

REC

11-17-2000

SHEET

FORM PTO-1595 U.S.  
(Rev. 6-93)  
OMB No. 0651-0011 (exp. 4/94)



101519364

DEPARTMENT OF COMMERCE  
Patent and Trademark Office

To the Commissioner for Patents : Please record the attached original documents or copy thereof.

1. Name of conveying party(ies)  
**Normag Corporation**

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

3. Nature of conveyance:

☐ Assignment ☒ Merger  
☐ Security Agreement ☐ Change of Name  
☐ Other \_\_\_\_\_

Execution Date: December 22, 1994

2. Name and address of receiving party(ies)

Name: **Synergistic Extrusion Technologies, Inc.**

Internal Address:

Street Address: **32 Loockerman Sq., Suite L-100**

**Dover, Delaware**

Additional name(s) & addresses(es) attached? ☐ Yes ☒ No

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

If this document is being filed together with a new application, the execution date of the application is

A. Patent Application No.(s)

B. Patent No.(s)

**4,642,040**

**4,875,782**

Additional numbers attached? ☐ Yes ☒ No

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

Name: **M. Lawrence Oliverio**  
Address: **WOLF, GREENFIELD & SACKS, P.C.**  
**Federal Reserve Plaza**  
**600 Atlantic Avenue**  
**Boston, MA 02210**

6. Total number of applications and patents involved: **[2]**

7. Total fee (37 CFR 3.41)

**\$ \$80.00**

☒ Enclosed

☐ Authorized to be charged to deposit account \_\_\_\_\_

The Commissioner is authorized to charge:

8. Deposit Account No: 23/2825

DO NOT USE THIS SPACE

9. Statement and signature

*To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.*

M. Lawrence Oliverio

Name of Person Signing

*M. Lawrence Oliverio*

Signature

*October 15, 2000*

Date

Total number of pages including cover sheet, attachments, and document: **[14]**

Mail documents to be recorded with required cover sheet information to:  
Box Assignment  
Honorable Commissioner of Patents,  
Washington, D.C. 20231

*State of Delaware*  
*Office of the Secretary of State*

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PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"NORMAG CORPORATION", A NORTH CAROLINA CORPORATION,

WITH AND INTO "SYNERGISTIC EXTRUSION TECHNOLOGIES, INC." UNDER THE NAME OF "SYNERGISTIC EXTRUSION TECHNOLOGIES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 1994, AT 9 O'CLOCK A.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS FOR RECORDING.



A handwritten signature in cursive script, reading "Edward J. Freel", is written over a horizontal line.

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: 7360410

01-03-95

2453829 8100M

944258263

## PLAN AND AGREEMENT OF MERGER

OF

NORMAG CORPORATION

(a North Carolina corporation)

AND

SYNERGISTIC EXTRUSION TECHNOLOGIES, INC.

(a Delaware corporation)

PLAN AND AGREEMENT OF MERGER entered into by Normag Corporation, a business corporation in the State of North Carolina, and approved by resolution adopted by its Board of Directors and by Synergistic Extrusion Technologies, Inc., a business corporation in the State of Delaware, and approved by resolution adopted by its Board of Directors to be effective as of the close of business on December 31, 1994.

WHEREAS Normag Corporation is a business corporation of the State of North Carolina with its registered office therein located at 327 Hillsborough Street, City of Raleigh, County of Wake; and

WHEREAS the total number of shares of stock which Normag Corporation has authority to issue is 1,000, all of which are of one class and of a par value of \$100.00 each; and

WHEREAS Synergistic Extrusion Technologies, Inc. is a business corporation of the State of Delaware with its registered office therein located at 32 Loockerman Square, Suite L-100, City of Dover, County of Kent; and

WHEREAS the total number of shares which Synergistic Extrusion Technologies, Inc. has authority to issue is 1,000, all of which are of one class and of a par value of \$1.00 each; and

WHEREAS the North Carolina Business Corporation Act permits a merger of a business corporation of the State of North Carolina with and into a business corporation of another jurisdiction; and

WHEREAS the General Corporation Law of the State of Delaware permits the merger of a business corporation of another jurisdiction with and into a business corporation of the State of Delaware; and

WHEREAS Normag Corporation and Synergistic Extrusion Technologies, Inc. and the respective Boards of Directors thereof deem it advisable and to the advantage, welfare and best interests of said corporations and their respective stockholders to merge Normag Corporation with and into Synergistic Extrusion Technologies, Inc. pursuant to the provisions of the North Carolina Business Corporation Act and pursuant to the provisions of the General Corporation Law of the State of Delaware upon the terms and conditions hereinafter set forth;

NOW THEREFORE, in consideration of the premises and of the mutual agreement of the parties hereto, being thereunto duly entered into by Normag Corporation and approved by a resolution adopted by its board of Directors and being thereunto duly entered into by Synergistic Extrusion Technologies, Inc. and approved

by a resolution adopted by its Board of Directors, the Plan and Agreement of Merger and the terms and conditions thereof and the mode of carrying the same into effect, together with any provisions required or permitted to be set forth therein, are hereby determined and agreed upon as hereinafter in this Plan and Agreement set forth.

