copy of a Resolution duly signed on September 21, 2007 by every shareholder of the Company who would be entitled to vote on the resolution and thereby rendered valid and effectual as if it had been passed at a general meeting of the shareholders of the Company duly called and constituted, and that the said resolution is a resolution in accordance with the provisions of Section 134(4) of the *Companies Act* of Nova Scotia.

WITNESS my hand and seal of the Company this September 21, 2007.


Jeffrey M. O'Connell, Secretary

I HEREBY CERTIFY that this is a true copy
of a document filed in the office of the
Registrar of Joint Stock Companies on the

2nd day of October, 2007


for Registrar of Joint Stock Companies

Dated 4th day of October, 2007

IN THE SUPREME COURT OF NOVA SCOTIA

IN THE MATTER OF:

The Amalgamation of **ICL Industrial Containers ULC**
/ **ICL, Contenants Industriels ULC** and **Vulcan**
Containers ULC/Vulcan, Contenants SRI

- and -

IN THE MATTER OF:

The *Companies Act* of Nova Scotia, being Chapter 81
of the Revised Statutes of Nova Scotia, 1989 as
amended.

ORDER OF AMALGAMATION

Court Administration

OCT - 2 2007

Halifax, N.S.

BEFORE THE HONOURABLE JUSTICE HOOD IN CHAMBERS.

S.M. HOOD

UPON HEARING READ the affidavits of Jeffrey M. O'Connell, each sworn September 26, 2007;

AND UPON READING the supplemental affidavit of Jeffrey M. O'Connell, sworn October 1, 2007;

AND UPON READING the amalgamation agreement dated September 21, 2007 between ICL Industrial Containers ULC / ICL, Contenants Industriels ULC and Vulcan Containers ULC/Vulcan, Contenants SRI (the Amalgamation Agreement) a copy of which is annexed hereto as Schedule A;

AND UPON IT APPEARING that all the shareholders of ICL Industrial Containers ULC / ICL, Contenants Industriels ULC and Vulcan Containers ULC/Vulcan, Contenants SRI have approved the Amalgamation Agreement and that none of the creditors will be affected by the amalgamation provided for in the Amalgamation Agreement;

AND UPON HEARING Christine C. Pound, counsel for the applicants;

AND UPON MOTION IT IS HEREBY ORDERED that the Amalgamation Agreement be and the same is hereby approved.

AND IT IS FURTHER ORDERED that neither ICL Industrial Containers ULC / ICL, Contenants Industriels ULC or Vulcan Containers ULC/Vulcan, Contenants SRI be required to give notice to their creditors, if any who have not already been provided notice of this application, of the time and place of an application for an order of this Court approving the Amalgamation Agreement and that such notice be and the same is hereby dispensed with pursuant to subsection (7) of Section 134 of the *Companies Act*.

IT IS FURTHER ORDERED that the filing with the Registrar of Joint Stock Companies of a copy of this order certified under the hand of the Prothonotary or Deputy Prothonotary be sufficient compliance with the provisions of subsection (9) of Section 134 of the *Companies Act*.

DATED at Halifax, Nova Scotia, this 8 day of October, 2007.

Danielle Dixon-Toulouse

Deputy Prothonotary

DANIELLE DIXON TOULOUSE
Deputy Prothonotary

I hereby certify that the foregoing document
is a true copy of the original.

Dated 8 day of Oct, 07

Danielle Dixon-Toulouse
Deputy Prothonotary

Schedule A

THIS AGREEMENT OF AMALGAMATION dated September 21, 2007.

