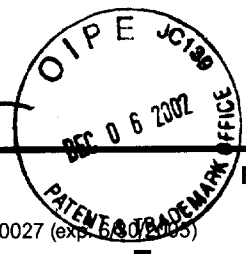


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12-12-2002

Form PTO-1595 (Rev. 10/02) RECORDATION FORM COVER SHEET PATENTS ONLY



CE  
Office

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

1. Name of conveying party(ies):  
APC Newco, Inc.  
Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and address of receiving party(ies)  
Name: Acme Packaging Corporation  
Internal Address: \_\_\_\_\_  
Street Address: 8201 183rd Street  
Suite I  
City: Tinley Park State: IL Zip: 60477  
Additional name(s) & address(es) attached?  Yes  No

3. Nature of conveyance:  
 Assignment  Merger  
 Security Agreement  Change of Name  
 Other \_\_\_\_\_  
Execution Date: November 22, 2002

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) 5,329,671  
Additional numbers attached?  Yes  No

6. Total number of applications and patents involved:  1

5. Name and address of party to whom correspondence concerning document should be mailed:  
Name: Jennifer R. Quinn  
Internal Address: Ungaretti & Harris  
Street Address: 3500 Three First National Plaza  
City: Chicago State: IL Zip: 60602

7. Total fee (37 CFR 3.41).....\$ 40.00  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number: \_\_\_\_\_

DO NOT USE THIS SPACE

9. Signature.  
Jennifer R. Quinn Name of Person Signing  
 Signature  
12/4/02 Date  
Total number of pages including cover sheet, attachments, and documents:  4

12/11/2002 LMUELLER 00000226 5329671  
01 FC:8021 40.00 OP

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

PATENT  
REEL: 013552 FRAME: 0412

# Delaware

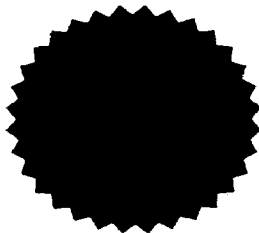
PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"ACME PACKAGING CORPORATION", A DELAWARE CORPORATION,  
WITH AND INTO "APC NEWCO, INC." UNDER THE NAME OF "ACME PACKAGING CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SECOND DAY OF NOVEMBER, A.D. 2002, AT 2:30 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

3584838 8100M

AUTHENTICATION: 2107449

020723015

DATE: 11-22-02

PATENT  
REEL: 013552 FRAME: 0413

**CERTIFICATE OF MERGER  
OF  
ACME PACKAGING CORPORATION  
AND  
APC NEWCO, INC.**

The undersigned, APC Newco, Inc., hereby certifies that:

1. The constituent business corporations participating in the merger herein certified are:
  - (a) Acme Packaging Corporation, a corporation incorporated under the laws of the State of Delaware; and
  - (b) APC Newco, Inc., a corporation incorporated under the laws of the State of Delaware.
2. The merger is being effected pursuant to that certain Further Modified First Amended Plan of Reorganization of Acme Packaging Corporation confirmed by the United States Bankruptcy Court for the District of Delaware on November 1, 2002 in connection with that certain jointly administered bankruptcy case, Number 98-2179, under Title 11 of the United States Code 11 U.S.C. §§ 101 *et. seq.*
3. A Merger Agreement has been approved, adopted, certified, executed, and acknowledged by each of the aforesaid constituent corporations in accordance with Sections 251 and 303 of the General Corporation Law of the State of Delaware.
4. Pursuant to the Merger Agreement, the effective time of the merger will be 12:01 A.M., central time, Monday, November 25, 2002.
5. The name of the surviving corporation in the merger is APC Newco, Inc., which will continue its existence as the surviving corporation under the name Acme Packaging Corporation.
6. As of the effective time, the Certificate of Incorporation of APC Newco, Inc. shall be deemed amended by striking out the words "APC NEWCO, INC." in the title and replacing the same with the words "ACME PACKAGING CORPORATION" and by striking out the words "APC Newco, Inc." in Article One and replacing the same with "Acme Packaging Corporation." The Certificate of Incorporation, as so amended, shall continue to be the Certificate of Incorporation of the surviving corporation until further amended in accordance with the provisions of the General Corporation Law of the State of Delaware.
7. The executed Merger Agreement between the constituent corporations is on file at an office of the surviving corporation at 8201 West 183rd Street, Tinley Park, Illinois 60477.
8. The surviving corporation will furnish a copy of the Merger Agreement, on request and without cost, to any stockholder of either of the constituent corporations.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned Chief Executive Officer of APC Newco, Inc. has signed this Certificate of Merger of Acme Packaging Corporation and APC Newco, Inc. as of this 22<sup>nd</sup> day of November 2002 to be effective as of the effective time set forth above.

**APC NEWCO, INC.**

/s/ Robert W. Dyke

Robert W. Dyke  
Chief Executive Officer

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