

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/01/2011

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Uniflex Holdings, Inc.		12/29/2010	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	S. Walter Packaging Corp.
Street Address:	2900 Grant Avenue
City:	Philadelphia
State/Country:	PENNSYLVANIA
Postal Code:	19114
Entity Type:	CORPORATION: PENNSYLVANIA

PROPERTY NUMBERS Total: 24

Property Type	Number	Word Mark
Registration Number:	2989791	COTE ASSOCIATES
Serial Number:	77905582	UNIFLEX SOLUTIONS THAT PERFORM
Serial Number:	77905577	UNIFLEX SOLUTIONS THAT PERFORM MEDICAL PACKAGING DIVISION
Serial Number:	77905515	COTE UNIFLEX SOLUTIONS THAT PERFORM BOOKSTORE PACKAGING DIVISION
Serial Number:	77905464	UNIFLEX SOLUTIONS THAT PERFORM RPW RETAIL PACKAGING WAREHOUSE
Serial Number:	77905414	UNIFLEX SOLUTIONS THAT PERFORM SECURITY PACKAGING DIVISION
Serial Number:	77905376	UNIFLEX
Registration Number:	3585420	ULTRAVAUT
Registration Number:	2071307	BAGVERTISING
Registration Number:	1976657	MICRO-TEX

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Registration Number:	2027460	UNIVAULT
Registration Number:	1973321	ECONOVAULT
Registration Number:	1973320	UNIVAULT
Registration Number:	2034098	UNIFLEX
Registration Number:	2142948	UNIFLEX
Registration Number:	1623114	SLIP-FREE
Registration Number:	1400310	JET POUCH
Registration Number:	1400309	TRI-FLEX
Registration Number:	1285289	SPECIAL AIRTUFF
Registration Number:	1217620	UNI-BOX
Registration Number:	1115307	UNIFLEX
Registration Number:	1031460	TEXTURE-FLEX
Registration Number:	0961816	UF
Registration Number:	3826986	UF LINE

CORRESPONDENCE DATA

Fax Number: (202)420-2201
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 202-420-2200
Email: parsonse@dicksteinshapiro.com
Correspondent Name: Dickstein Shapiro LLP
Address Line 1: 1825 Eye Street NW
Address Line 4: Washington, DISTRICT OF COLUMBIA 20006

ATTORNEY DOCKET NUMBER:	S0131.0001
NAME OF SUBMITTER:	Elizabeth Parsons
Signature:	/EP/
Date:	02/07/2011

Total Attachments: 7
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Entity #: 379236
Date Filed: 12/29/2010
Effective Date: 01/01/2011
Basil L Merenda
Secretary of the Commonwealth

PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU

Articles/Certificate of Merger

(15 Pa.C.S.)

- Domestic Business Corporation (§ 1926)
- Domestic Nonprofit Corporation (§ 5926)
- Limited Partnership (§ 8547)

Name **CT-COUNTER**
Address **CT-COUNTER**
City **8035624** State **SO PA** Zip Code **6**

Document will be returned to the name and address you enter to the left.

←

Commonwealth of Pennsylvania
ARTICLES OF MERGER-BUSINESS 5 Page(s)



Fee: \$150 plus \$40 additional for each Party in additional to two

In compliance with the requirements of the applicable provisions (relating to articles of merger or consolidation), the undersigned, desiring to effect a merger, hereby state that:

1. The name of the corporation/limited partnership surviving the merger is:
S. Walter Packaging Corp.

2. Check and complete one of the following:

The surviving corporation/limited partnership is a domestic business/nonprofit corporation/limited partnership and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) Number and Street	City	State	Zip	County
11620 Caroline Road	Philadelphia	PA	19154	Philadelphia

(b) Name of Commercial Registered Office Provider _____ County _____

The surviving corporation/limited partnership is a qualified foreign business/nonprofit corporation /limited partnership incorporated/formed under the laws of _____ and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) Number and Street	City	State	Zip	County
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(b) Name of Commercial Registered Office Provider _____ County _____
c/o _____

The surviving corporation/limited partnership is a nonqualified foreign business/nonprofit corporation/limited partnership incorporated/formed under the laws of _____ and the address of its principal office under the laws of such domiciliary jurisdiction is:

Number and Street	City	State	Zip
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PA DEPT OF STATE

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3. The name and the address of the registered office in this Commonwealth or name of its commercial registered office provider and the county of venue of each other domestic business/nonprofit corporation/limited partnership and qualified foreign business/nonprofit corporation/limited partnership which is a party to the plan of merger are as follows:

Name	Registered Office Address	Commercial Registered Office Provider	County
Uniflex Holdings, Inc. - a non qualified foreign business - 2900 Grant Avenue Philadelphia PA 19114			

4. Check, and if appropriate complete, one of the following:

- The plan of merger shall be effective upon filing these Articles/Certificate of Merger in the Department of State.
- The plan of merger shall be effective on: January 1, 2011 at 12:01 am.
Date Hour

5. The manner in which the plan of merger was adopted by each domestic corporation/limited partnership is as follows:

Name	Manner of Adoption
S. Walter Holdings, Inc.	Adopted by action of the board of directors of the parent pursuant to 15 Pa.C.S. 1924(b)(3).

