

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM329620

| | |
|------------------------------|----------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | MERGER |
| EFFECTIVE DATE: | 12/31/2014 |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|-------------|----------|----------------|-----------------------|
| Geami, Ltd. | | 12/31/2014 | CORPORATION: DELAWARE |

RECEIVING PARTY DATA

| | |
|------------------------|-------------------|
| Name: | RANPAK CORP. |
| Street Address: | 7990 Auburn Road |
| City: | Concord Township |
| State/Country: | OHIO |
| Postal Code: | 44077 |
| Entity Type: | CORPORATION: OHIO |

PROPERTY NUMBERS Total: 10

| Property Type | Number | Word Mark |
|----------------------|----------|-----------------------------------|
| Registration Number: | 2643515 | GEAMI |
| Registration Number: | 3482635 | GREENWRAP |
| Registration Number: | 4083524 | IWRAP |
| Registration Number: | 4493306 | GREENWRAP READY ROLL |
| Registration Number: | 4493305 | GREENWRAP READY ROLL |
| Registration Number: | 4263708 | GEAMI PACKAGING WITH A CONSCIENCE |
| Registration Number: | 4314878 | EXBOX |
| Serial Number: | 85719439 | GREENFILL |
| Serial Number: | 85777292 | GREENSERT |
| Serial Number: | 86122548 | PAPER IN PLACE |

CORRESPONDENCE DATA

Fax Number: 2166216165

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Phone: 216-621-1113

Email: ngingo@rennerotto.com

Correspondent Name: Nicholas J. Gingo

Address Line 1: 1621 Euclid Ave.

Address Line 2: 19th Floor

TRADEMARK

Address Line 4: Cleveland, OHIO 44115

ATTORNEY DOCKET NUMBER: RANPG0441

NAME OF SUBMITTER: Nicholas J. Gingo

SIGNATURE: /Nicholas J. Gingo/

DATE SIGNED: 01/21/2015

Total Attachments: 12

source=Filed Ohio Cert of Merger - Geami, Ltd. into Ranpak (02852263)#page1.tif
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source=Filed Ohio Cert of Merger - Geami, Ltd. into Ranpak (02852263)#page5.tif
source=Ranpak-Geami DE Merger Certificate#page1.tif
source=Ranpak-Geami DE Merger Certificate#page2.tif
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source=Ranpak-Geami DE Merger Certificate#page5.tif
source=Ranpak-Geami OH Merger Certificate#page1.tif
source=Ranpak-Geami OH Merger Certificate#page2.tif



| DATE | DOCUMENT ID | DESCRIPTION | FILING | EXPED | PENALTY | CERT | COPY |
|------------|--------------|--------------|--------|--------|---------|------|------|
| 12/31/2014 | 201436500481 | Merger (MER) | 125.00 | 300.00 | 0.00 | 0.00 | 0.00 |

Receipt

This is not a bill. Please do not remit payment.

CALFEE, HALTER & GRISWOLD LLP
 GREGORY DZIAK
 1405 EAST 6TH STREET
 CLEVELAND, OH 44114

**STATE OF OHIO
 CERTIFICATE**

**Ohio Secretary of State, Jon Husted
 430300**

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

RANPAK CORP.

and, that said business records show the filing and recording of:

Document(s)
 Merger

Document No(s):
201436500481

Effective Date: 12/31/2014



United States of America
 State of Ohio
 Office of the Secretary of State

Witness my hand and the seal of the
 Secretary of State at Columbus, Ohio this
 31st day of December, A.D. 2014.

Jon Husted
 Ohio Secretary of State



Form 551 Prescribed by:
JON HUSTED
Ohio Secretary of State

Central Ohio: (614) 466-3910
Toll Free: (877) SOS-FILE (767-3453)
www.OhioSecretaryofState.gov
Busserv@OhioSecretaryofState.gov

Make checks payable to Ohio Secretary of State

Mail this form to one of the following:
Regular Filing (non expedite)
P.O. Box 1329
Columbus, OH 43216

Expedite Filing (Two-business day processing
time requires an additional \$100.00).
P.O. Box 1390
Columbus, OH 43216

Certificate of Merger

Filing Fee: \$125

(154-MER)