1. Normag Corporation and Synergistic Extrusion Technologies, Inc. shall, pursuant to the provisions of North Carolina Business Corporation Act and the provisions of the General Corporation Law of the State of Delaware, be merged with and into a single corporation, to wit, Synergistic Extrusion Technologies, Inc., which shall be the surviving corporation from and after the effective time of the merger, and which is sometimes hereinafter referred to as the "surviving corporation", and which shall continue to exist as said surviving corporation under its present name pursuant to the provisions of the General Corporation Law of the State of Delaware. The separate existence of Normag Corporation, which is sometimes hereinafter referred to as the "terminating corporation", shall cease at said effective time in accordance with the provisions of the North Carolina Business Corporation Act.

1. Annexed hereto and made a part hereof is a copy of the Certificate of Incorporation of the surviving corporation as the same shall be in force and effect at the effective time in the State of Delaware of the merger herein provided for; and said Certificate of Incorporation as therein amended and changed shall continue to be the Certificate of Incorporation of said surviving corporation until further amended and changed pursuant to the provisions of the General Corporation Law of the State of Delaware.

3. The present by-laws of the surviving corporation will be the by-laws of said surviving corporation and will continue in full force and effect until changed, altered or amended as therein provided and in the manner prescribed by the provisions of the General Corporation Law of the State of Delaware.

4. The directors and officers in office of the surviving corporation at the effective time of the merger shall be the members of the first Board of Directors and the first officers of the surviving corporation, all of whom shall hold their directorships and offices until the election and qualification of their respective successors or until their tenure is otherwise terminated in accordance with the by-laws of the surviving corporation.

5. Each share of common stock \$1.00 par value per share of Synergistic Extrusion Technologies, Inc. will be and continue to be an issued and outstanding share of the stock of the Surviving Corporation. Each share of common stock \$100.00 par value of Normag Corporation issued and outstanding immediately prior to the Effective Date shall be cancelled; no cash, securities, or other consideration shall be paid or delivered in exchange for such stock under this Plan and Agreement of Merger.

6. In the event that this Plan and Agreement of Merger shall have been fully approved and adopted on behalf of the terminating corporation in accordance with the provisions of the North Carolina Business Corporation Act and on behalf of the surviving corporation in accordance with the provisions of the General Corporation Law of the State of Delaware, the said corporations agree that they will cause to be executed and filed and recorded any document or documents prescribed by the laws of the State of North Carolina and by the laws of the State of Delaware, and that they will cause to be performed all necessary acts within the State of North Carolina and the State of Delaware and elsewhere to effectuate the merger herein provided for.

7. The Board of Directors and the proper officers of the terminating corporation and of the surviving corporation are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan and Agreement of Merger or of the merger herein provided for.

8. The effective time of this Plan and Agreement of Merger, and the time at which the merger herein agreed upon shall become effective in the State of Delaware, shall be as of the close of business on December 31, 1994.

9. Notwithstanding the full approval and adoption of this Plan and Agreement of Merger, the said Plan and Agreement of Merger may be terminated at any time prior to the filing thereof with the Secretary of State of the State of Delaware or at any time prior to the filing of any requisite merger documents with the Secretary of State of the State of North Carolina.

IN WITNESS WHEREOF, this Plan and Agreement of Merger is hereby executed on behalf of each of the constituent corporations parties thereto.

DATED: Dec. 22, 1994

Synergistic Extrusion Technologies, Inc.

By: 

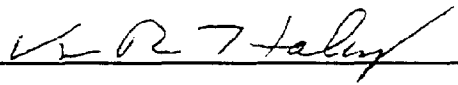
ATTEST:

By 

Normag Corporation

By 

ATTEST:



CERTIFICATE OF ASSISTANT SECRETARY OF  
SYNERGISTIC EXTRUSION TECHNOLOGIES, INC.