BETWEEN:

ICL INDUSTRIAL CONTAINERS ULC / ICL, CONTENANTS INDUSTRIELS ULC,
a body corporate

OF THE ONE PART

- and -

VULCAN CONTAINERS ULC/VULCAN, CONTENANTS SRI, a body corporate

OF THE OTHER PART

WHEREAS ICL Industrial Containers ULC / ICL, Contenants Industriels ULC was incorporated under the laws of Nova Scotia on May 10, 2006 and has an authorized capital consisting of 100,000,000 common shares without nominal or par value;

AND WHEREAS Vulcan Containers ULC/Vulcan, Contenants SRI was incorporated under the laws of Nova Scotia on December 5, 2006 and has an authorized capital consisting of 100,000,000 common shares without nominal or par value;

AND WHEREAS the shareholders of ICL Industrial Containers ULC / ICL, Contenants Industriels ULC and Vulcan Containers ULC/Vulcan, Contenants SRI deem it desirable and in the best interests of each of them that they be amalgamated pursuant to the provisions of Section 134 of the *Companies Act* of Nova Scotia;

NOW THEREFORE THIS INDENTURE WITNESSETH that in consideration of the premises the parties hereto agree as follows:

1. ICL Industrial Containers ULC / ICL, Contenants Industriels ULC and Vulcan Containers ULC/Vulcan, Contenants SRI shall be amalgamated and continue as one company (the "Amalgamated Company") pursuant to Section 134 of the *Companies Act* of Nova Scotia effective upon the date on which the Registrar of Joint Stock Companies for the Province of Nova Scotia issues a certificate to that effect (the "Effective Date").
2. The attributes and characteristics of the Amalgamated Company shall be as follows:
 - (a) The name of the Amalgamated Company shall be "ICL Industrial Containers ULC / ICL, Contenants Industriels ULC".

- (b) The registered office of the Amalgamated Company shall be situate at Suite 900, 1959 Upper Water Street, Halifax, Nova Scotia, B3J 3N2.
- (c) The authorized capital of the Amalgamated Company shall consist of such number and class of shares as set out in Schedule B hereto provided that should the number of shares of any class described in Schedule B be less than the number of shares issuable under this amalgamation agreement the authorized capital of the class of shares shall be the number of shares issuable hereunder until increased in accordance with the *Companies Act* of Nova Scotia.
- (d) The liability of the members of the Amalgamated Company shall be unlimited.
- (e) The memorandum of association of the Amalgamated Company, including its objects, shall be as set out in Schedule A attached hereto.
- (f) The names, occupations and places of residence of the first directors of the Amalgamated Company are as follows:

<u>Name</u>	<u>Occupation</u>	<u>Place of Residence</u>
Kevin C. Kern	Executive	415 Park Creek Way, Alpharetta, GA 30022
Jean-Pierre Ergas	Executive	1100 N. Lake Shore Drive, #34B Chicago, IL 60611

Such directors are to hold office until the first annual meeting of the shareholders of the Amalgamated Company.

- (g) Subsequent directors are to be elected at the first annual general meeting of the shareholders of the Amalgamated Company and are to hold office while qualified until their successors are from time to time elected in the manner provided for in the Articles of Association of the Amalgamated Company.
- (h) The manner of converting the authorized and issued capital of ICL Industrial Containers ULC / ICL, Contenants Industriels ULC and Vulcan Containers ULC/Vulcan, Contenants SRI into that of the Amalgamated Company shall be as follows:
 - (i) Each registered holder of common shares without nominal or par value in the capital stock of ICL Industrial Containers ULC / ICL, Contenants Industriels ULC shall be entitled to one fully paid and non-assessable common share without nominal or par value in the capital stock of the Amalgamated Company for each common share in the capital stock of ICL Industrial Containers ULC / ICL, Contenants Industriels ULC held by such registered shareholder on the Effective Date.


- (ii) Each share in the capital stock of Vulcan Containers ULC/Vulcan, Contenants SRI will be cancelled.

Should any share of any class of shares of ICL Industrial Containers ULC / ICL, Contenants Industriels ULC or Vulcan Containers ULC/Vulcan, Contenants SRI which is issued at the time of the amalgamation and not registered in the name of the other of ICL Industrial Containers ULC / ICL, Contenants Industriels ULC or Vulcan Containers ULC/Vulcan, Contenants SRI not be referred to, either specifically or generally, in the preceding subparagraphs such share shall be converted into one share of the similarly named class of the Amalgamated Company if there be authorized shares of such class. If no such similarly named class of shares is authorized then the shareholders of the Amalgamated Company may, by unanimous resolution or unanimous agreement with the Company either authorize such a class or provide for the conversion of such shares into an otherwise named class of shares of the Amalgamated Company.

