

## PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

EPAS ID: PAT2961893

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT	
<b>NATURE OF CONVEYANCE:</b>	MERGER	
<b>EFFECTIVE DATE:</b>	06/07/2013	
<b>CONVEYING PARTY DATA</b>		
	<b>Name</b>	<b>Execution Date</b>
	PAR-PAK LTD.	06/07/2013
<b>RECEIVING PARTY DATA</b>		
<b>Name:</b>	POLARPAK INC.	
<b>Street Address:</b>	199 BAY STREET, SUITE 5300, COMMERCE COURT WEST	
<b>City:</b>	TORONTO	
<b>State/Country:</b>	CANADA	
<b>Postal Code:</b>	M5L1B9	
<b>PROPERTY NUMBERS Total: 1</b>		
	<b>Property Type</b>	<b>Number</b>
	Application Number:	14093006
<b>CORRESPONDENCE DATA</b>		
<b>Fax Number:</b>	(416)361-1398	
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>		
<b>Phone:</b>	4163647311	
<b>Email:</b>	nphillips@bereskinparr.com	
<b>Correspondent Name:</b>	BERESKIN & PARR LLP/S.E.N.C.R.L., S.R.L.	
<b>Address Line 1:</b>	40 KING STREET WEST, 40TH FLOOR	
<b>Address Line 4:</b>	TORONTO, CANADA M5H 3Y2	
<b>ATTORNEY DOCKET NUMBER:</b>	16734-P33011US02	
<b>NAME OF SUBMITTER:</b>	JAMES A. RAAKMAN	
<b>SIGNATURE:</b>	/JamesRaakman/	
<b>DATE SIGNED:</b>	07/31/2014	
<b>Total Attachments: 18</b>		
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4. The director(s) is/are:  
Administrateur(s) :

First name, middle names and surname <i>Prénom, autres prénoms et nom de famille</i>	Address for services, giving street & No. or R.R. No., Municipality, Province, Country and Postal code. <i>Domicile élu, y compris la rue et le numéro ou le numéro de la R.R., le nom de la municipalité, la province, le pays et le code postal</i>	Resident Canadian State 'Yes' or 'No' <i>Résident canadien Oui/Non</i>
Manu Bettegowda	50 E. RiverCenter Blvd., Covington, KY, United States 41011	No

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

Polarpak Inc.

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
Polarpak Inc.	1897078	2013	06	07
Par-Pak Ltd.	1578290	2013	06	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 :

The Corporation is authorized to issue an unlimited number of each of the following classes of shares: common shares, class A shares, class B shares and class C 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 :

See pages 4A to 4C.

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:

The Corporation is authorized to issue an unlimited number of each of the following classes of shares: common shares, Class A shares, Class B shares and Class C shares. The said shares shall be subject to the following rights, privileges, restrictions and conditions:

1.0 COMMON SHARES

- 1.1 The holders of the common shares shall be entitled to receive notice of, attend and vote at all meetings of shareholders, except meetings at which only holders of a specified class of shares are entitled to vote. The holders of the common shares shall be entitled to one vote in respect of each share held.
- 1.2 Subject to the prior rights of the holders of the Class B and Class C shares, the holders of the common shares shall be entitled to receive the remaining property of the Corporation upon dissolution.

2.0 CLASS A SHARES

- 2.1 The Class A shares rank pari passu in all respects with the common shares, save and except that, subject to the provisions of the *Ontario Business Corporations Act*, the holders of the Class A shares shall not, as such, have any right to receive notice of, attend, or vote at meetings of shareholders.

3.0 CLASS B SHARES

- 3.1 Subject to the provisions of the *Ontario Business Corporations Act*, the holders of the Class B shares shall not, as such, have any right to receive notice of, attend, or vote at meetings of shareholders.
- 3.2 Save and except for such dividends or distributions as are expressly contemplated in this Section 3.0, the holders of the Class B shares shall not be entitled to further participation in any earnings or profits of the Corporation or in the value of its assets.
- 3.3 The holders of the Class B shares shall be entitled to receive a maximum annual, non-cumulative dividend of 10% of the amount of the consideration for which such shares were issued, payable at such times, in such manner and in such amount as the directors may determine in their discretion. The holders of the Class B shares shall not be entitled to any dividends other than or in excess of the above dividends.
- 3.4 The Corporation may redeem any Class B share issued by it at a price equal to the amount of the consideration for which such share was issued. At the time of payment of such redemption price, the Corporation shall pay to the holder of said share the amount of any dividend declared thereon and unpaid.



- 3.5 Upon dissolution of the Corporation, the holders of the Class B shares shall be entitled to receive an amount equal to the amount of the consideration for which such shares were issued, together with any dividends declared thereon and unpaid, and no more, the whole in priority to the distribution of any property to the holders of the common and Class A shares.