The undersigned, being the Assistant Secretary of SYNERGISTIC EXTRUSION TECHNOLOGIES, INC., a Delaware corporation, does hereby certify that the holders of all of the outstanding stock of said corporation dispensed with a meeting and vote of stockholders, and all of the stockholders entitled to vote consented in writing, pursuant to the provisions of Section 228 of the General Corporation Law of the State of Delaware, to the adoption of the foregoing Plan and Agreement of Merger.

Synergistic Extrusion Technologies, Inc.

By Theray A. LaRue  
Assistant Secretary

[Seal]


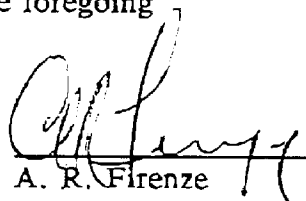
## SYNERGISTIC EXTRUSION TECHNOLOGIES, INC.

## UNANIMOUS WRITTEN CONSENT OF DIRECTORS

The undersigned, being all of the directors of SYNERGISTIC EXTRUSION TECHNOLOGIES, INC., a Delaware corporation, acting pursuant to the procedures established by Section 141(f) of the Delaware General Corporation Law, hereby adopt the following resolution to have the same effect as if it had been duly adopted at a meeting of the board of directors, and hereby consent to the taking of the action referred to in such resolution:

RESOLVED, that the Plan and Agreement of Merger merging Normag Corporation, a North Carolina corporation with and into Synergistic Extrusion Technologies, Inc. a Delaware corporation, to be effective as of the close of business on December 31, 1994 (attached as Exhibit A), is hereby approved; and

FURTHER RESOLVED, that the proper officers of this Corporation are hereby authorized and directed to take whatever action and to execute and deliver such documents and instruments as they may deem to be necessary to consummate and carry out the foregoing resolution.

  
P. R. Doucette  
A. R. Firenze

DATED: December 21, 1994

## NORMAG CORPORATION

## CONSENT OF SOLE SHAREHOLDER

The undersigned, DYNISCO, INC., a Delaware corporation, being the sole shareholder of NORMAG CORPORATION, a North Carolina corporation, acting pursuant to the procedures established by the Delaware General Corporation Law with regard to shareholders' actions in the absence of formal meetings, hereby adopts the following resolutions to be held to have the same effect as if they had been duly adopted at a duly held meeting of the shareholders of Normag Corporation and hereby consents to the taking of the actions referred to in such resolutions:

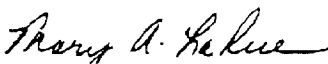
RESOLVED, that the Plan of Merger merging Normag Corporation, a North Carolina corporation with and into SYNERGISTIC EXTRUSION TECHNOLOGIES, INC., a Delaware corporation, to be effective as of the close of business on December 31, 1994 (attached as Exhibit A), is hereby approved; and

FURTHER RESOLVED, that the proper officers of this Corporation are hereby authorized and directed to take whatever action and to execute and deliver such documents or instruments as they may deem to be necessary to consummate and carry out the foregoing resolution.

DYNISCO, INC.

By   
Vice President

ATTEST:

By:   
Assistant Secretary

DATED: December 20, 1994



# STATE OF NORTH CAROLINA



Department of The  
Secretary of State

To all whom these presents shall come, Greetings:

I, Rufus L. Edmisten, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

## ARTICLES OF MERGER

OF

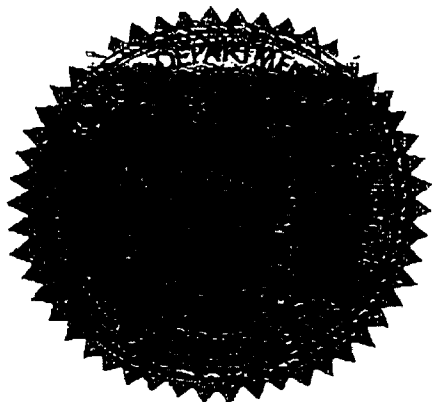
NORMAG CORPORATION

INTO

SYNERGISTIC EXTRUSION TECHNOLOGIES, INC.

the original of which was filed in this office on the 28th day of December, 1994.

*IN WITNESS WHEREOF*, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 28th day of December, 1994.



