

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM491785

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME
EFFECTIVE DATE:	09/14/2018

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Polyair Inter Pack Inc.		09/06/2018	Corporation: CANADA

NEWLY MERGED ENTITY DATA

Name	Execution Date	Entity Type
2648161 Ontario Inc.	09/06/2018	Corporation: CANADA

MERGED ENTITY'S NEW NAME (RECEIVING PARTY)

Name:	5001314 Ontario Inc.
Street Address:	333 Bay Street
Internal Address:	Suite 2400
City:	Toronto, Ontario
State/Country:	CANADA
Postal Code:	M5H2T6
Entity Type:	Corporation: CANADA

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Registration Number:	5375030	AIRSPACE
Registration Number:	4161522	BIO-360
Serial Number:	87528712	A AIRSPACE
Registration Number:	2087105	FASTPAK
Registration Number:	2050981	STARNET
Registration Number:	1089222	AQUA-COVER

CORRESPONDENCE DATA

Fax Number:

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: 2026637271
 Email: thomas.brooke@hkllaw.com
 Correspondent Name: Thomas W. Brooke
 Address Line 1: 800 17th Street, NW,, Suite 1100

TRADEMARK

Address Line 4: Washington, D.C. 20006

DOMESTIC REPRESENTATIVE

Name: Thomas W. Brooke

Address Line 1: 800 17th Street, NW,

Address Line 2: Suite 1100

Address Line 4: Washington, D.C. 20006

NAME OF SUBMITTER: Thomas W. Brooke

SIGNATURE: /Thomas W. Brooke/

DATE SIGNED: 09/27/2018

Total Attachments: 12

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5. Method of amalgamation, check A or B
 Méthode choisie pour la fusion – Cocher A ou B :

A - Amalgamation Agreement / Convention de fusion :

The amalgamation agreement has been duly adopted by the shareholders of each of the amalgamating corporations as required by subsection 178 (4) of the *Business Corporations Act* on the dates set out below.
 Les actionnaires de chaque société qui fusionne ont dûment adopté la convention de fusion conformément au paragraphe 176(4) de la *Loi sur les sociétés par actions* à la date mentionnée ci-dessous.

or
ou

B - Amalgamation of a holding corporation and one or more of its subsidiaries or amalgamation of subsidiaries / Fusion d'une société mère avec une ou plusieurs de ses filiales ou fusion de filiales :

The amalgamation has been approved by the directors of each amalgamating corporation by a resolution as required by section 177 of the *Business Corporations Act* on the date set out below.

Les administrateurs de chaque société qui fusionne ont approuvé la fusion par voie de résolution conformément à l'article 177 de la *Loi sur les sociétés par actions* à la date mentionnée ci-dessous.

The articles of amalgamation in substance contain the provisions of the articles of incorporation of
 Les statuts de fusion reprennent essentiellement les dispositions des statuts constitutifs de

2648161 ONTARIO INC.

and are more particularly set out in these articles,
 et sont énoncés textuellement aux présents statuts.

Names of amalgamating corporations Dénomination sociale des sociétés qui fusionnent	Ontario Corporation Number Numéro de la société en Ontario	Date of Adoption/Approval Date d'adoption ou d'approbation		
		Year année	Month mois	Day jour
2648161 ONTARIO INC.	2648161	2018	09	06
POLYAIR INTER PACK INC.	1968258	2018	09	06

6. Restrictions, if any, on business the corporation may carry on or on powers the corporation may exercise.
Limites, s'il y a lieu, imposées aux activités commerciales ou aux pouvoirs de la société.

There are no restrictions on the business the Corporation may carry on or on the powers the Corporation may exercise.

7. The classes and any maximum number of shares that the corporation is authorized to issue:
Catégories et nombre maximal, s'il y a lieu, d'actions que la société est autorisée à émettre :

The Corporation is authorized to issue an unlimited number of shares of one class designated as common shares.

8. Rights, privileges, restrictions and conditions (if any) attaching to each class of shares and directors authority with respect to any class of shares which may be issued in series:

Droits, privilèges, restrictions et conditions, s'il y a lieu, rattachés à chaque catégorie d'actions et pouvoirs des administrateurs relatifs à chaque catégorie d'actions qui peut être émise en série :

None.

9. The issue, transfer or ownership of shares is/ls not restricted and the restrictions (if any) are as follows:
L'émission, le transfert ou la propriété d'actions est/n'est pas restreint. Les restrictions, s'il y a lieu, sont les suivantes :

The transfer of shares in the capital of the Corporation shall be restricted in the manner provided in Article 10 of these articles.

