

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM626325

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	07/14/2000
RESUBMIT DOCUMENT ID:	900582070

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
North American Paper Co.		07/14/2000	Corporation: ILLINOIS

RECEIVING PARTY DATA

Name:	North American Corporation of Illinois
Street Address:	2101 Claire Ct
City:	Glenview
State/Country:	ILLINOIS
Postal Code:	60025
Entity Type:	Corporation: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	1599519	CARLYLE

CORRESPONDENCE DATA

Fax Number: 3129800765
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: 3122698000
Email: martus@nge.com
Correspondent Name: Lee J. Eulgen
Address Line 1: Neal Gerber & Eisenberg, LLP
Address Line 2: Two North LaSalle Street, Suite 1700
Address Line 4: Chicago, ILLINOIS 60602

ATTORNEY DOCKET NUMBER:	06282N.01T1 (0001)
NAME OF SUBMITTER:	Lee J. Eulgen
SIGNATURE:	/Lee J. Eulgen/
DATE SIGNED:	02/15/2021

Total Attachments: 8

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CP0651238

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

Form **BCA-11.25**

(Rev. Jan. 1999)

**ARTICLES OF MERGER
CONSOLIDATION OR EXCHANGE**

File # 1505-395-0

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

FILED PAID

SUBMIT IN DUPLICATE

This space for use by
Secretary of State

Date 7-14-00

Filing Fee \$ 100.-

Approved: [Signature]

JUL 14 2000

JUL 17 2000

JESSE WHITE
SECRETARY OF STATE Expedited Services

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 ^{merge} ~~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 ^{surviving} ~~new~~ corporation: North American Corporation of Illinois
~~corporation~~
(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 ^{merger} ~~consolidation~~ is as follows:
~~exchange~~

See Attachment A

5. Plan of ~~consolidation~~^{merger} ~~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	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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:

- 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.
- 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
- 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)

C-195.8

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 ~~1/14~~, 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 Corporation Are Owned By The Same Shareholders 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.

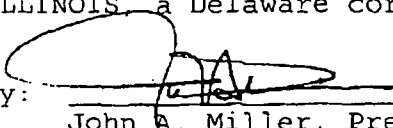
(b) As of the Effective Time, the By-laws of North American shall be the By-laws of the Surviving Corporation.

(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