In accordance with the requirements of Ohio law, the undersigned corporations, banks, savings banks, savings and loan associations, limited liability companies, partnerships, limited partnerships and/or limited liability partnerships, desiring to effect a merger, set forth the following facts

1. (Surviving) Entity

A. Name of Entity Surviving the Merger:

B. Name Change: As a result of this merger, the name of the surviving entity has changed to the following

(Complete only if name of surviving entity is changing through the merger)

C. The surviving entity is a (Please check the appropriate box and fill in the appropriate blanks)

1. Domestic (Ohio entity) Foreign (Non-Ohio Entity)

Jurisdiction of formation

2. Charter/Registration/License Number

(If licensed in Ohio as domestic or foreign)

3. For-Profit Corporation

Nonprofit Corporation

For-Profit Limited Liability Company

Nonprofit Limited Liability Company

Partnership

Limited Partnership

Limited Liability Partnership

RECEIVED
OHIO SECRETARY OF STATE
2014 DEC 31 AM 9:48
CLERK OF THE COURT

II. CONSTITUENT ENTITY

Provide the name, Ohio charter/license/registration number, type of entity, jurisdiction of formation, for each entity merging out of existence. (If this is insufficient space to reflect all merging entities, please attach a separate sheet listing the additional merging entities).

| Entity Name | Ohio Charter/License/Registration Number | Jurisdiction of Formation | Type of Entity |
|-------------|--|---------------------------|----------------|
| Geäml, Ltd. | | Delaware | Corporation |
| | | | |
| | | | |
| | | | |

III. MERGER AGREEMENT ON FILE

The name and mailing address of the person or entity from whom/which eligible persons may obtain a copy of the merger agreement upon written request

James J. Corbett

Name

P.O. Box 8004

Mailing Address

Painesville

City

Ohio

State

44077-8004

Zip Code

IV. EFFECTIVE DATE OF MERGER

This merger is to be effective on (The date specified must be on or after the date of the filing. If no date is specified, the date of filing will be the effective date of the merger).

V. MERGER AUTHORIZED

Each constituent entity has complied with the laws under which it exists and the laws permit the merger. The agreement of merger is authorized on behalf of each constituent entity and each person who signed the certificate on behalf of each entity is authorized to do so.

VI. STATEMENT OF MERGER

Upon filing this Certificate of Merger, or upon such later date as specified herein, the merging entity/entities listed herein shall merge into the listed surviving entity.

VII. STATUTORY AGENT - To be filed ONLY if the surviving entity is a foreign entity not licensed in Ohio. If the surviving entity is a foreign entity NOT licensed to transact business in Ohio, provide the name and address of a statutory agent upon whom any process, notice or demand may be served.

Name

Mailing Address

City

Ohio

State

Zip Code

VIII. AMENDMENTS

If a domestic corporation, limited liability company or limited partnership survives the merger, any amendments to the entity's articles of incorporation, articles of organization, or certificate of limited partnership of the surviving domestic entity shall be filed with the certificate of merger.

Amendments are attached

No Amendments

IX. REQUIREMENTS OF CORPORATIONS MERGING OUT OF EXISTENCE

If a domestic corporation or foreign corporation licensed to transact business in Ohio is a constituent entity and the surviving entity is not a domestic corporation or foreign corporation to be licensed in Ohio, the certificate of merger must be accompanied by the affidavits, receipts, certificates, or other evidence required by division (H) of section 1701.86 division (G) of section 1702.47 of the Revised Code with respect to each domestic constituent corporation, and/or by the affidavits, receipts, certificates, or other evidence required by division (C) or (D) of section 1703.17 of the Revised Code with respect to each foreign constituent corporation licensed to transact business in Ohio.

X. QUALIFICATION OR LICENSE OF FOREIGN SURVIVING ENTITY

A surviving foreign entity that wishes to qualify in Ohio as part of the merger must file an additional form, as listed below, but no additional filing fee is required.

- Foreign Qualifying Corporation - Form 530A or B and Certificate of Good Standing
- Foreign Notice (if qualifying entity is a foreign bank, savings bank, or savings and loan association) - Form 552
- Foreign Qualifying Limited Liability Company - Form 533B
- Foreign Qualifying Limited Partnership - Form 531B
- Foreign Qualifying Limited Liability Partnership - Form 537 and Evidence of Existence in Jurisdiction of Formation

The undersigned constituent entities (constituent entities include all merging and surviving entities) have caused this certificate of merger to be signed by their duly authorized officers, partners and representatives.

