

PATENT ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	08/08/2007
CONVEYING PARTY DATA	
Name	Execution Date
Plastic Prescriptions Limited	08/07/2007
RECEIVING PARTY DATA	
Name:	BOCK PPL INC.
Street Address:	18 CHERRY BLOSSOM ROAD
City:	CAMBRIDGE, ONTARIO N3H 4R7
State/Country:	CANADA
Postal Code:	ONTARIO N3H 4R
PROPERTY NUMBERS Total: 1	
Property Type	Number
Application Number:	29274215
CORRESPONDENCE DATA	
Fax Number:	(202)551-1705
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	2025511700
Email:	michaelbednarek@paulhastings.com
Correspondent Name:	Michael Bednarek
Address Line 1:	875 15th Street, N.W.
Address Line 2:	Paul, Hastings, Janofsky & Walker LLP
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20005
ATTORNEY DOCKET NUMBER:	BEN0002-DES
NAME OF SUBMITTER:	Michael Bednarek
Total Attachments: 11	
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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 :



or
ou

The amalgamation agreement has been duly adopted by the shareholders of each of the amalgamating corporations as required by subsection 176 (4) of the Business Corporations Act on the date 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.

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

879002 Ontario Limited

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
879002 ONTARIO LIMITED	879002	2007	08	07
PLASTIC PRESCRIPTIONS LIMITED	271250	2007	08	07

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.

None

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 :

- (a) An unlimited number of Class A Special Shares, and
- (b) An unlimited number of Common Shares.

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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 :

(a) RIGHTS, PRIVILEGES, RESTRICTIONS AND CONDITIONS ATTACHING TO THE CLASS A SPECIAL SHARES

(i) Dividends

The holders of the Class A Special Shares in each year shall, in the discretion of the Directors for such year, be entitled, out of any or all profits or surplus available for dividends, to non-cumulative dividends at a rate to be determined from time to time by the Board of Directors.

(ii) Redemption Amount

The Board of Directors shall fix a redemption amount (hereinafter called the "Redemption Amount") for each Class A Special Share. Where no Redemption Amount is fixed by the Board of Directors, the Redemption Amount is \$1.00 per share.

(iii) Price Adjustment

In the event that new information becomes available indicating a revised Redemption Amount is appropriate, or the appropriate taxing authority claims that the fair market value of the Property is an amount other than that initially determined by the Board of Directors, and a different value is subsequently established either by a court of competent jurisdiction, by lapse of time, or by agreement with that taxing authority, then the Redemption Amount shall be adjusted to reflect the value so determined or appropriate as a result of the new information becoming available.

(iv) Redeemable

The Corporation may, upon giving notice as hereinafter provided, redeem the whole or any part of the Class A Special Shares on payment for each share to be redeemed of the Redemption Amount, together with all dividends declared thereon and unpaid. Not less than ten (10) days written notice of such redemption shall be given by mailing such notice to the registered holders of the shares to be redeemed, specifying the date and place or places of such redemption. If notice of any such redemption be given by the Corporation in the manner aforesaid and an amount sufficient to redeem the shares be deposited with any trust company or chartered bank in Canada, as specified in the notice, on or before the date fixed for redemption, dividends on the Class A Special Shares to be redeemed shall cease after the date so fixed for redemption and the holders thereof shall thereafter have no rights against the Corporation in respect thereof except, upon the surrender of certificates for such shares, to receive payment thereof out of the moneys so deposited.

(v) Retractable

The holders of Class A Special Shares may, upon giving notice as hereinafter provided, require the Corporation to redeem the whole or any part of the Class A Special Shares then held by him on payment for each share to be redeemed of the Redemption Amount, together with all dividends declared thereon and unpaid. Not less than thirty (30) days written notice of such requirement to redeem shall be given by mailing such notice to the Secretary of the Corporation at the Corporation's head office; upon receipt of such notice, the Corporation shall, on or before the expiration of the time allowed for redemption, pay to the registered shareholder an amount sufficient to redeem the shares, and upon such payment, the Corporation shall require the surrender of such share certificate.

(vi) Preference

In the event of liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary, the holders of the Class A Special Shares shall be entitled to receive, before any distribution of any part of the assets of the Corporation among the holders of the Common Shares, the amount paid thereon and any dividends declared thereon and unpaid and no more.

(vii) Non-Voting

The holders of the Class A Special Shares shall not have the right to vote on any matter pertaining to the affairs of the Corporation except for a proposed amendment to the articles to delete or vary any preference, right, condition, restriction, limitation or prohibition attaching to the Class A Special Shares.

(viii) Change in Preference

Confirmation of a resolution authorizing an amendment of articles to delete or vary any preference, right, condition, restriction, limitation or prohibition attaching to the Class A Special Shares ranking in priority to or on a parity with the Class A Special Shares, in addition to the authorization by a special resolution, may be given by at least two-thirds (2/3) of the votes cast at a meeting of the shareholders of the Class A Special Shares duly called for the purpose.

(b) RIGHTS, PRIVILEGES, RESTRICTIONS AND CONDITIONS ATTACHING TO THE COMMON SHARES

(i) Dividends

The holders of the Common Shares in each year shall, in the discretion of the Board of Directors for such year, be entitled, out of any or all profits or surplus available for dividends, to non-cumulative dividends as determined from time to time by the Board of Directors.

(ii) Distribution on Dissolution

Subject to the rights of the holders of the Class A Special Shares, the holders of the

Common Shares shall have the right to receive the remaining property of the Corporation upon dissolution.

(iii) Voting Rights

The holders of the Common Shares shall have the right to vote on any matter pertaining to the affairs of the Corporation with one vote per share.

