

# TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	01/01/2009		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Orion Packaging Systems LLC		12/23/2008	LIMITED LIABILITY COMPANY: VIRGINIA
RECEIVING PARTY DATA			
Name:	Brenton LLC		
Street Address:	4750 COUNTY ROAD 13 NE		
City:	ALEXANDRIA		
State/Country:	MINNESOTA		
Postal Code:	56308		
Entity Type:	LIMITED LIABILITY COMPANY: MINNESOTA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	1522394	ORION	
Registration Number:	3463782	FLEX SERIES	
CORRESPONDENCE DATA			
Fax Number:	(937)443-6635		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	513-352-6719		
Email:	trademarks@thompsonhine.com		
Correspondent Name:	Michael J. Nieberding		
Address Line 1:	P.O. Box 8801		
Address Line 4:	Dayton, OHIO 45401-8801		
ATTORNEY DOCKET NUMBER:	070117-212		
NAME OF SUBMITTER:	Michael J. Nieberding		

OP \$65.00 1522394

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Signature:	/michael j nieberding/
Date:	05/12/2011
Total Attachments: 4 source=20110512155919263#page1.tif source=20110512155919263#page2.tif source=20110512155919263#page3.tif source=20110512155919263#page4.tif	

COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION

AT RICHMOND, DECEMBER 29, 2008

The State Corporation Commission finds the accompanying articles submitted on behalf of  
**BRENTON LLC (A MN LLC NOT QUALIFIED IN VA)**

comply with the requirements of law and confirms payment of all required fees. Therefore, it is  
ORDERED that this

**CERTIFICATE OF MERGER**

be issued and admitted to record with the articles of merger in the Office of the Clerk of the  
Commission, effective January 1, 2009, at 12:01 AM. Each of the following:

ORION PACKAGING SYSTEMS, LLC

is merged into BRENTON LLC (A MN LLC NOT QUALIFIED IN VA), which continues to exist  
under the laws of MINNESOTA with the name BRENTON LLC (A MN LLC NOT QUALIFIED IN  
VA), and the separate existence of each non-surviving entity ceases.

STATE CORPORATION COMMISSION

By

A handwritten signature in black ink, reading "Judith William Jagdmann". The signature is written in a cursive, flowing style.

Commissioner

MERGACPT  
CISINF4  
08-12-29-0515

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## PLAN AND AGREEMENT OF MERGER

This Plan and Agreement of Merger is entered into by and between Brenton LLC, a Minnesota limited liability company, (the "Surviving LLC") and Orion Packaging Systems LLC, a Virginia limited liability company, (the "Merging LLC"). The Merging LLC shall be merged with and into the Surviving LLC (the "Merger"). The Surviving LLC and the Merging LLC are collectively referred to as the "Constituent Entities."

1. **MERGER.** On January 1, 2009 at 12:01 a.m. (the "Effective Date"), the Surviving LLC shall continue its corporate existence under the laws of the State of Minnesota, and the separate existence and corporate organization of the Merging LLC, except insofar as it may be continued by operation of law, shall be terminated and cease.

2. **TRANSFER OF ASSETS AND LIABILITIES.** On the Effective Date, the rights, privileges, powers and franchises, both of a public as well as of a private nature, of each of the Constituent Entities shall be vested in and possessed by the Surviving LLC, subject to all of the restrictions, disabilities and duties of or upon each of the Constituent Entities; and all and singular, rights, privileges, powers and franchises of each of the Constituent Entities, and all property, real, personal and mixed, of each of the Constituent Entities, and all debts due to each of the Constituent Entities on whatever account, and all things in action or belonging to each of the Constituent Entities shall be transferred to and vested in the Surviving LLC; and all property, rights, privileges, powers and franchises, and all and every other interest, shall be thereafter the property of the Surviving LLC as they were of the Constituent Entities, and the title to any real estate vested by deed or otherwise in either of the Constituent Entities shall not revert or be in any way impaired by reason of the Merger; *provided, however,* that the liabilities of the Constituent Entities and of its respective members, managers and officers shall not be affected and all rights of creditors and all liens upon any property of either of the Constituent Entities shall be preserved unimpaired, and any claim existing or action or proceeding, whether civil, criminal or administrative, pending by or against either of the Constituent Entities may be prosecuted as if the Merger had not been consummated (except as they may be modified with the consent of such creditors), or the Surviving LLC may be substituted in such action or proceeding for the Merging LLC, and all debts, liabilities and duties of or upon each of the Constituent Entities shall attach to the Surviving LLC, and may be enforced against it to the same extent as if such debts, liabilities and duties had been incurred or contracted by it.

3. **MEMBERSHIP INTERESTS OF ORION PACKAGING SYSTEMS LLC AND THE SURVIVING LLC.** All of the existing membership interests of the Merging LLC shall, on the Effective Date, be cancelled without consideration and the existing membership interests of Brenton LLC, consisting of one hundred (100) units of limited liability company membership interests, are not affected by the Merger and shall remain and continue as the limited liability company membership interests of the Surviving LLC (the "Units"), with each Unit having the same voting rights and a right to an equal share of Brenton LLC's profits, losses and distributions.

#### 4. **ARTICLES OF ORGANIZATION AND OPERATING AGREEMENT.**

(a) The Articles of Organization of Brenton LLC in force and effect in the State of Minnesota on the Effective Date of the Merger shall continue to be the Articles of Organization of the Surviving LLC.

(b) The present operating agreement of Brenton LLC will be the operating agreement of the Surviving LLC and will continue in full force and effect until changed, altered,

or amended as therein provided and in the manner prescribed by the provisions of the Minnesota Limited Liability Company Act.

5. **MANAGERS.** The managers of the Merging LLC immediately preceding the Effective Date shall continue to be the managers of the Surviving LLC on and after the Effective Date, to serve until the expiration of their terms and until their successors are elected and qualified.

6. **OFFICERS.** The officers of the Merging LLC immediately preceding the Effective Date shall continue to be the officers of the Surviving LLC on and after the Effective Date, to serve at the pleasure of its managers.

7. **PRINCIPAL OFFICE.** The principal office of the Surviving LLC shall be located at 4750 Country Road 13NE, Alexandria, Minnesota 56308.

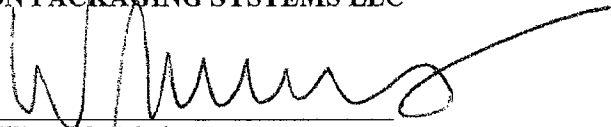
8. **FURTHER ASSURANCES.** The Merging LLC shall from time to time, as and when requested by Surviving LLC, execute and deliver all such documents and instruments and take all such action necessary or desirable to evidence or carry out the Merger.

9. **COUNTERPARTS.** In order to facilitate the filing and recording of this Plan and Agreement of Merger, the same may be executed in any number of counterparts and via facsimile, each of which shall be deemed to be an original.

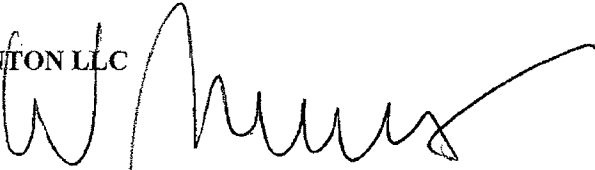
[Signature page follows]

IN WITNESS WHEREOF, the parties have executed this Agreement as of the 23<sup>rd</sup> day of December, 2008.

**ORION PACKAGING SYSTEMS LLC**

By:   
William M. Schult,  
Vice President, Treasurer and Secretary

**BRENTON LLC**

By:   
William M. Schult,  
Vice President, General Manager and Secretary