RANPAK CORP.

Name of entity

By:

[Handwritten Signature]

Signature

Its:

Vice President, Secretary and General Counsel

Title

Geami, Ltd.

Name of entity

By:

[Handwritten Signature]

Signature

Its:

Vice President, Secretary and General Counsel

Title

Name of entity

By:

Signature

Its:

Title

An authorized representative of each constituent corporation, partnership, or entity must sign the merger certificate (ORC 1701.81(A), 1702.43 (A), 1706.38(A), 1776.70(A), 1782.433(A)). this includes all merging and surviving entities.

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 OWNERSHIP, WHICH MERGES:

"GEAMI, LTD.", A DELAWARE CORPORATION,
WITH AND INTO "RANPAK CORP." UNDER THE NAME OF "RANPAK CORP.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF OHIO, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2014, AT 9:33 O'CLOCK A.M.

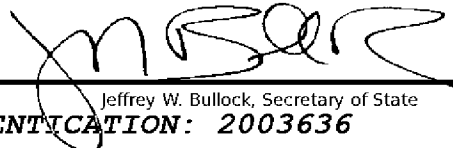
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

5666676 8100M

141604820



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 2003636

DATE: 01-02-15

TRADEMARK
REEL: 005444 FRAME: 0767

CERTIFICATE OF OWNERSHIP AND MERGER

of

GEÄMI, LTD.
(a Delaware corporation)

into

RANPAK CORP.
(an Ohio corporation)

Pursuant to Section 253 of the Delaware General Corporation Law, the undersigned corporation DOES HEREBY CERTIFY:

1. RANPAK CORP. (the "Company") is a corporation organized under the laws of the State of Ohio.
2. The Company is the owner of all of the outstanding shares of capital stock of Geämi, Ltd., a Delaware corporation (the "Subsidiary").
3. The laws of the State of Ohio permit the merger of the Subsidiary with a business corporation of another jurisdiction.
4. The Company hereby merges Subsidiary with and into the Company (the "Merger").
5. The following resolutions authorizing the Merger were adopted by the Board of Directors of the Company, effective as of December 31, 2014:

WHEREAS, the Directors of the Company have reviewed the Agreement and Plan of Merger (the "Merger Agreement"), dated on or about the date hereof, in the form presented to the Board of Directors, to be entered into between the Company and Geämi, Ltd., a Delaware corporation of which the Company is the sole stockholder (the "Subsidiary"); and

WHEREAS, the Directors have determined that the Merger Agreement and the transactions contemplated thereby, including without limitation the merger of the Subsidiary with and into the Company (the "Merger"), are in the best interests of the Company;

NOW, THEREFORE, BE IT RESOLVED that the Merger Agreement, and the Merger and the other transactions contemplated thereby, are hereby authorized, approved and adopted by the Directors;

FURTHER RESOLVED, that pursuant to the terms of the Merger Agreement, as of the effective time of the Merger each share of common stock of the Subsidiary issued and outstanding immediately prior to the consummation of the Merger automatically shall be cancelled and cease to exist without any payment of consideration therefor;

FURTHER RESOLVED, that the President, the Chief Financial Officer, any Vice President, and any other officer of the Company acting at the direction of any of the foregoing (each, an "Authorized Officer"), is authorized to execute and deliver the Merger Agreement on behalf of the Company, substantially in the form presented to the Board of Directors, with such changes therein and additions or amendments thereto as the Authorized Officer(s) executing the same on behalf of the Company shall approve, their execution thereof to be conclusive evidence of such approval;

FURTHER RESOLVED, the Company shall cause to be executed and filed and/or recorded the documents prescribed by the laws of the State of Ohio or the State of Delaware to make effective the Merger;

FURTHER RESOLVED, that, in accordance with the Delaware General Corporation Law, the Company agrees 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 the Company, as well as for the enforcement of any obligation of the Subsidiary, including any suit or other proceeding to enforce the right of any stockholders as determined in appraisal proceedings pursuant to the provisions of Section 262 of the Delaware General Corporation Law, and the Company does hereby 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 specifies the following address as the address to which a copy of any such process shall be mailed to it by the Secretary of State:

