

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM338989

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Certificate of Continuance, Articles of Continuance, and Certificate of Transfer		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Novelis Brand LLC		03/31/2015	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	9238042 Canada Inc.		
Street Address:	231 Church Street		
City:	Mississauga, Ontario		
State/Country:	CANADA		
Postal Code:	L5M 1N1		
Entity Type:	CORPORATION: CANADA		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Serial Number:	85745353	ADVANZ	
Serial Number:	85723349	NOT JUST ALUMINUM, NOVELIS ALUMINUM	
Serial Number:	85715327	NOT JUST ALUMINUM, NOVELIS ALUMINUM	
Serial Number:	85700253	EVERCAN	
CORRESPONDENCE DATA			
Fax Number:	4048156555		
<i>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.</i>			
Phone:	404-815-6500		
Email:	byates@kilpatricktownsend.com		
Correspondent Name:	Allison Scott Roach, Esq.		
Address Line 1:	1100 Peachtree Street, Suite 2800		
Address Line 2:	c/o Kilpatrick Townsend & Stockton LLP		
Address Line 4:	Atlanta, GEORGIA 30309-4528		
ATTORNEY DOCKET NUMBER:	62304/832758		
NAME OF SUBMITTER:	Allison Scott Roach		
SIGNATURE:	/Allison Scott Roach/		
DATE SIGNED:	04/22/2015		

OP \$115.00 85745353

Total Attachments: 8

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Certificate of Continuance

Canada Business Corporations Act

Certificat de prorogation

Loi canadienne sur les sociétés par actions

9238042 Canada Inc.

Corporate name / Dénomination sociale

923804-2

Corporation number / Numéro de société

I HEREBY CERTIFY that the above-named corporation, the articles of continuance of which are attached, is continued under section 187 of the *Canada Business Corporations Act* (CBCA).

JE CERTIFIE que la société susmentionnée, dont les clauses de prorogation sont jointes, est prorogée en vertu de l'article 187 de la *Loi canadienne sur les sociétés par actions* (LCSA).

Virginie Ethier

Director / Directeur

2015-03-31

Date of Continuance (YYYY-MM-DD)

Date de prorogation (AAAA-MM-JJ)

Industry Canada
Canada Business Corporations Act (CBCA)

ARTICLES OF CONTINUANCE
FORM 11

1. CORPORATE NAME:

9238042 **Canada Inc.**

2. THE PROVINCE OR TERRITORY IN CANADA WHERE THE REGISTERED OFFICE IS SITUATED:

Ontario

3. THE CLASSES AND ANY MAXIMUM NUMBER OF SHARES THAT THE CORPORATION IS AUTHORIZED TO ISSUE:

The Corporation is authorized to issue an unlimited number of common shares.

4. RESTRICTIONS, IF ANY, ON SHARE TRANSFERS:

The transfer of shares of the Corporation shall be restricted in that no shareholder shall be entitled to transfer any such share or shares without the approval of the directors of the Corporation expressed by a resolution passed at a meeting of the board of directors or by an instrument or instruments in writing signed by all of the directors.

5. NUMBER (OR MINIMUM AND MAXIMUM NUMBER) OF DIRECTORS:

The Corporation shall have a minimum of 1 and a maximum of 10 directors.

6. RESTRICTIONS, IF ANY, ON BUSINESS THE CORPORATION MAY CARRY ON:

None.

7. (1) IF CHANGE OF NAME EFFECTED, PREVIOUS NAME:

Novelis Brand LLC

(2) DETAILS OF INCORPORATION:

Incorporated in the State of Delaware on December 16, 2005.

8. OTHER PROVISIONS, IF ANY:

- (a) The number of security holders, exclusive of persons who are in the employment of the Corporation and are security holders of the Corporation and exclusive of persons who, having been formerly in the employment of the Corporation, were, while in that employment, security holders of the Corporation and have continued to be security holders of the Corporation after the termination of that employment, is limited to not more than fifty (50) persons, two or more persons who are the joint registered owners of one or more shares being counted as one security holder.

- (b) Any invitation to the public to subscribe for the Corporation's securities is prohibited.
- (c) Subject to the *Canada Business Corporations Act*, the directors may appoint one or more additional directors, who shall hold office for a term expiring not later than the close of the next annual meeting of shareholders, but the total number of directors so appointed may not exceed one third of the number of directors elected at the previous annual meeting of shareholders.
- (d) The transfer of securities (other than non-convertible debt securities) of the Corporation shall be restricted in that no securityholder shall be entitled to transfer any such security or securities without the approval of the directors of the Corporation expressed by a resolution passed at a meeting of the board of directors or by an instrument or instruments in writing signed by all directors of the Corporation.

9. DECLARATION:

I hereby certify that I am a director or an authorized officer of the corporation continuing into the CBCA.