*Rufus L. Edmisten*

Secretary of State

## State of North Carolina

## Department of the Secretary of State

ARTICLES OF MERGER OR SHARE EXCHANGE  
BUSINESS CORPORATION

FILED

9:00 AM

DEC 28 1994

EFFECTIVE 6:00 P.M. DEC 31 1994

CORPORATE DIVISION  
SECRETARY OF STATE  
NORTH CAROLINA

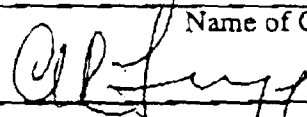
Pursuant to §55A-11-04 of the General Statutes of North Carolina, the undersigned corporate officer of the corporation hereby submits the following Articles of Merger.

- The name of the surviving or acquiring corporation is SYNERGISTIC EXTRUSION TECHNOLOGIES, INC., a corporation organized under the laws of Delaware; the name of the merged corporation is NORVAG CORPORATION, a corporation organized under the laws of North Carolina.
- Attached is a copy of the Plan of Merger or Share Exchange that was duly approved in the manner prescribed by law for each of the corporations participating in the merger or share exchange.
- With respect to the surviving/acquiring corporation (check either a or b, as applicable):
  - ☒ Shareholder approval was not required for the merger or share exchange.
  - ☐ Shareholder approval was required for the merger or share exchange, and the plan of merger or share exchange was approved by shareholders as required by Chapter 55 of the North Carolina General Statutes.
- With respect to the merged/acquired corporation (check either a or b, as applicable):
  - ☐ Shareholder approval was not required for the merger or share exchange.
  - ☒ Shareholder approval was required for the merger or share exchange, and the plan of merger or share exchange was approved by the shareholders as required by Chapter 55 of the North Carolina General Statutes.
- These articles will be effective upon filing, unless a delayed date and/or time is specified: \_\_\_\_\_  
as of 6:00 p.m. December 31, 1994  
This the 22nd day of December, 19 94

SYNERGISTIC EXTRUSION TECHNOLOGIES, INC.

Name of Corporation

INC.



Signature

A. R. Firenze  
President

Type or Print Name and Title

## NOTES:

- Filing fee is \$50. This document and one exact or conformed copy of these articles must be filed with the Secretary of State.
- Certificate(s) of Merger must be executed pursuant to the requirements of N.C.G.S. §47-18.1 (Revised July 1994)

CORPORATIONS DIVISION

## PLAN AND AGREEMENT OF MERGER

OF

NORMAG CORPORATION

(a North Carolina corporation)

AND

SYNERGISTIC EXTRUSION TECHNOLOGIES, INC.

(a Delaware corporation)

PLAN AND AGREEMENT OF MERGER entered into by Normag Corporation, a business corporation in the State of North Carolina, and approved by resolution adopted by its Board of Directors and by Synergistic Extrusion Technologies, Inc., a business corporation in the State of Delaware, and approved by resolution adopted by its Board of Directors to be effective as of 6:00 p.m. on December 31, 1994.

WHEREAS Normag Corporation is a business corporation of the State of North Carolina with its registered office therein located at 327 Hillsborough Street, City of Raleigh, County of Wake; and

WHEREAS the total number of shares of stock which Normag Corporation has authority to issue is 1,000, all of which are of one class and of a par value of \$100.00 each; and

WHEREAS Synergistic Extrusion Technologies, Inc. is a business corporation of the State of Delaware with its registered office therein located at 32 Loockerman Square, Suite L-100, City of Dover, County of Kent; and

WHEREAS the total number of shares which Synergistic Extrusion Technologies, Inc. has authority to issue is 1,000, all of which are of one class and of a par value of \$1.00 each; and

WHEREAS the North Carolina Business Corporation Act permits a merger of a business corporation of the State of North Carolina with and into a business corporation of another jurisdiction; and

WHEREAS the General Corporation Law of the State of Delaware permits the merger of a business corporation of another jurisdiction with and into a business corporation of the State of Delaware; and

WHEREAS Normag Corporation and Synergistic Extrusion Technologies, Inc. and the respective Boards of Directors thereof deem it advisable and to the advantage, welfare and best interests of said corporations and their respective stockholders to merge Normag Corporation with and into Synergistic Extrusion Technologies, Inc. pursuant to the provisions of the North Carolina Business Corporation Act and pursuant to the provisions of the General Corporation Law of the State of Delaware upon the terms and conditions hereinafter set forth;

NOW THEREFORE, in consideration of the premises and of the mutual agreement of the parties hereto, being thereunto duly entered into by Normag Corporation and approved by a resolution adopted by its board of Directors and being thereunto duly entered into by Synergistic Extrusion Technologies, Inc. and approved

by a resolution adopted by its Board of Directors, the Plan and Agreement of Merger and the terms and conditions thereof and the mode of carrying the same into effect, together with any provisions required or permitted to be set forth therein, are hereby determined and agreed upon as hereinafter in this Plan and Agreement set forth.