RANPAK CORP.
7990 Auburn Road
Painesville, Ohio 44077
Attn: General Counsel


FURTHER RESOLVED, that, consistent with the foregoing resolutions, each Authorized Officer is authorized, in the name and on behalf of the Company, to (i) prepare, execute and deliver or to cause to be prepared, executed and delivered, and where necessary or appropriate to file or cause to be filed with the appropriate governmental authorities, all such other agreements, instruments and documents, including but not limited to all certificates, contracts, bonds, receipts or other papers, (ii) incur and pay or cause to be paid all fees, expenses and taxes, including without limitation legal fees and expenses, (iii) engage such persons as such Authorized Officer shall in his or her judgment determine to be necessary or appropriate, and (iv) do any and all other acts and things as such Authorized Officer deems necessary or advisable to carry out fully the intent and purposes of the foregoing resolutions and each of the transactions contemplated thereby (and the doing of any such act or thing shall be conclusive evidence that the same is deemed necessary or advisable), including negotiating the form, terms and provisions of and executing, delivering and performing any and all agreements, amendments to agreements, applications, certificates, instruments, consents, acknowledgements and other documents contemplated thereby and taking such other action as such Authorized Officer may deem necessary or appropriate to carry out the intent and purpose of the foregoing resolutions and the transactions contemplated thereby, such negotiation, execution and delivery or taking of

any such action by any such Authorized Officer to constitute conclusive evidence of his or her determination and approval of such necessity or appropriateness; and any action taken by any such Authorized Officer in furtherance of these objectives is hereby authorized, confirmed, ratified and approved; and

FURTHER RESOLVED, that any and all actions heretofore or hereafter taken in the name and on behalf of the Company by any Authorized Officer, or by any agent or legal counsel of the Company, in connection with or related to the matters described in the foregoing resolutions, are hereby adopted, confirmed, approved and ratified in all respects as the act and deed of the Company.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Ownership and Merger effective as of the 31st day of December, 2014.

RANPAK CORP.

By: 
James J. Corbett
Vice President, Secretary and General Counsel

201436500481

| DATE: | DOCUMENT ID | DESCRIPTION | FILING | EXPED | PENALTY | CERT | COPY |
|------------|--------------|-----------------------|--------|--------|---------|------|------|
| 12/31/2014 | 201436500481 | MERGER/DOMESTIC (MER) | 125.00 | 300.00 | .00 | .00 | .00 |

Receipt

This is not a bill. Please do not remit payment.

CALFEE, HALTER & GRISWOLD LLP
GREGORY DZIAK
1405 EAST 6TH STREET
CLEVELAND, OH 44114

**STATE OF OHIO
CERTIFICATE**

Ohio Secretary of State, Jon Husted

430300

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

RANPAK CORP.

and, that said business records show the filing and recording of:

Document(s):
MERGER/DOMESTIC

Document No(s):
201436500481

Effective Date: 12/31/2014



United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of the
Secretary of State at Columbus, Ohio this
31st day of December, A.D. 2014.

A handwritten signature in cursive script that reads "Jon Husted".

Ohio Secretary of State

**TRADEMARK
REEL: 005444 FRAME: 0772**

201436500180

| DATE | DOCUMENT ID | DESCRIPTION | FILING | EXPED | PENALTY | CERT | COPY |
|------------|--------------|-----------------------|--------|--------|---------|------|------|
| 12/31/2014 | 201436500180 | MERGER/DOMESTIC (MER) | 125.00 | 300.00 | .00 | .00 | .00 |

Receipt

This is not a bill. Please do not remit payment.

CALFEE, HALTER & GRISWOLD LLP
GREGORY DZIAK
1405 EAST 6TH STREET
CLEVELAND, OH 44114

**STATE OF OHIO
CERTIFICATE**

Ohio Secretary of State, Jon Husted

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Document(s):
MERGER/DOMESTIC

Document No(s):
201436500180

Effective Date: **12/31/2014**



United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of the
Secretary of State at Columbus, Ohio this
31st day of December, A.D. 2014.

Handwritten signature of Jon Husted.

Ohio Secretary of State