

PATENT ASSIGNMENT

Electronic Version v1.1

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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	04/03/2007
CONVEYING PARTY DATA	
Name	Execution Date
COVALENCE SPECIALTY MATERIALS CORP.	04/30/2007
RECEIVING PARTY DATA	
Name:	BERRY PLASTICS HOLDING CORPORATION
Street Address:	101 OAKLEY STREET
Internal Address:	P.O. BOX 959
City:	EVANSVILLE
State/Country:	INDIANA
Postal Code:	47706
PROPERTY NUMBERS Total: 99	
Property Type	Number
Application Number:	11469211
Application Number:	12113854
Application Number:	12129442
Application Number:	11613568
Application Number:	11469787
Application Number:	11553568
Patent Number:	4990231
Patent Number:	6015600
Patent Number:	5573855
Patent Number:	5261536
Patent Number:	5642810
Patent Number:	5617707
Patent Number:	4961978

PATENT

500676709

REEL: 021679 FRAME: 0525

CH \$3960.00 11469211

Patent Number:	5019314
Patent Number:	6047523
Patent Number:	4996094
Patent Number:	5248547
Patent Number:	5907942
Patent Number:	5907943
Patent Number:	D497287
Patent Number:	5464886
Patent Number:	5621025
Patent Number:	5580611
Patent Number:	5567528
Patent Number:	5580659
Patent Number:	6736430
Patent Number:	6841212
Patent Number:	6521309
Patent Number:	6838500
Patent Number:	6245174
Patent Number:	6129800
Patent Number:	5231767
Patent Number:	5922441
Patent Number:	5407624
Patent Number:	5902684
Patent Number:	7361384
Patent Number:	D513933
Patent Number:	5333753
Patent Number:	4928736
Patent Number:	5069255
Patent Number:	4997685
Patent Number:	4992331
Patent Number:	5108815
Patent Number:	5063005
Patent Number:	5681654
Patent Number:	5094395
Patent Number:	D364996
Patent Number:	6133168

Patent Number:	6171680
Patent Number:	D486693
Patent Number:	D501761
Patent Number:	D362157
Patent Number:	D537678
Patent Number:	D362786
Patent Number:	6286280
Patent Number:	D509105
Patent Number:	D356004
Patent Number:	6083611
Patent Number:	D513383
Patent Number:	RE38658
Patent Number:	5752362
Patent Number:	5749202
Patent Number:	6093480
Patent Number:	5976682
Patent Number:	RE38429
Patent Number:	5814399
Patent Number:	5396990
Patent Number:	5431284
Patent Number:	5432231
Patent Number:	5334428
Patent Number:	D551900
Patent Number:	5232535
Patent Number:	6726971
Patent Number:	6001912
Patent Number:	5405703
Patent Number:	5512153
Patent Number:	5352292
Patent Number:	5022941
Patent Number:	5236765
Patent Number:	6355323
Patent Number:	6833038
Patent Number:	5948218
Patent Number:	5116354

Patent Number:	5700570
Patent Number:	5366771
Patent Number:	5660660
Patent Number:	7089871
Patent Number:	5273809
Patent Number:	5677032
Patent Number:	4946529
Patent Number:	6224710
Patent Number:	6065781
Patent Number:	4872263
Patent Number:	5246773
Patent Number:	4874665
Patent Number:	6602809
Patent Number:	6706225
Patent Number:	6541072
Patent Number:	7427645

CORRESPONDENCE DATA

Fax Number: (317)231-7433

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

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Address Line 4: INDIANAPOLIS, INDIANA 46204

ATTORNEY DOCKET NUMBER:	5723-100
NAME OF SUBMITTER:	Richard A. Rezek

Total Attachments: 4

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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 OWNERSHIP, WHICH MERGES:

"COVALENCE SPECIALTY MATERIALS CORP.", A DELAWARE CORPORATION,

WITH AND INTO "BERRY PLASTICS HOLDING CORPORATION" UNDER THE NAME OF "BERRY PLASTICS HOLDING CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRD DAY OF APRIL, A.D. 2007, AT 8:36 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRD DAY OF APRIL, A.D. 2007, AT 3 O'CLOCK P.M.

