

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/01/2010
CONVEYING PARTY DATA	
Name	Execution Date
Norseman Plastics Ltd.	12/31/2009
RECEIVING PARTY DATA	
Name:	Orbis Canada Limited
Street Address:	66 Wellington Street West, TD Bank Tower, 5300
City:	Toronto, Ontario
State/Country:	CANADA
Postal Code:	M5K 1E6
PROPERTY NUMBERS Total: 1	
Property Type	Number
Application Number:	13285211
CORRESPONDENCE DATA	
Fax Number:	(312)523-2652
Phone:	312-977-4400
Email:	ipdocket@uhlraw.com
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>	
Correspondent Name:	Peter M. Klobuchar
Address Line 1:	70 W. Madison Street, Suite 3500
Address Line 4:	Chicago, ILLINOIS 60602
ATTORNEY DOCKET NUMBER:	52045-7427
NAME OF SUBMITTER:	Peter M. Klobuchar
Total Attachments: 12 source=Orbis Canada Limited Art of Amalgamation#page1.tif source=Orbis Canada Limited Art of Amalgamation#page2.tif	

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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 :

☐

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.

or
ou

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

Orbis Canada Holdings Limited

and are more particularly set out in these articles.
et sont énoncés textuellement aux présents statuts.

Names of amalgamating corporations <i>Dénomination sociale des sociétés qui fusionnent</i>	Ontario Corporation Number <i>Numéro de la société en Ontario</i>	Date of Adoption/Approval <i>Date d'adoption ou d'approbation</i>		
		Year <i>année</i>	Month <i>mois</i>	Day <i>jour</i>
Orbis Canada Holdings Limited	001782515	2009	12	31
Norseman Plastics Limited	001420203	2009	12	31

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 :

The Corporation is authorized to issue an unlimited number of common shares.

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 :

The rights, privileges, restrictions and conditions attaching to the common shares are as follows:

(a) Payment of Dividends: The holders of the common shares will be entitled to receive dividends if, as and when declared by the board of directors of the Corporation out of the assets of the Corporation properly applicable to the payment of dividends in such amounts and payable in such manner as the board of directors may from time to time determine. Subject to the rights of the holders of any other class of shares of the Corporation entitled to receive dividends in priority to or concurrently with the holders of the common shares, the board of directors may in its sole discretion declare dividends on the common shares to the exclusion of any other class of shares of the Corporation.

(b) Participation upon Liquidation, Dissolution or Winding Up: In the event of the liquidation, dissolution or winding up of the Corporation or other distribution of assets of the Corporation among its shareholders for the purpose of winding up its affairs, the holders of the common shares will, subject to the rights of the holders of any other class of shares of the Corporation entitled to receive assets of the Corporation upon such a distribution in priority to or concurrently with the holders of the common shares, be entitled to participate in the distribution. Such distribution will be made in equal amounts per share on all the common shares at the time outstanding without preference or distinction.

(c) Voting Rights: The holders of the common shares will be entitled to receive notice of and to attend all annual and special meetings of the shareholders of the Corporation and to one vote in respect of each common share held at all such meetings.

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 :

No share of the Corporation may be transferred unless its transfer complies with the restriction on the transfer of securities set out in paragraph 10 hereof.

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

No security of the Corporation, other than a non-convertible debt security, may be transferred without the consent of:

- (a) the board of directors of the Corporation, expressed by a resolution duly passed at a meeting of the directors;
- (b) a majority of the directors of the Corporation, expressed by an instrument or instruments in writing signed by such directors;
- (c) the holders of the voting shares of the Corporation, expressed by a resolution duly passed at a meeting of the holders of voting shares; or
- (d) the holders of the voting shares of the Corporation representing a majority of the votes attached to all the voting shares, expressed by an instrument or instruments in writing signed by such holders.

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.**

Orbis Canada Holdings Limited

Names of Corporations / Dénomination sociale des sociétés

By / Par



Signature / Signature

Mark P. Fogarty

Print name of signatory /
 Nom du signataire en lettres moulées

Vice President and
 Secretary

Description of Office / Fonction

Norseman Plastics Limited

Names of Corporations / Dénomination sociale des sociétés

By / Par



Signature / Signature

Mark P. Fogarty

Print name of signatory /
 Nom du signataire en lettres moulées

Vice President and
 Secretary

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

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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"


ORBIS CANADA HOLDINGS LIMITED

Statement

I, Mark P. Fogarty, the Vice President and Secretary of Orbis Canada Holdings Limited (the "**Corporation**"), refer to the proposed amalgamation of the Corporation with Norseman Plastics Limited ("**NPL**") and hereby state that:

1. There are reasonable grounds for believing that:
 - (a) each of the Corporation and NPL is able to pay its liabilities as they become due;
 - (b) the corporation continuing from the amalgamation of the Corporation and NPL (the "**Amalgamated Corporation**") will be able to pay its liabilities as they become due;
 - (c) the realizable value of the Amalgamated Corporation's assets immediately after the issuance of the certificate of amalgamation giving effect to the said amalgamation will not be less than the aggregate of its liabilities and stated capital of all classes; and
 - (d) no creditor of the Corporation or NPL will be prejudiced by the said amalgamation.
2. No creditor has notified the Corporation that such creditor objects to the proposed amalgamation.

DATED December 31, 2009.