4.0 CLASS C SHARES

- 4.1 Subject to the provisions of the *Ontario Business Corporations Act*, the holders of the Class C shares shall not, as such, have any right to receive notice of, attend, or vote at meetings of shareholders.
- 4.2 Save and except for such dividends or distributions as are expressly contemplated in this Section 4.0, the holders of the Class C shares shall not be entitled to further participation in any earnings or profits of the Corporation or in the value of its assets.
- 4.3 The holders of the Class C shares shall be entitled to receive a maximum, annual, non-cumulative dividend of 10% of the amount of the consideration for which such shares were issued, payable at such times, in such manner and in such amount as the directors may determine in their discretion. The holders of the Class C shares shall not be entitled to any dividends other than or in excess of the above dividends.
- 4.4 The Corporation may, and upon the demand of any holder thereof shall redeem any Class C share issued by it at the price equal to the amount of the consideration for which such share was issued. At the time of payment of such redemption price, the Corporation shall pay to the holder of said share the amount of any dividend declared thereon and unpaid.
- 4.5 Upon dissolution of the Corporation, the holders of the Class C shares shall be entitled to receive an amount equal to the amount of the consideration for which such shares were issued, together with any dividends declared thereon and unpaid, and no more, the whole in priority to the distribution of any property to the holders of shares of any other class.

5.0 DIVIDENDS

- 5.1 Subject to the provisions of the *Ontario Business Corporations Act* and of this Schedule, the directors may declare dividends on the common and the Class A shares, the Class B shares or the Class C shares, at such times, in such manner and in such amounts as they may determine in their discretion.
- 5.2 Nothing contained herein shall oblige the directors to declare any dividend or, except as hereinabove provided in respect of the common and Class A shares to declare a dividend on one class of shares whenever a dividend is declared on another class of shares.

6.0 PURCHASE OR ACQUISITION OF SHARES BY THE CORPORATION

- 6.1 Subject to the provisions of the *Ontario Business Corporations Act* and of this Schedule, the Corporation may, with the consent of the holder, purchase or otherwise acquire any share issued by it, at such times, in such manner and for such consideration as the directors of the Corporation may determine in their discretion, provided that the Corporation may not purchase or otherwise acquire any Class B or Class C share for an amount greater than the amount of the consideration for which such share was issued.

7.0 AMENDMENT

- 7.1 Subject to the provisions of the *Ontario Business Corporations Act*, the provisions of this Schedule shall not be amended or repealed, nor shall any other classes of shares be created, other than by Special Resolution approved by the holders of each class of shares of the Corporation entitled to vote separately.

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 shares in the capital of the Corporation shall be transferred without either:

(a) the consent of the holders of at least fifty-one percent (51%) of the common shares of the Corporation for the time being outstanding expressed by a resolution passed at a meeting of the shareholders or by an instrument or instruments in writing signed by the holders of at least fifty-one percent (51%) of such shares; or

(b) the consent of the directors of the Corporation expressed by a resolution passed at a meeting of the board of directors or by an instrument or instruments in writing signed by a majority of the directors.

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

See page 5A.

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.

10. Other provisions, (if any are):

A holder of a fractional share shall be entitled to vote that fraction of a share and to receive dividends in respect of such fractional share.

The Corporation shall have a lien on any share registered in the name of a shareholder or such shareholder's legal representative for a debt of that shareholder to the Corporation.

The number of shareholders of the Corporation shall be limited to fifty (50), exclusive of present and former employees of the Corporation or of a subsidiary who were shareholders at the time of such employment, two (2) or more persons who are the joint registered owners of one (1) or more shares being counted as a single shareholder.

Any invitation to the public to subscribe for any securities of the Corporation is prohibited.

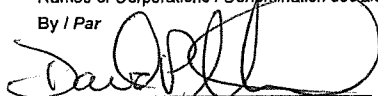
Without in any way limiting the powers conferred upon the Corporation or its directors by any of the provisions of the *Ontario Business Corporations Act*, but subject to the provisions thereof, the directors of the Corporation may, without the authorization of the shareholders, cause the Corporation to:

- (i) hypothecate, mortgage, pledge or otherwise create a security interest in any property, moveable or immovable, present or future, which the Corporation may presently own or subsequently acquire, for the purpose of securing any bonds, debentures or securities which it is by law entitled to issue or for the purpose of securing the performance of any obligation of the Corporation;
- (ii) borrow money, without limitation or restriction, upon the credit of the Corporation;
- (iii) issue, re-issue, sell or pledge debt obligations of the Corporation; or
- (iv) guarantee the performance of any obligation of any person.

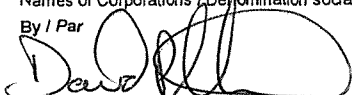
These articles are signed in duplicate.  
Les présents statuts sont signés en double exemplaire.

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.

Polarpak Inc.

Names of Corporations / Dénomination sociale des sociétés		
By / Par	David P. Stevenson	Director
		
Signature / Signature	Print name of signatory / Nom du signataire en lettres moulées	Description of Office / Fonction

Par-Pak Ltd.