10. Other provisions. (if any):
Autres dispositions, s'il y a lieu :

The right to transfer securities (including for greater certainty shares), other than non-convertible debt securities, of the Corporation shall be restricted in that no such securities shall be transferred without either:

(a) the consent of the directors of the Corporation, expressed by a resolution passed by the directors or by an instrument or instruments in writing signed by a majority of the directors, which consent may be given either prior or subsequent to the time of transfer of such securities; or

(b) the consent of the holder or holders of shares of the Corporation to which are attached at least a majority of the votes attaching to all shares of the Corporation for the time being outstanding carrying a voting right either under all circumstances or under some circumstances that have occurred and are continuing, expressed by a resolution passed by such holder or holders or by an instrument or instruments in writing signed by such holder or holders, which consent may be given either prior or subsequent to the time of transfer of such securities.

11. The statements required by subsection 178(2) of the *Business Corporations Act* are attached as Schedule "A".
Les déclarations exigées aux termes du paragraphe 178(2) de la *Loi sur les sociétés par actions* constituent l'annexe A.
12. A copy of the amalgamation agreement or directors' resolutions (as the case may be) is/are attached as Schedule "B".
Une copie de la convention de fusion ou les résolutions des administrateurs (selon le cas) constitue(nt) l'annexe B.

These articles are signed in duplicate.
Les présents statuts sont signés en double exemplaire.

Name and original signature of a director or authorized signing officer of each of the amalgamating corporations. Include the name of each corporation, the signatories name and description of office (e.g. president, secretary). Only a director or authorized signing officer can sign on behalf of the corporation. / Nom et signature originale d'un administrateur ou d'un signataire autorisé de chaque société qui fusionne. Indiquer la dénomination sociale de chaque société, le nom du signataire et sa fonction (p. ex. : président, secrétaire). Seul un administrateur ou un dirigeant habilité peut signer au nom de la société.

2648161 ONTARIO INC.

Names of Corporations / Dénomination sociale des sociétés

By / Par

Signature / Signature

Gregory A. Yull

Print name of signatory /
Nom du signataire en lettres moulées

President

Description of Office / Fonction

POLYAIR INTER PACK INC.

Names of Corporations / Dénomination sociale des sociétés

By / Par

Signature / Signature

Gregory A. Yull

Print name of signatory /
Nom du signataire en lettres moulées

President

Description of Office / Fonction

Names of Corporations / Dénomination sociale des sociétés

By / Par

Signature / Signature

Print name of signatory /
Nom du signataire en lettres moulées

Description of Office / Fonction

Names of Corporations / Dénomination sociale des sociétés

By / Par

Signature / Signature

Print name of signatory /
Nom du signataire en lettres moulées

Description of Office / Fonction

Names of Corporations / Dénomination sociale des sociétés

By / Par

Signature / Signature

Print name of signatory /
Nom du signataire en lettres moulées

Description of Office / Fonction


Part 1 of Schedule "A" to the
Articles of Amalgamation of
2648161 Ontario Inc. and
Polyair Inter Pack Inc.

STATEMENT OF A DIRECTOR / OFFICER
OF 2648161 ONTARIO INC. PURSUANT
TO SUBSECTION 178(2) OF
THE *BUSINESS CORPORATIONS ACT*

I, Gregory A. Yull of the City of Sarasota, Florida, USA, state that:

1. this Statement is made pursuant to subsection 178(2) of the *Business Corporations Act* (the "Act");
2. I am a director and President of 2648161 Ontario Inc. and as such have knowledge of its affairs;
3. I have conducted such examinations of the books and records of 2648161 Ontario Inc. and Polyair Inter Pack Inc. (the "Amalgamating Corporations"), and have made such enquiries and investigations as are necessary to enable me to make this Statement;
4. there are reasonable grounds for believing that:
 - (a) each of the Amalgamating Corporations is, and the corporation to be formed by their amalgamation will be, able to pay its liabilities as they become due;
 - (b) the realizable value of such amalgamated corporation's assets will not be less than the aggregate of its liabilities and stated capital of all classes; and
 - (c) no creditor of any of the Amalgamating Corporations will be prejudiced by the amalgamation.

This Statement is made on the 6 day of September, 2018.



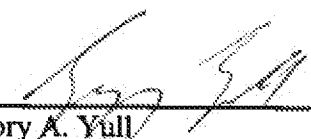
Gregory A. Yull
Director and President of
2648161 Ontario Inc.

**STATEMENT OF A DIRECTOR / OFFICER
OF POLYAIR INTER PACK INC. PURSUANT
TO SUBSECTION 178(2) OF
THE *BUSINESS CORPORATIONS ACT***

I, Gregory A. Yull of the City of Sarasota, Florida, USA, state that:

1. this Statement is made pursuant to subsection 178(2) of the *Business Corporations Act* (the "Act");
2. I am a director and President of Polyair Inter Pack Inc. and as such have knowledge of its affairs;
3. I have conducted such examinations of the books and records of 2648161 Ontario Inc. and Polyair Inter Pack Inc. (the "**Amalgamating Corporations**"), and have made such enquiries and investigations as are necessary to enable me to make this Statement;
4. There are reasonable grounds for believing that:
 - (a) each of the Amalgamating Corporations is, and the corporation to be formed by their amalgamation will be, able to pay its liabilities as they become due;
 - (b) the realizable value of such amalgamated corporation's assets will not be less than the aggregate of its liabilities and stated capital of all classes; and
 - (c) no creditor of any of the Amalgamating Corporations will be prejudiced by the amalgamation.