Print Name	Signature
MARION G BARNES	<i>Marion A. Barnes</i>

Delaware

PAGE 1

The First State

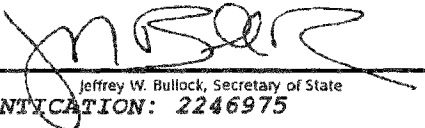
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF CORRECTED CERTIFICATE OF TRANSFER OF "NOVELIS BRAND LLC", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF MARCH, A.D. 2015, AT 11:46 O'CLOCK A.M.

4078676 8101

150431019

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 2246975

DATE: 03-30-15

TRADEMARK
REEL: 005502 FRAME: 0091

State of Delaware
Secretary of State
Division of Corporations
Delivered 11:46 AM 03/30/2015
FILED 11:46 AM 03/30/2015
SRV 150431019 - 4078676 FILE

**CORRECTED
CERTIFICATE OF TRANSFER
OF
NOVELIS BRAND LLC**

THIS Corrected Certificate of Transfer of Novelis Brand LLC (the "LLC"), dated as of March 30, 2015, has been duly executed and is being filed by the undersigned authorized person of the LLC to correct the Certificate of Transfer of the LLC, which was filed on March 19, 2015, with the Secretary of State of the State of Delaware (the "Certificate") as permitted by 6 Del. C. § 18-211.

1. The inaccuracies to be corrected in the Certificate are (i) the name of the entity being incorporated in Canada in connection with the Transfer was not listed in the Certificate, and (ii) the effective date of the Certificate was incorrectly listed as March 19, 2015 rather than March 31, 2015.

2. The Certificate is hereby corrected to (i) add the name of the entity being incorporated in Canada in connection with the Transfer, and (ii) correct the effective date of the Certificate.

3. The Certificate is hereby corrected in its entirety as follows:

[see attached]

CERTIFICATE OF TRANSFER

OF

NOVELIS BRAND LLC

Under Section 18-213 of the Limited Liability Company Act of the State of Delaware

It is hereby certified that:

1. The name of the limited liability company (the "LLC"), which is formed under the Limited Liability Company Act of the State of Delaware, is Novelis Brand LLC.

2. The LLC was originally formed under the name Novelis Finances USA LLC.

3. The date of filing of the LLC's original certificate of formation with the Secretary of State of the State of Delaware is December 16, 2005.

4. The jurisdiction to which the LLC shall be transferred is Canada, and its name in such jurisdiction shall be 9238042 CANADA INC.

5. The transfer of the LLC herein provided for has been approved in accordance with the provisions Section 18-213 of the Limited Liability Company Act of the State of Delaware.

6. The existence of the LLC as a limited liability company of the State of Delaware shall cease when this Certificate becomes effective.

7. The LLC agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of the LLC arising while it was a limited liability company of the State of Delaware. The Secretary of State of the State of Delaware is hereby irrevocably appointed as the LLC's agent to accept service of process in any such proceeding. The address to which a copy of such process shall be mailed by the Secretary of State of the State of Delaware is

c/o Novelis Brand LLC
231 Church Street
Mississauga, Ontario L5M 1N1

8. The effective date of this certificate of transfer shall be March 31, 2015.

IN WITNESS WHEREOF, the undersigned, as an authorized person of the Company,
has executed this Certificate of Transfer as of March 19, 2015.

/s/ Scott Auer
Scott Auer
Authorized Person

RLF1 11749308v.1

TRADEMARK
REEL: 005502 FRAME: 0094

Canada Business Corporations Act (CBCA)
FORM 2

INITIAL REGISTERED OFFICE ADDRESS AND FIRST BOARD OF DIRECTORS
(Sections 19 and 106)

To be filed with Articles of Incorporation, Amalgamation or Continuance

1 - Corporate name
9238042 Canada Inc.

2 - Address of registered office (must be a street address, a P.O. Box is not acceptable)

Number and street name : 231 Church Street

City : Mississauga Province / Territory : Ontario Postal Code : L5M 1N1

3 - Additional address

Care of : _____

Number and street name : _____

City : _____ Province / Territory : _____ Postal Code : _____

4 - Members of the board of directors

FIRST AND LAST NAME	Address (if address, a P.O. Box is not acceptable)	CANADIAN RESIDENT (Y/N)
Marion G. Barnes	231 Church Street, Mississauga, Ontario L5M1 N1	Y
Nichole A. Robinson	3560 Lenox Road NE Two Alliance Centre, Suite #2000, Atlanta, Georgia, USA	N

5 - Declaration

I hereby certify that I am an incorporator of the new corporation, or that I am a director or an authorized officer of the corporation continuing into or amalgamating under the CBCA.

Signature: Marion G. Barnes

Print name: MARION G BARNES Telephone number: 905-567-0907

Note: Misrepresentation constitutes an offence and, on summary conviction, a person is liable to a fine not exceeding \$5000 or to imprisonment for a term not exceeding six months or to both (subsection 250(1) of the CBCA).