Mark P. Fogarty

Schedule "A"


NORSEMAN PLASTICS LIMITED

Statement

I, Mark P. Fogarty, the Vice President and Secretary of Norseman Plastics Limited (the "**Corporation**"), refer to the proposed amalgamation of the Corporation with Orbis Canada Holdings Limited ("**Orbis**") and hereby state that:

1. There are reasonable grounds for believing that:
 - (a) each of the Corporation and Orbis is able to pay its liabilities as they become due;
 - (b) the corporation continuing from the amalgamation of the Corporation and Orbis (the "**Amalgamated Corporation**") will be able to pay its liabilities as they become due;
 - (c) the realizable value of the Amalgamated Corporation's assets immediately after the issuance of the certificate of amalgamation giving effect to the said amalgamation will not be less than the aggregate of its liabilities and stated capital of all classes; and
 - (d) no creditor of the Corporation or Orbis will be prejudiced by the said amalgamation.
2. No creditor has notified the Corporation that such creditor objects to the proposed amalgamation.

DATED December 31, 2009.



Mark P. Fogarty

ORBIS CANADA HOLDINGS LIMITED

The undersigned, being the sole shareholder of Orbis Canada Holdings Limited (the "Corporation"), hereby signs the following resolution:

AMALGAMATION WITH NORSEMAN PLASTICS LIMITED

WHEREAS the sole shareholder of the Corporation signed a declaration providing for the restriction in whole of the powers of the directors of the Corporation to manage and supervise the management of the business and the affairs of the Corporation and such powers are therefore given to the sole shareholder;

RESOLVED that:

1. The amalgamation of the Corporation with Norseman Plastics Limited, its wholly owned subsidiary, pursuant to the provisions of subsection 177(1) of the *Business Corporations Act* (Ontario) is approved and authorized.
2. Upon the amalgamation becoming effective, all the shares of Norseman Plastics Limited shall be cancelled without any repayment of capital in respect thereof.
3. The articles of amalgamation of the corporation continuing from the amalgamation (the "Amalgamated Corporation") shall be the same as the articles of the Corporation, except for the name of the Amalgamated Corporation which shall be "Orbis Canada Limited".
4. No securities shall be issued, and no assets shall be distributed, by the Amalgamated Corporation in connection with the amalgamation.
5. The by-laws of the Amalgamated Corporation shall be the same as the by-laws of the Corporation, such by-laws after the amalgamation becoming effective to be supplemented, amended or repealed in accordance with the provisions of the *Business Corporations Act* (Ontario) relating to the making, amending and repealing of by-laws.
6. Any officer of the Corporation is authorized and directed to do all such acts and things and to execute or cause to be executed (whether under the corporate seal of the Corporation or otherwise) all such instruments, agreements and other documents as in such officer's opinion may be necessary or desirable to complete the amalgamation hereby approved and authorized.

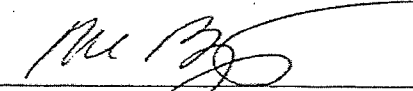
The foregoing resolutions are passed as evidenced by the signature of the sole shareholder of the Corporation pursuant to the provisions of the *Business Corporations Act* (Ontario) and execution and delivery of this resolution may be made and evidenced by facsimile transmission or other means of electronic communication.

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DATED as of the 31st day of December, 2009.

ORBIS CORPORATION

Per:



Mark P. Fogarty
Vice-President and Secretary

Schedule "B"

NORSEMAN PLASTICS LIMITED

The undersigned, being the sole shareholder of Norseman Plastics Limited (the "Corporation"), signs the following resolution:

AMALGAMATION WITH ORBIS CANADA HOLDINGS LIMITED

WHEREAS the sole shareholder of the Corporation signed a declaration providing for the restriction in whole of the powers of the directors of the Corporation to manage and supervise the management of the business and the affairs of the Corporation and such powers are therefore given to the sole shareholder;

RESOLVED that:

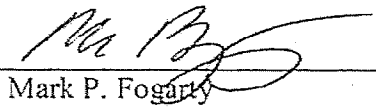
1. The amalgamation of the Corporation with Orbis Canada Holdings Limited pursuant to the provisions of subsection 177(1) of the *Business Corporations Act* (Ontario) is approved and authorized.
2. Upon the amalgamation becoming effective, all the shares of the Corporation shall be cancelled without any repayment of capital in respect thereof.
3. The articles of amalgamation of the corporation continuing from the amalgamation (the "Amalgamated Corporation") shall be the same as the articles of Orbis Canada Holdings Limited, except for the name of the Amalgamated Corporation which shall be "Orbis Canada Limited".
4. The by-laws of the Amalgamated Corporation shall be the same as the by-laws of Orbis Canada Holdings Limited, such by-laws after the amalgamation becoming effective to be supplemented, amended or repealed in accordance with the provisions of the *Business Corporations Act* (Ontario) relating to the making, amending and repealing of by-laws.
5. No securities shall be issued, and no assets shall be distributed, by the Amalgamated Corporation in connection with the amalgamation.
6. Any officer of the Corporation is authorized and directed to do all such acts and things and to execute or cause to be executed (whether under the corporate seal of the Corporation or otherwise) all such instruments, agreements and other documents as in such officer's opinion may be necessary or desirable to complete the amalgamation hereby approved and authorized.

The foregoing resolutions are passed as evidenced by the signature of the sole shareholder of the Corporation pursuant to the provisions of the *Business Corporations Act* (Ontario) and execution and delivery of this resolution may be made and evidenced by facsimile transmission or other means of electronic communication.

[Remainder of page intentionally left blank]

DATED as of the 31st day of December, 2009.

Orbis Canada Holdings Limited

Per: 
Mark P. Fogarty
Vice-President and Secretary