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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): North American Paper Co.

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State, Other

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment, Merger, Security Agreement, Change of Name, Other

Execution Date: July 14, 2000

2. Name and address of receiving party(ies)

Name: North American Corporation of Illinois

Internal Address:

Address:

Street Address: 2101 Claire Court

City: Glenview State: IL Zip: 60025

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State, Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1599519; 2315439; 2322956

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Nicole M. Walker

Internal Address: Neal, Gerber & Eisenberg

Street Address: Two North LaSalle Street

City: Chicago State: IL Zip: 60602-3801

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41): \$ 90.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

502261

DO NOT USE THIS SPACE

9. Signature.

Nicole M. Walker Name of Person Signing

Signature

September 10, 2002 Date

Total number of pages including cover sheet, attachments, and document: 7

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

09/13/2002 LNUELLER 00000166 502261 1599519

01 FC:481 40.00 CH 02 FC:482 50.00 CH

TRADEMARK REEL: 2581 FRAME: 0926

State of Illinois  
Office of  
The Secretary of State

Whereas, ARTICLES OF MERGER OF  
NORTH AMERICAN CORPORATION OF ILLINOIS  
INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE HAVE BEEN  
FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE  
BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, Jesse White, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this 14TH day of JULY A.D. 2000 and of the Independence of the United States the two hundred and 25TH .



*Jesse White*

Secretary of State

Jesse White  
Secretary of State  
Department of Business Services  
Springfield, IL 62756  
Telephone (217) 782-6961  
http://www.sos.state.il.us

**FILED**

JUL 14 2000

**JESSE WHITE  
SECRETARY OF STATE**

**SUBMIT IN DUPLICATE**

This space for use by  
Secretary of State

Date 7-14-00

Filing Fee \$ 100.

Approved: [Signature]

**DO NOT SEND CASH!**  
Remit payment in check or money  
order, payable to "Secretary of State."  
Filing Fee is \$100, but if merger or  
consolidation involves more than 2  
corporations, \$50 for each additional  
corporation.

1. Names of the corporations proposing to <sup>merge</sup> ~~consolidate~~ , and the state or country of their incorporation:  
~~exchange~~ shares

Name of Corporation	State or Country of Incorporation	Corporation File Number
<u>North American Paper Co.</u>	<u>Illinois</u>	<u>1505-395-0</u>
<u>North American Corporation of Illinois</u>	<u>Delaware</u>	<u>NR</u>

2. The laws of the state or country under which each corporation is incorporated permits such merger, consolidation or exchange.

3. (a) Name of the <sup>surviving</sup> ~~new~~ corporation: North American Corporation of Illinois  
~~acquiring~~

(b) it shall be governed by the laws of: Delaware

**If not sufficient space to cover this point, add one or more sheets of this size.**

4. Plan of <sup>merger</sup> ~~consolidation~~ is as follows:  
~~exchange~~

See Attachment A

5. Plan of ~~consolidation~~ <sup>merger</sup> ~~exchange~~ was approved, as to each corporation not organized in Illinois, in compliance with the laws of the state under which it is organized, and (b) as to each Illinois corporation, as follows:

*(The following items are not applicable to mergers under §11.30 — 90% owned subsidiary provisions. See Article 7.)*

*(Only "X" one box for each Illinois corporation)*

By the shareholders, a resolution of the board of directors having been duly adopted and submitted to a vote at a meeting of shareholders. Not less than the minimum number of votes required by statute and by the articles of incorporation voted in favor of the action taken.  
(§ 11.20)

By written consent of the shareholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accordance with § 7.10 (§ 11.220)

By written consent of ALL the shareholders entitled to vote on the action, in accordance with § 7.10 & § 11.20

Name of Corporation			
North American Paper Co.	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

6. *(Not applicable if surviving, new or acquiring corporation is an Illinois corporation)*

It is agreed that, upon and after the issuance of a certificate of merger, consolidation or exchange by the Secretary of State of the State of Illinois:

- a. The surviving, new or acquiring corporation may be served with process in the State of Illinois in any proceeding for the enforcement of any obligation of any corporation organized under the laws of the State of Illinois which is a party to the merger, consolidation or exchange and in any proceeding for the enforcement of the rights of a dissenting shareholder of any such corporation organized under the laws of the State of Illinois against the surviving, new or acquiring corporation.
- b. The Secretary of State of the State of Illinois shall be and hereby is irrevocably appointed as the agent of the surviving, new or acquiring corporation to accept service of process in any such proceedings, and
- c. The surviving, new, or acquiring corporation will promptly pay to the dissenting shareholders of any corporation organized under the laws of the State of Illinois which is a party to the merger, consolidation or exchange the amount, if any, to which they shall be entitled under the provisions of "The Business Corporation Act of 1983" of the State of Illinois with respect to the rights of dissenting shareholders.

7. (Complete this item if reporting a merger under § 11.30—90% owned subsidiary provisions.)

a. The number of outstanding shares of each class of each merging subsidiary corporation and the number of such shares of each class owned immediately prior to the adoption of the plan of merger by the parent corporation, are:

Name of Corporation	Total Number of Shares Outstanding of Each Class	Number of Shares of Each Class Owned Immediately Prior to Merger by the Parent Corporation
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

b. (Not applicable to 100% owned subsidiaries)  
 The date of mailing a copy of the plan of merger and notice of the right to dissent to the shareholders of each merging subsidiary corporation was \_\_\_\_\_, \_\_\_\_\_.  
 (Month & Day) (Year)

Was written consent for the merger or written waiver of the 30-day period by the holders of all the outstanding shares of all subsidiary corporations received?  Yes  No

(If the answer is "No," the duplicate copies of the Articles of Merger may not be delivered to the Secretary of State until after 30 days following the mailing of a copy of the plan of merger and of the notice of the right to dissent to the shareholders of each merging subsidiary corporation.)