This Statement is made on the *b* day of *September*, 2018.



Gregory A. Yull
Director and President of
Polyair Inter Pack Inc.

**Part 1 of Schedule "B" to the
Articles of Amalgamation of
2468161 Ontario Inc. and
Polyair Inter Pack Inc.**

RESOLUTION OF THE BOARD OF DIRECTORS

OF

**2648161 ONTARIO INC.
(the "Corporation")**

**AMALGAMATION WITH
POLYAIR INTER PACK INC.**

WHEREAS Polyair Inter Pack Inc. is a wholly-owned subsidiary of the Corporation and has agreed to amalgamate with the Corporation pursuant to subsection 177(1) of the *Business Corporations Act*; and

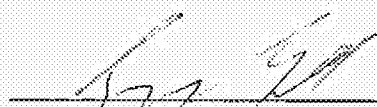
WHEREAS, for U.S. federal income tax purposes, it is the intention of the parties that Polyair Inter Pack Inc. be treated as merging upstream with and into the Corporation in connection with the amalgamation, with the Corporation treated as the surviving entity of the merger.

RESOLVED that:


1. the amalgamation of the Corporation and Polyair Inter Pack Inc. under the *Business Corporations Act*, pursuant to subsection 177(1) thereof, be and the same is hereby approved;
2. subject to the endorsement of a certificate of amalgamation pursuant to subsection 178(4) of the *Business Corporations Act*, and without affecting the validity of the incorporation and existence of Polyair Inter Pack Inc., being the amalgamating subsidiary corporation, under its articles and of any act done thereunder, all shares in the capital of the amalgamating subsidiary corporation, including all shares which have been issued and are outstanding at the date hereof, be and the same are hereby cancelled without any repayment of capital in respect thereof;
3. the by-laws of the amalgamated corporation shall be the same as the by-laws of the Corporation;
4. the articles of amalgamation of the amalgamated corporation shall be the same as the articles of the Corporation; and
5. no securities shall be issued and no assets shall be distributed by the amalgamated corporation in connection with the amalgamation.
6. any director or officer of the Corporation is authorized to do whatever is, in such person's opinion, necessary or desirable to give effect to the amalgamation referred to in this resolution, including the execution and delivery of any other documents or agreements, whether under the seal of the Corporation or otherwise.

The undersigned, being all the directors of the Corporation, sign the foregoing resolution in accordance with the provisions of the *Business Corporations Act*.

DATED the 6th day of September 2018.



Gregory A. Yull



Trevor Arthurs

RESOLUTION OF THE BOARD OF DIRECTORS

OF

POLYAIR INTER PACK INC.
(the "Corporation")

AMALGAMATION WITH
2648161 ONTARIO INC.

WHEREAS the Corporation is a wholly-owned subsidiary of 2648161 Ontario Inc. and has agreed to amalgamate with 2648161 Ontario Inc. pursuant to subsection 177(1) of the *Business Corporations Act*; and


WHEREAS, for U.S. federal income tax purposes, it is the intention of the parties that the Corporation be treated as merging upstream with and into 2648161 Ontario Inc. in connection with the amalgamation, with 2648161 Ontario Inc. treated as the surviving entity of the merger.

RESOLVED that:

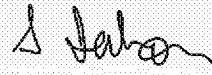
1. the amalgamation of the Corporation and 2648161 Ontario Inc. under the *Business Corporations Act*, pursuant to subsection 177(1) thereof, be and the same is hereby approved;
2. subject to the endorsement of a certificate of amalgamation pursuant to subsection 178(4) of the *Business Corporations Act*, and without affecting the validity of the incorporation and existence of the Corporation under its articles and of any act done thereunder, all shares in the capital of the Corporation, including all shares which have been issued and are outstanding at the date hereof, be and the same are hereby cancelled without any repayment of capital in respect thereof;
3. the by-laws of the amalgamated corporation shall be the same as the by-laws of 2648161 Ontario Inc.;
4. the articles of amalgamation of the amalgamated corporation shall be the same as the articles of 2648161 Ontario Inc.;
5. no securities shall be issued and no assets shall be distributed by the amalgamated corporation in connection with the amalgamation; and
6. any director or officer of the Corporation is authorized to do whatever is, in such person's opinion, necessary or desirable to give effect to the amalgamation referred to in this resolution, including the execution and delivery of any other documents or agreements, whether under the seal of the Corporation or otherwise.

The undersigned, being all of the directors of the Corporation, sign the foregoing resolution in accordance with the provisions of the *Business Corporations Act*.

DATED the 6th day of September 2018.



Gregory A. Xull



Silvano Iaboni