1. Normag Corporation and Synergistic Extrusion Technologies, Inc. shall, pursuant to the provisions of North Carolina Business Corporation Act and the provisions of the General Corporation Law of the State of Delaware, be merged with and into a single corporation, to wit, Synergistic Extrusion Technologies, Inc., which shall be the surviving corporation from and after the effective time of the merger, and which is sometimes hereinafter referred to as the "surviving corporation", and which shall continue to exist as said surviving corporation under its present name pursuant to the provisions of the General Corporation Law of the State of Delaware. The separate existence of Normag Corporation, which is sometimes hereinafter referred to as the "terminating corporation", shall cease at said effective time in accordance with the provisions of the North Carolina Business Corporation Act.

2. Annexed hereto and made a part hereof is a copy of the Certificate of Incorporation of the surviving corporation as the same shall be in force and effect at the effective time in the State of Delaware of the merger herein provided for; and said Certificate of Incorporation as therein amended and changed shall continue to be the Certificate of Incorporation of said surviving corporation until further amended and changed pursuant to the provisions of the General Corporation Law of the State of Delaware.

3. The present by-laws of the surviving corporation will be the by-laws of said surviving corporation and will continue in full force and effect until changed, altered or amended as therein provided and in the manner prescribed by the provisions of the General Corporation Law of the State of Delaware.

4. The directors and officers in office of the surviving corporation at the effective time of the merger shall be the members of the first Board of Directors and the first officers of the surviving corporation, all of whom shall hold their directorships and offices until the election and qualification of their respective successors or until their tenure is otherwise terminated in accordance with the by-laws of the surviving corporation.

5. Each share of common stock \$1.00 par value per share of Synergistic Extrusion Technologies, Inc. will be and continue to be an issued and outstanding share of the stock of the Surviving Corporation. Each share of common stock \$100.00 par value of Normag Corporation issued and outstanding immediately prior to the Effective Date shall be cancelled; no cash, securities, or other consideration shall be paid or delivered in exchange for such stock under this Plan and Agreement of Merger.

6. In the event that this Plan and Agreement of Merger shall have been fully approved and adopted on behalf of the terminating corporation in accordance with the provisions of the North Carolina Business Corporation Act and on behalf of the surviving corporation in accordance with the provisions of the General Corporation Law of the State of Delaware, the said corporations agree that they will cause to be executed and filed and recorded any document or documents prescribed by the laws of the State of North Carolina and by the laws of the State of Delaware, and that they will cause to be performed all necessary acts within the State of North Carolina and the State of Delaware and elsewhere to effectuate the merger herein provided for.

7. The Board of Directors and the proper officers of the terminating corporation and of the surviving corporation are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan and Agreement of Merger or of the merger herein provided for.

8. The effective time of this Plan and Agreement of Merger, and the time at which the merger herein agreed upon shall become effective in the State of Delaware, shall be as of the close of business on December 31, 1994.

9. Notwithstanding the full approval and adoption of this Plan and Agreement of Merger, the said Plan and Agreement of Merger may be terminated at any time prior to the filing thereof with the Secretary of State of the State of Delaware or at any time prior to the filing of any requisite merger documents with the Secretary of State of the State of North Carolina.

IN WITNESS WHEREOF, this Plan and Agreement of Merger is hereby executed on behalf of each of the constituent corporations parties thereto.

DATED: Dec. 22, 1994

Synergistic Extrusion Technologies, Inc.

By: 

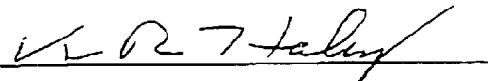
ATTEST:

By 

Normag Corporation

By 

ATTEST:



CERTIFICATE OF ASSISTANT SECRETARY OF  
SYNERGISTIC EXTRUSION TECHNOLOGIES, INC.

The undersigned, being the Assistant Secretary of SYNERGISTIC EXTRUSION TECHNOLOGIES, INC., a Delaware corporation, does hereby certify that the holders of all of the outstanding stock of said corporation dispensed with a meeting and vote of stockholders, and all of the stockholders entitled to vote consented in writing, pursuant to the provisions of Section 228 of the General Corporation Law of the State of Delaware, to the adoption of the foregoing Plan and Agreement of Merger.

Synergistic Extrusion Technologies, Inc.

By Mary A. LaRue  
Assistant Secretary

[Seal]