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

2248903 8100M

070391513



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5562283

DATE: 04-03-07

PATENT
REEL: 021679 FRAME: 0529

**CERTIFICATE OF OWNERSHIP AND MERGER
MERGING
COVALENCE SPECIALTY MATERIALS CORP.
WITH AND INTO
BERRY PLASTICS HOLDING CORPORATION**

Pursuant to Section 253 of the
General Corporation Law of the State of Delaware

Covalence Specialty Materials Corp., a corporation organized and existing under the laws of Delaware (the "Corporation"), hereby certifies that:

FIRST: The Corporation is a corporation organized and existing under the laws of the State of Delaware.

SECOND: The Corporation owns 100% of the total outstanding shares of common stock of Berry Plastics Holding Corporation, a Delaware corporation ("Berry Plastics Holding Corporation").

THIRD: On April 3rd, 2007, the Board of Directors of the Corporation duly adopted the following resolutions providing for the merger of the Corporation with and into Berry Plastics Holding Corporation:

RESOLVED, that the Board of Directors deems it advisable and fair to and in the best interests of the Corporation and its stockholder for the Corporation to merge with and into Berry Plastics Holding Corporation, with Berry Plastics Holding Corporation being the surviving corporation, and hereby approves and adopts the Merger;

RESOLVED, that the Corporation merge itself with and into Berry Plastics Holding Corporation (the "Merger"), with Berry Plastics Holding Corporation continuing as the surviving corporation (the "Surviving Corporation") and with the Surviving Corporation assuming by operation of law all of the Corporation's liabilities and obligations effective upon the filing of a Certificate of Ownership and Merger (the "Certificate") with the Secretary of State of the State of Delaware;

RESOLVED, that the Merger shall be effective at 3:00 p.m. on the 3rd day of April, 2007, the day of the filing of the Certificate with the Secretary of State of the State of Delaware (the "Effective Time");

RESOLVED, that, by virtue of the Merger, at the Effective Time, each share of common stock of the Corporation will be cancelled and retired and shall cease to exist;

RESOLVED, that, at the Effective Time, each share of common stock of Berry Plastics Holding Corporation shall remain outstanding as shares of the Surviving Corporation in the Merger;

RESOLVED, that, at the Effective Time, the Amended and Restated Certificate of Incorporation and Bylaws of Berry Plastics Holding Corporation as in effect immediately

prior to the Effective Time shall be the Amended and Restated Certificate of Incorporation and Bylaws of the Surviving Corporation;

RESOLVED, that, the officers of Berry Plastics Holding Corporation immediately prior to the Effective Time shall become the corresponding officers of the Surviving Corporation; and

RESOLVED, that the proper officers of the Corporation are hereby authorized and directed to make and execute a Certificate of Ownership and Merger setting forth a copy of the resolutions to merge the Corporation into Berry Plastics Holding Corporation, with the Surviving Corporation assuming by operation of law the Corporation's liabilities and obligations, and the date of adoption thereof, and to cause the same to be filed with the Secretary of State of Delaware and further to do all acts and things whatsoever and to incur such expenses, whether within or without the State of Delaware, which may be necessary or proper to effect the Merger and the foregoing resolutions.

FOURTH: Berry Plastics Group, Inc., as sole stockholder of the Corporation, has approved the Merger in accordance with the provisions of the General Corporation Law of Delaware.


FIFTH: At the effective time of the Merger, the Amended and Restated Certificate of Incorporation of Berry Plastics Holding Corporation as in effect immediately prior to the Effective Time shall be the Amended and Restated Certificate of Incorporation of the Surviving Corporation.

SIXTH: This Certificate of Ownership and Merger, and the Merger provided for herein, shall become effective at 3:00 p.m. on April 3rd, 2007.

IN WITNESS WHEREOF, Covalence Specialty Materials Corp. has caused this
certificate to be signed by this 3rd day of April, 2007.

COVALENCE SPECIALTY MATERIALS CORP.

By:



Name: Gail E. Lehman

Title: Vice President, General Counsel
& Corporate Secretary

[Signature Page to Delaware Certificate of Ownership and Merger of Covalence Specialty Materials Corp.
with and into Berry Plastics Holding Corporation]