6. ~~Strike out this paragraph if no foreign corporation/limited partnership is a party to the merger.~~
The plan was authorized, adopted or approved, as the case may be, by the foreign business/nonprofit corporation/limited partnership (or each of the foreign business/nonprofit corporations/limited partnerships) party to the plan in accordance with the laws of the jurisdiction in which it is incorporated/organized.

7. Check, and if appropriate complete, one of the following:

- The plan of merger is set forth in full in Exhibit A attached hereto and made a part hereof.
- Pursuant to 15 Pa.C.S. § 1901/§ 8547(b) (relating to omission of certain provisions from filed plans) the provisions, if any, of the plan of merger that amend or constitute the operative provisions of the Articles of Incorporation/Certificate of Limited Partnership of the surviving corporation/limited partnership as in effect subsequent to the effective date of the plan are set forth in full in Exhibit A attached hereto and made a party hereof. The full text of the plan of merger is on file at the principal place of business of the surviving corporation/limited partnership, the address of which is.

2900 Grant Avenue	Philadelphia	PA	19114	Philadelphia
Number and street	City	State	Zip	County

Exhibit A

None.

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, 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:

"UNIFLEX HOLDINGS, INC.", A DELAWARE CORPORATION,
WITH AND INTO "S. WALTER PACKAGING CORP." UNDER THE NAME OF "S. WALTER PACKAGING CORP.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF PENNSYLVANIA, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2010, AT 12:34 O'CLOCK P.M.

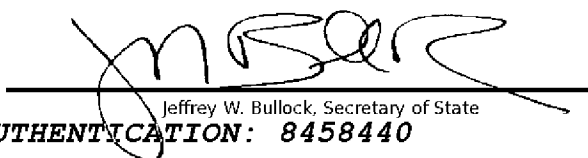
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY, A.D. 2011, AT 12:01 O'CLOCK A.M.

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

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101243343




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8458440

DATE: 12-29-10

You may verify this certificate online
at corp.delaware.gov/authver.shtml

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CERTIFICATE OF MERGER

OF

**UNIFLEX HOLDINGS, INC.,
a Delaware corporation,**

AND

**S. WALTER PACKAGING CORP.,
a Pennsylvania corporation**

DECEMBER 29, 2010

It is hereby certified that:

1. The constituent business entities participating in the merger (the "Merger") herein certified are:

(i) Uniflex Holdings, Inc., a corporation organized under the laws of the State of Delaware; and

(ii) S. Walter Packaging Corp., a corporation incorporated under the laws of the State of Pennsylvania.

2. A Merger Agreement and Plan and Agreement of Merger (the "Merger Agreement") has been approved, adopted, certified, executed, and acknowledged by each of the aforesaid constituent business entities in accordance with the provisions of Section 252 of the Delaware General Corporation Law and in accordance with Article 1921 of the Pennsylvania Consolidated Statutes.

3. The Merger shall be effective January 1, 2011 at 12:01 am.

4. The name of the surviving corporation in the Merger herein certified is S. Walter Packaging Corp., a Pennsylvania corporation, which will continue its existence as said surviving corporation under its present name upon the effective date of the Merger pursuant to the provisions of the Pennsylvania Consolidated Statutes.

5. The Certificate of Incorporation of S. Walter Packaging Corp., a Pennsylvania corporation, as now in force and effect, shall continue to be the Certificate of Incorporation of said surviving corporation.

6. The executed Merger Agreement between the aforesaid constituent business entities is on file at the principal office of the aforesaid surviving corporation, the address of which is as follows:

S. Walter Packaging Corp.
2900 Grant Avenue
Philadelphia, PA 19114
Attention: Richard Gettlin, Chief Financial Officer

7. A copy of the aforesaid Merger Agreement will be furnished by the aforesaid surviving corporation, on request, and without cost, to any stockholder or member, as applicable, of any constituent business entity.

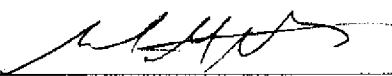
8. The aforesaid surviving corporation does hereby (i) agree that it may be served with process in the State of Delaware in any action, suit or proceeding for the enforcement of any obligation of Uniflex Holdings, Inc., (ii) irrevocably appoint the Secretary of State of the State of Delaware as its agent to accept service of process in any such action, suit or proceeding, and (iii) specify the following as the address to which a copy of such process shall be mailed by the Secretary of State of the State of Delaware:

S. Walter Packaging Corp.
2900 Grant Avenue
Philadelphia, PA 19114
Attention: Richard Gettlin, Chief Financial Officer

[Signature page follows]

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Merger as of the date first indicated above.

S. WALTER PACKAGING CORP.,
a Pennsylvania corporation

By: 
Name: Richard Gettlin
Title: Chief Financial Officer