8. The undersigned corporations have caused these articles to be signed by their duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK**.)

Dated 7-14, 2000  
 (Month & Day) (Year)  
 attested by Iris A. Miller  
 (Signature of Secretary or Assistant Secretary)  
 Iris A. Miller, Secretary  
 (Type or Print Name and Title)

NORTH AMERICAN PAPER CO.  
 (Exact Name of Corporation)  
 by [Signature]  
 (Signature of President or Vice President)  
 John A. Miller, President  
 (Type or Print Name and Title)

Dated 7-14, 2000  
 (Month & Day) (Year)  
 attested by Iris A. Miller  
 (Signature of Secretary or Assistant Secretary)  
 Iris A. Miller, Secretary  
 (Type or Print Name and Title)

NORTH AMERICAN CORPORATION OF ILLINOIS  
 (Exact Name of Corporation)  
 by [Signature]  
 (Signature of President or Vice President)  
 John A. Miller, President  
 (Type or Print Name and Title)

Dated \_\_\_\_\_, \_\_\_\_\_  
 (Month & Day) (Year)  
 attested by \_\_\_\_\_  
 (Signature of Secretary or Assistant Secretary)  
 \_\_\_\_\_  
 (Type or Print Name and Title)

\_\_\_\_\_  
 (Exact Name of Corporation)  
 by \_\_\_\_\_  
 (Signature of President or Vice President)  
 \_\_\_\_\_  
 (Type or Print Name and Title)

AGREEMENT AND PLAN OF MERGER

AGREEMENT AND PLAN OF MERGER (the "Agreement"), dated May \_\_\_\_\_, 2000, by and between NORTH AMERICAN CORPORATION OF ILLINOIS, a Delaware corporation ("North American" or the "Surviving Corporation"), and NORTH AMERICAN PAPER CO., an Illinois corporation ("Paper Co.").

W I T N E S S E T H:

WHEREAS, North American has authorized capital consisting of 1,000 shares of common stock, no par value per share, 149 shares of which are issued and outstanding;

WHEREAS, Paper Co. has authorized capital consisting of 300 shares of common stock, \$100.00 par value per share, ~~300~~ shares of which are issued and outstanding and 1,000 shares of preferred stock, \$.01 par value per share, none of which are issued and outstanding; and

WHEREAS, the parties have determined that it is advisable and in each of their best interests that Paper Co. be merged with and into North American pursuant to Section 11.35 of the Illinois Business Corporation Act, as amended (the "IBCA"), and Section 252 of the Delaware General Corporation Law, as amended (the "DGCL"), and on the terms and conditions hereinafter set forth.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. Terms of Merger. Subject to the terms and conditions hereof, as of the Effective Time, as set forth in Section 2, Paper Co. shall be merged with and into North American, all in accordance with the applicable provisions of the DGCL and IBCA. The merger of Paper Co. into North American is hereinafter referred to as the "Merger."

2. Effective Time. As soon as practicable, the parties hereto shall cause articles or certificates of merger, as appropriate, and any other necessary or desirable documents to be filed with the appropriate authority in their respective jurisdictions of organization. The Merger of Paper Co. into North American shall be effective at 11:59 p.m. Eastern Standard Time on 7/14, 2000 (the "Effective Time").

3. Effects of the Merger. The Merger shall have the effects set forth in the applicable provisions of the DGCL and the IBCA.

4. Cancellation or Exchange of Shares. By virtue of the Merger and without any action on the part of the parties hereto, the status of the shares of Paper Co. and North American shall be as follows:

(a) Paper Co. Each share of common stock of Paper Co. issued and outstanding immediately prior to the Merger shall be cancelled and no cash, securities or other property shall be issued in exchange therefor. All certificates representing such shares of common stock shall be surrendered to the Surviving Corporation. *All of The Issued Shares of Both Corporations Are Owned By The Same Shareholder In Identical Proportions.*

(b) North American. Each share of common stock of North American issued and outstanding immediately prior to the Merger shall remain issued and outstanding without change.

**5. Surviving Corporation.**

(a) As of the Effective Time, the Certificate of Incorporation of North American shall be the Certificate of Incorporation of the Surviving Corporation.

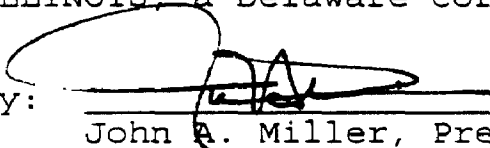
(b) As of the Effective Time, the By-laws of North American shall be the By-laws of the Surviving Corporation.

(c) As of the Effective Time, the directors and officers of North American shall become the directors and officers of the Surviving Corporation until their successors are duly elected and qualified in accordance with the By-laws of the Surviving Corporation and Delaware law.

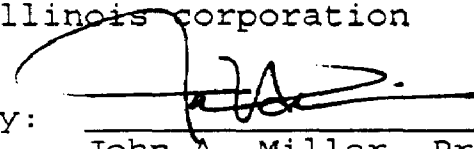
**6. Termination.** This Agreement may be terminated and the Merger abandoned at any time prior to the Effective Time by the consent of the Boards of Directors of each of the parties.

IN WITNESS WHEREOF, this Agreement has been duly executed on behalf of each of the parties hereto on the date first above written.

NORTH AMERICAN CORPORATION OF  
ILLINOIS, a Delaware corporation

By:   
John A. Miller, President

NORTH AMERICAN PAPER CO., an  
Illinois corporation

By:   
John A. Miller, President