

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM478044

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Distribution to sole partner upon dissolution of general partnership		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Caraustar, G.P.		12/31/2010	Partnership: SOUTH CAROLINA
RECEIVING PARTY DATA			
Name:	Caraustar Industries, Inc.		
Street Address:	5000 Austell-Powder Springs Road, Suite 300		
City:	Austell		
State/Country:	GEORGIA		
Postal Code:	30106		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	2484512	CARAUSTAR	
Registration Number:	2484548	CARAUSTAR	
Registration Number:	2484511		
CORRESPONDENCE DATA			
Fax Number:	4048817777		
<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:	404-881-7000		
Email:	kelly.branch@alston.com		
Correspondent Name:	David Stewart		
Address Line 1:	1201 West Peachtree Street		
Address Line 4:	Atlanta, GEORGIA 30309		
NAME OF SUBMITTER:	David Stewart		
SIGNATURE:	/David Stewart/		
DATE SIGNED:	06/14/2018		
Total Attachments: 7			
source=Exec-SharpMX4111@caraustar.com_20180507_144827#page1.tif			
source=Exec-SharpMX4111@caraustar.com_20180507_144827#page2.tif			
source=Exec-SharpMX4111@caraustar.com_20180507_144827#page3.tif			

OP \$90.00 2484512

source=Exec-SharpMX4111@caraustar.com_20180507_144827#page4.tif

source=Exec-SharpMX4111@caraustar.com_20180507_144827#page5.tif

source=Exec-SharpMX4111@caraustar.com_20180507_144827#page6.tif

source=Exec-SharpMX4111@caraustar.com_20180507_144827#page7.tif

CARAUSTAR GP

PLAN OF LIQUIDATION AND WINDING UP

THIS PLAN OF LIQUIDATION AND WINDING UP (the "Plan") of Caraustar GP, a South Carolina general partnership (the "Partnership"), shall effect the complete liquidation of the Partnership pursuant to the requirements of Sections 33-41-910 through 33-41-930 of the South Carolina Uniform Partnership Act:

1. The Partnership shall be completely liquidated in the manner stated in this Plan.
2. This Plan shall be deemed adopted upon the express will of Caraustar Industries, Inc. ("Caraustar") the only remaining partner of the Partnership as reflected by a written consent and shall become effective as of December 31, 2010 (the "Liquidation Date").
3. The liquidation and distribution of the assets of the Partnership shall be effected as promptly as possible and in no event later than the 364th day after the adoption of this Plan (the "Termination Date").
4. As soon as practicable after the Liquidation Date, but not later than at the close of business on the Termination Date, the Partnership shall set aside such reserve funds as the Partnership's accountants shall determine to be sufficient to pay all unpaid federal and state income taxes, state franchise taxes and miscellaneous fees and expenses in connection with this Plan, if any. Any of the reserve funds remaining after the payment of such taxes, fees and expenses shall be distributed to Caraustar. If the reserve funds are insufficient for the payment of such taxes, fees and expenses, such taxes, fees and expenses, to the extent they do not exceed

the aggregate distributions (less the amount of known liabilities) made to Caraustar under paragraph 5 hereof shall be paid by Caraustar.

5. The Partnership may transfer and assign from time to time to the Caraustar, by appropriate instruments of transfer, any assets, subject to any known liabilities, and after setting aside the reserve funds in accordance with paragraph 4, the Partnership shall transfer and assign to Caraustar by appropriate instruments of transfer, all the remaining assets, subject to any known liabilities, except for liabilities provided for under paragraph 4. The action contemplated in this paragraph shall be effected as promptly as practicable and in any event no later than the Termination Date.

6. The Partnership shall execute and file (i) such certificates as required by state law, (ii) final federal and state income tax and franchise tax returns of the Partnership and (iii) all other tax returns, certificates, documents and information required to be filed to complete the liquidation of the Partnership.

7. The members of the Partnership, in their capacities as trustees in dissolution of the Partnership, are authorized and empowered to execute and deliver all documents and instruments, file all papers, pay all fees and take all action which they deem necessary, proper or advisable to accomplish this Plan and effectuate its terms.

TRANSFER OF PARTNERSHIP INTEREST

Caraustar GP

Caraustar Industrial Products Group, LLC, a Delaware limited liability company ("CIPG"), hereby distributes and transfers unto Caraustar Industries, Inc., a Delaware corporation, CIPG's ten percent (10%) partnership interest in Caraustar GP, a South Carolina general partnership ("the Partnership"), standing in its name on the books of the Partnership and does hereby irrevocably constitute and appoint Wilma Elizabeth Beaty attorney to effect the transfer on the books of the Partnership with full power of substitution in the premises.