Names of Corporations / Dénomination sociale des sociétés		
By / Par	David P. Stevenson	Director
		
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

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"

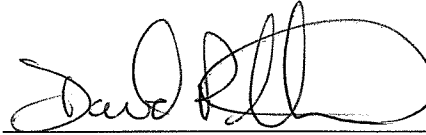
### Statement of Director or Officer Under Subsection 178(2) of the Business Corporations Act (Ontario)

I am a director of Polarpak Inc. ("**Polarpak**") and Par-Pak Ltd. ("**Par-Pak**"). I have conducted such examinations of the books and records of Polarpak and Par-Pak (the "**Amalgamating Corporations**") as are necessary to enable me to make this statement. This Statement is made pursuant to subsection 178(2) of the *Business Corporations Act* (Ontario) (the "**Act**"). In my capacity as a director of Polarpak and Par-Pak, I state that:

1. There are reasonable grounds for believing that:
  - (a) each of the Amalgamating Corporations is, and the corporation continuing from the amalgamation of the Amalgamating Corporations (the "**Corporation**") will be, able to pay its liabilities as they become due, and
  - (b) the realizable value of the Corporation's assets will not be less than the aggregate of its liabilities and stated capital of all classes.
2. There are reasonable grounds for believing that no creditor of the Amalgamating Corporations will be prejudiced by the amalgamation.
3. No creditor of either of the Amalgamating Corporations has notified either of the Amalgamating Corporations that such creditor objects to the amalgamation.

*[the remainder of this page is intentionally left blank]*

DATED June 7, 2013.

A handwritten signature in black ink, appearing to read "David P. Stevenson", written over a horizontal line.

Name: David P. Stevenson

Title: Director

**SCHEDULE "B-1"**  
**CERTIFIED RESOLUTION OF THE DIRECTORS**  
**OF**  
**POLARPAK INC.**  
**(the "Corporation")**

In my capacity as a director of the Corporation, I certify that the resolution below is a true and accurate copy of a resolution of the directors of the Corporation duly passed on June 7, 2013. The resolution is still in full force and effect, unamended as of today's date.

**RECITAL:**

The Corporation has agreed to amalgamate with its wholly-owned subsidiary Par-Pak Ltd. ("**Par-Pak**") under subsection 177(1) of the *Business Corporations Act* (Ontario) (the "**Act**").

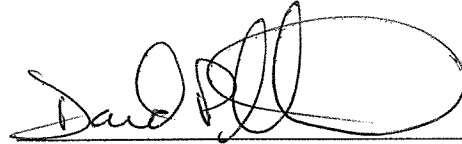
**RESOLVED THAT:**

1. The Corporation is authorized to amalgamate with Par-Pak under subsection 177(1) of the Act and continue as one corporation.
2. Upon the endorsement of a Certificate of Amalgamation under subsection 178(4) of the Act, all shares of Par-Pak shall be cancelled without any repayment of capital in respect of the shares. None of the shares of the Corporation shall be cancelled.
3. The articles of amalgamation shall be the same as the articles of the Corporation.
4. The by-laws of the amalgamated corporation shall be the same as the by-laws of the Corporation.
5. No securities shall be issued and no assets shall be distributed by the amalgamated corporation in connection with the amalgamation.
6. Any director or officer of the Corporation is authorized to execute and deliver articles of amalgamation, execute and deliver all other documents and do all acts or things as may be necessary or desirable to give effect to this resolution.



-2-

DATED June 7, 2013.

A handwritten signature in black ink, appearing to read "David P. Stevenson", written over a horizontal line.

Name: David P. Stevenson

Title: Director

**SCHEDULE "B-2"**  
**CERTIFIED RESOLUTION OF THE DIRECTORS**  
**OF**  
**PAR-PAK LTD.**  
**(the "Corporation")**

In my capacity as a director of the Corporation, I certify that the resolution below is a true and accurate copy of a resolution of the directors of the Corporation duly passed on June 7, 2013. The resolution is still in full force and effect, unamended as of today's date.

**RECITALS:**

- (a) The Corporation is a wholly-owned subsidiary of Polarpak Inc. ("Polarpak").
- (b) The Corporation has agreed to amalgamate with Polarpak under subsection 177(1) of the *Business Corporations Act* (Ontario) (the "Act").

**RESOLVED THAT:**

- 1. The Corporation is authorized to amalgamate with Polarpak under subsection 177(1) of the Act and continue as one corporation.
- 2. Upon the endorsement of a Certificate of Amalgamation under subsection 178(4) of the Act, all shares of the Corporation, including all shares which have been issued and are outstanding, shall be cancelled without any repayment of capital in respect of the shares.
- 3. The articles of amalgamation shall be the same as the articles of Polarpak.
- 4. The by-laws of the amalgamated corporation shall be the same as the by-laws of Polarpak.
- 5. No securities shall be issued and no assets shall be distributed by the amalgamated corporation in connection with the amalgamation.

6. Any director or officer of the Corporation is authorized to execute and deliver articles of amalgamation, execute and deliver all other documents and do all acts or things as may be necessary or desirable to give effect to this resolution.

*[Remainder of page intentionally left blank]*

DATED June 7, 2013.

A handwritten signature in black ink, appearing to read "David P. Stevenson", written over a horizontal line.

Name: David P. Stevenson

Title: Director