9. The issue, transfer or ownership of shares is/is 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 right to transfer shares of the Corporation shall be restricted in that no share shall be transferred without the unanimous consent of the Directors, to be signified by a resolution passed by the Board of Directors, or an instrument in writing signed by all of the Directors of the Corporation.

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

(a) The number of shareholders of the Corporation exclusive of persons who are in the employment of the Corporation is hereby limited to fifty. Two or more persons holding one or more shares jointly being counted as a single shareholder.

(b) Any invitation to the public to subscribe for any shares or security of the Corporation is hereby prohibited.

(c) The Corporation may purchase any of its common shares.

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.

879002 ONTARIO LIMITED

Names of Corporations / Dénomination sociale des sociétés

By / Par

Signature / Signature

Michael Collinson

Print name of signatory /
Nom du signataire en lettres moulées

Director

Description of Office / Fonction

PLASTIC PRESCRIPTIONS LIMITED

Names of Corporations / Dénomination sociale des sociétés

By / Par

Signature / Signature

Michael Collinson

Print name of signatory /
Nom du signataire en lettres moulées

Director

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

SCHEDULE "A"


IN THE MATTER OF THE AMALGAMATION OF
879002 ONTARIO LIMITED and
PLASTIC PRESCRIPTIONS LIMITED
(collectively the "Amalgamating Corporations")

STATEMENT OF DIRECTOR PURSUANT TO SUBSECTION
178(2) OF THE *BUSINESS CORPORATIONS ACT* (ONTARIO)

I, **MICHAEL COLLINSON**, of the Town of Caledon, of Peel Region, in the Province of Ontario, hereby certify and state as follows:

1. This statement is made pursuant to subsection 178(2) of the *Business Corporations Act* (the "Act").
2. I am a director of each of the Amalgamating Corporations and as such have knowledge of their affairs.
3. I have conducted such examination of the books and records of the Amalgamating Corporations as is necessary to enable me to make the statements hereinafter set forth.
4. There are reasonably 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, and
 - 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.
5. There are reasonable grounds for believing that no creditor of either of the Amalgamating Corporations will be prejudiced by the amalgamation.

DATED the 7th day of August, 2007.



MICHAEL COLLINSON

SCHEDULE "B1"

**CERTIFIED EXTRACT OF RESOLUTIONS OF THE BOARD OF DIRECTORS
OF 879002 ONTARIO LIMITED**

" BE IT RESOLVED THAT:

1. The amalgamation of 879002 Ontario Limited (the "Corporation") and its wholly owned subsidiary, Plastic Prescriptions Limited (the "Subsidiary"), under the *Business Corporations Act* pursuant to subsection 177(1) be and the same is hereby approved;
2. Upon the endorsement of a Certificate of Amalgamation pursuant to subsection 178(4) of the *Business Corporations Act*, all shares of the authorized capital of the Subsidiary, including all the shares which have been issued and are outstanding at the date hereof (which issued shares are at the date hereof, and will be at the date of the certificate of amalgamation, owned by the Corporation), shall be cancelled without any repayment of capital in respect thereof;
3. The articles of amalgamation of the amalgamated corporation shall be the same as the articles of the Corporation except as otherwise prescribed herein;
4. The name of the amalgamated corporation shall be "Bock PPL Inc.";
5. No securities shall be issued and no assets shall be distributed by the amalgamated corporation in connection with the amalgamation;
6. The by-laws of the amalgamated corporation shall be the same as the by-laws of the Corporation; and
7. Any officer or director of the Corporation be and is hereby authorized to do all things and execute all instruments and documents necessary or desirable to give effect to the foregoing. "

CERTIFIED to be a true copy of resolutions duly consented to in writing by the sole director of 879002 Ontario Limited pursuant to the provisions of the *Business Corporations Act* (Ontario) on the 7th day of August, 2007, and which resolutions are now in full force and effect, unamended.

DATED the 7th day of August, 2007.



Michael Collinson, Secretary
879002 ONTARIO LIMITED

SCHEDULE "B2"


**CERTIFIED EXTRACT OF RESOLUTIONS OF THE BOARD OF DIRECTORS
OF PLASTIC PRESCRIPTIONS LIMITED**

" BE IT RESOLVED THAT:

1. The amalgamation of Plastic Prescriptions Limited (the "Corporation") and its parent company, 879002 Ontario Limited ("Holdco"), under the *Business Corporations Act* pursuant to subsection 177(1) be and the same is hereby approved;
2. Upon the endorsement of a Certificate of Amalgamation pursuant to subsection 178(4) of the *Business Corporations Act*, all shares of the authorized capital of the Corporation, including all the shares which have been issued and are outstanding at the date hereof (which issued shares are at the date hereof, and will be at the date of the certificate of amalgamation, owned by Holdco), shall be cancelled without any repayment of capital in respect thereof;
3. The articles of amalgamation of the amalgamated corporation shall be the same as the articles of Holdco except as otherwise prescribed herein;
4. The name of the amalgamated corporation shall be "Bock PPL Inc.";
5. No securities shall be issued and no assets shall be distributed by the amalgamated corporation in connection with the amalgamation;
6. The by-laws of the amalgamated corporation shall be the same as the by-laws of Holdco; and
7. Any officer or director of the Corporation be and is hereby authorized to do all things and execute all instruments and documents necessary or desirable to give effect to the foregoing. "

CERTIFIED to be a true copy of resolutions duly consented to in writing by the sole director of Plastic Prescriptions Limited pursuant to the provisions of the *Business Corporations Act* (Ontario) on the 7th day of August, 2007, and which resolutions are now in full force and effect, unamended.

DATED the 7th day of August, 2007.



Michael Collinson, Secretary
PLASTIC PRESCRIPTIONS LIMITED