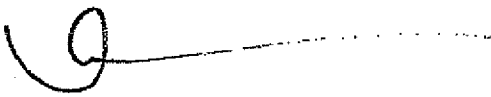
3. The Articles of Association of the Amalgamated Company shall be those attached and marked Schedule B to this Agreement until repealed, amended, altered or added to.
4. The Amalgamated Company shall possess all the property, rights, privileges and franchises, and shall be subject to all the liabilities, contracts and debts of ICL Industrial Containers ULC / ICL, Contenants Industriels ULC and Vulcan Containers ULC/Vulcan, Contenants SRI.
5. All rights of creditors against the property, rights and assets of ICL Industrial Containers ULC / ICL, Contenants Industriels ULC and Vulcan Containers ULC/Vulcan, Contenants SRI respectively and all mortgages, liens or claims upon their respective properties, rights and assets shall be unimpaired by the proposed amalgamation and all debts, contracts, liabilities and duties of ICL Industrial Containers ULC / ICL, Contenants Industriels ULC and Vulcan Containers ULC/Vulcan, Contenants SRI respectively shall thenceforth attach to the Amalgamated Company and may be enforced against it to the same extent as if the said debts, contracts, liabilities and duties had been incurred or contracted by it.
6. No action or proceeding by or against ICL Industrial Containers ULC / ICL, Contenants Industriels ULC or Vulcan Containers ULC/Vulcan, Contenants SRI shall abate or be affected by the proposed amalgamation but for all purposes of such action or proceeding by or against ICL Industrial Containers ULC / ICL, Contenants Industriels ULC or Vulcan Containers ULC/Vulcan, Contenants SRI as the case may be, they shall be deemed still to exist and the Amalgamated Company may be substituted in such action or proceeding in the place thereof.
7. ICL Industrial Containers ULC / ICL, Contenants Industriels ULC and Vulcan Containers ULC/Vulcan, Contenants SRI may by resolution of their Boards of Directors or their shareholders assent to such alterations or modifications of this Agreement as they see fit and the expression "this Agreement" as used herein shall be read and construed to mean and include this Agreement as so altered or modified.

IN WITNESS WHEREOF the parties hereto have caused the same to be executed in their names and on their behalf and their corporate seals to be thereunto affixed by their proper officers duly authorized in that behalf.

SIGNED, SEALED AND DELIVERED
in the presence of:

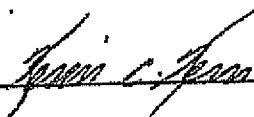


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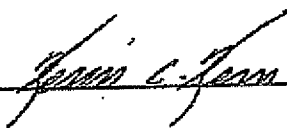


Witness

) **ICL INDUSTRIAL CONTAINERS ULC / ICL.**
) **CONTENANTS INDUSTRIELS ULC**
)

By: 

) **VULCAN CONTAINERS ULC/VULCAN.**
) **CONTENANTS SRI**
)

By: 

SCHEDULE "A"

**MEMORANDUM OF ASSOCIATION
OF**

ICL INDUSTRIAL CONTAINERS ULC / ICL, CONTENANTS INDUSTRIELS ULC

1. The name of the Company shall be "**ICL INDUSTRIAL CONTAINERS ULC**" and in its French language form "**ICL, CONTENANTS INDUSTRIELS ULC**" and the Company may be legally designated by either of such language forms and, unless expressly required by law to use a particular language form or all language forms of its name, may use any one language form of its name by itself in any case where its name is required to be used.
2. There are no restrictions on the objects and powers of the Company and the Company shall expressly have the following powers:
 - (1) to sell or dispose of its undertaking, or a substantial part thereof;
 - (2) to distribute any of its property *in specie* among its members; and
 - (3) to amalgamate with any company or other body of persons.
3. The liability of the members is unlimited.