Dated: December 31, 2010

Caraustar Industrial Products Group, LLC

By: 

Wilma Elizabeth Beaty, Secretary

CARAUSTAR INDUSTRIAL AND CONSUMER PRODUCTS GROUP, INC.

CONSENT IN LIEU OF SPECIAL
MEETING OF BOARD OF DIRECTORS

The undersigned, being all the members of the Board of Directors (the "Board") of Caraostar Industrial and Consumer Products Group, Inc., a Delaware corporation (the "Corporation"), in lieu of holding a special meeting of the Board, hereby take the following actions and adopt the following resolutions by unanimous written consent pursuant to Section 141(f) of the General Corporation Law of the State of Delaware:

I. DIVIDEND

WHEREAS, the Board deems it advisable and in the best interest of the Corporation to declare a dividend of the Corporation's ten percent (10%) partnership interest in Caraustar GP, a South Carolina general partnership, ("Caraustar GP") to the shareholder of record, effective as of December 31, 2010;

RESOLVED, that the Board hereby approves the payment of a dividend of the Corporation's ten percent (10%) partnership interest in Caraustar GP to the Corporation's sole shareholder of record, Caraustar Industrial Products Group, LLC, a Delaware limited liability company, effective as of December 31, 2010.

II. GENERAL

RESOLVED, that in order to fully carry out the intent and effectuate the purposes of the foregoing resolutions, the President, any Vice President or Secretary of the Corporation be, and hereby are, authorized to take all such further action and to execute and deliver all such further instruments and documents in the name and on behalf of the Corporation under its corporate seal or otherwise, and to pay all such fees and expenses, which shall in their judgment be necessary, proper or advisable.

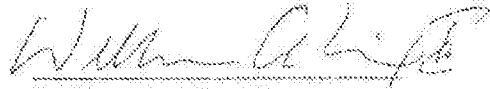
The actions taken by this consent shall have the same force and effect as if taken by the undersigned at a special meeting of the Board of Directors of the Corporation, duly called and constituted pursuant to the By-laws of the Corporation and the laws of the State of Delaware.

This consent may be executed in two or more counterparts each deemed to be an original for all purposes and shall together constitute one and the same consent.

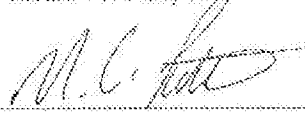
* * * * *

IN WITNESS WHEREOF, the undersigned have executed this Consent in lieu of
Special Meeting of Board of Directors as of the _____ day of December 2010.

DIRECTORS:



William A. Nix, III



Michael C. Patton



Wilma Elizabeth Scaty

CARAUSTAR INDUSTRIAL PRODUCTS GROUP, LLC

CONSENT OF SOLE MEMBER

The undersigned, being the sole member of Caraustar Industrial Products Group, LLC, a Delaware limited liability company (the "Company"), in lieu of holding a special meeting of members, hereby takes the following actions and adopt the following resolutions by written consent pursuant to Section 18-404 of the Delaware Limited Liability Company Act and the Company's Operating Agreement:

I. DISTRIBUTION

WHEREAS, it is advisable and in the best interest of the Company and the undersigned to declare a distribution of the Company's ten percent (10%) partnership interest in Caraustar GP, a South Carolina general partnership ("Caraustar GP"), to the Company's sole member, Caraustar Industries, Inc., effective as of December 31, 2010;

RESOLVED, that a distribution of the Company's ten percent (10%) partnership interest in Caraustar GP to the sole member of the Company, Caraustar Industries, Inc., effective as of December 31, 2010, is hereby authorized and approved.

II. GENERAL

RESOLVED, that in order to fully carry out the intent and effectuate the purposes of the foregoing resolutions, the President, any Vice President or the Secretary of the Company be, and hereby are, authorized to take all such further action and to execute and deliver all such further instruments and documents in the name and on behalf of the Company and to pay all such fees and expenses, which shall in their judgment be necessary, proper or advisable.

* * * * *

IN WITNESS WHEREOF, the undersigned have executed this Consent of Sole
Member as of the _____ day of December 2010.

SOLE MEMBER:

Caraustar Industries, Inc.

By: 
Wilma Elizabeth Beaty, Secretary