

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT3442205

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT
CONVEYING PARTY DATA	
Name	Execution Date
REXAM CLOSURE SYSTEMS LLC	05/29/2012
RECEIVING PARTY DATA	
Name:	BERRY PLASTICS CORPORATION
Street Address:	101 OAKLEY STREET
City:	EVANSVILLE
State/Country:	INDIANA
Postal Code:	47710
PROPERTY NUMBERS Total: 4	
Property Type	Number
Patent Number:	D463281
Patent Number:	D465730
Patent Number:	D480644
Patent Number:	D500677
CORRESPONDENCE DATA	
Fax Number:	(312)759-5646
<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>	
Phone:	312-357-1313
Email:	msweetin@btlaw.com
Correspondent Name:	MARK J. NAHNSEN
Address Line 1:	BARNES & THORNBURG LLP
Address Line 2:	P.O. BOX 2786
Address Line 4:	CHICAGO, ILLINOIS 60690-2786
ATTORNEY DOCKET NUMBER:	5723-215411
NAME OF SUBMITTER:	MARK J. NAHNSEN, REG. NO. 51093
SIGNATURE:	/Mark J. Nahnsen/
DATE SIGNED:	07/16/2015
Total Attachments: 5	
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ASSIGNMENT AND ASSUMPTION AGREEMENT

Dated May 29, 2012

Assignment and Assumption Agreement (this "Agreement"), dated as of May 29, 2012, by and among Rexam Closure Systems LLC ("RCSLLC"), and Berry Plastics Corporation ("BERRY").

RECITALS

WHEREAS, Rexam Inc., RCCI, RCSI, RCLLC, RCSLLC, Rexam Plastic Packaging Inc., Rexam Brazil Closure Inc., Rexam Beverage Can South America S.A. and Berry Plastics Corporation have executed an Equity Purchase Agreement ("EPA") dated September 1, 2011; and

WHEREAS, pursuant to the terms of the EPA, RCSLLC wishes to transfer any and all of its US and Foreign intellectual property rights listed on Exhibit 2 ("RCSLLC IP") to BERRY; and

AGREEMENT

NOW, THEREFORE, in consideration of the foregoing premises and for other good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, the parties hereto agree as follows:

1. Assignment of RCSLLC IP. RCSLLC hereby assigns, conveys and transfers to BERRY all its right, title and interest in and to the RCSLLC IP and BERRY hereby accepts such assignment, conveyance and transfer from RCSLLC.

2. Miscellaneous.

a. Each of the parties hereto represents and warrants to each other that (i) it has the requisite power, and has been authorized by all requisite action, to execute and deliver this Agreement and to perform its respective obligations hereunder, and (ii) this Agreement constitutes its legal, valid and binding obligation enforceable against it in accordance with its terms.

b. THIS AGREEMENT SHALL BE GOVERNED BY AND CONSTRUED AND INTERPRETED IN ACCORDANCE WITH THE LAWS OF THE STATE OF DELAWARE.

Assignment and Assumption Agreement

c. This Agreement may be executed in one or more counterparts, each of which shall be an original but all of which, taken together, shall constitute one and the same instrument.

d. No term or provision of this Agreement may be changed, waived, discharged or terminated orally, but only by an instrument in writing signed by the parties hereto.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed and delivered by their proper and duly authorized officers as of the day and year first above written.

Acknowledged and agreed to by:
REXAM CLOSURE SYSTEMS LLC

By: [Signature]
Name: Jeffrey D. Thompson
Title: Executive Vice President

Acknowledged and agreed to by:
BERRY PLASTICS CORPORATION

By: [Signature]
Name: Jeffrey D. Thompson
Title: Executive Vice President

NOTARIAL CERTIFICATE

STATE OF INDIANA)
COUNTY OF Vanderburgh) SS:
UNITED STATES OF AMERICA)

On this 6th day of December, 2012, before me, a Notary Public in and for the above-named state, appeared Jeffrey D. Thompson, who is personally known to me to be the same person whose name is subscribed above, and who acknowledged that he/she signed the document as his/her free and voluntary act for the uses and purposes therein set forth.

{SEAL}

[Signature]
Notary Public

My Commission Expires: 9/20/2017

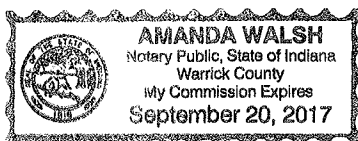


Exhibit 2 - All U.S. and Foreign Patents and Patent Applications

*data current as of June 7, 2011

	FBR REF.	STATUS	TITLE	COUNTRY	APPL. NO.	FILING DATE	SERIAL NO.	EXPIRY DATE
1	110557 ⁺	N/A	APOLLO	Europe (&&)	2013299.9	14-Jul-93	1256523	N/A
2	53439 ⁺	N/A	ODS	Europe	89907042.9	15-Jun-89	481981	N/A
3	65988 ⁺	N/A	APOLLO	Europe	93915531.3	14-Jul-93	650444	N/A
4	70434 ⁺	N/A	DOUBLE NOTCH	Europe	94924166.5	19-Aug-94	714367	N/A
5	77240 ⁺	N/A	EUROPA	Europe*	96908890.5	3/20/1996	815028	N/A
6	80276 ⁺	N/A	APOLLO	Europe (Div)*	98201802	1-Jun-98	870693	N/A
7	117384	Sealed	BORESEAL REFPET	GERMANY	10297200.1	10-Sep-02	10297200	10-Sep-22
8	119161	Pending	SPORTS	GERMANY	10392206.7	9-Jan-03		
9	141497	Allowed	BORESEAL REFPET	USA (Continuation)	12/393410	26-Feb-09		
10	64760	Sealed	DOUBLE NOTCH	Argentina	329.106	17-Aug-94	252.15	30-Jun-13
11	103004*	Sealed	BEER	Argentina	68558	10-Nov-00	68.558	10-Nov-15
12	100137*	Sealed	BEER	Australia	1452/2000	12-May-00	142356	12-May-16
13	103131*	Sealed	BEER	Australia	3969/2000	30-Nov-00	144532	30-Nov-16
14	54824 ⁺	Sealed	IMPROVED ODS	Australia	78381/91	13-Jun-91	637706	13-Jun-11
15	110317*	Sealed	BEER	Australia (Sub)	1621/2002	30-May-02	149392	12-May-16
16	110318*	Sealed	BEER	Australia (Sub)	1622/2002	30-May-02	149393	30-Nov-16
17	103005	Sealed	BEER	Austria	Mu 4502/2000	13-Nov-00	43482	30-Nov-25
18	104659	Sealed	BEER	Austria	Mu 4503/2000	13-Nov-00	43483	30-Nov-25
19	104660	Sealed	BEER	Austria	Mu 4504/2000	13-Nov-00	43484	30-Nov-25
20	70434AT ⁺	Sealed	DOUBLE NOTCH	Austria	94924166.5	19-Aug-94	E 186886	19-Aug-14
21	70434BE ⁺	Sealed	DOUBLE NOTCH	Belgium	94924166.5	19-Aug-94	714367	19-Aug-14
22	103014	Sealed	BEER	Benelux	77708-01/03	10-Nov-00	33003-01/02/03	10-Nov-15
23	103006	Sealed	BEER	Brazil	012220-RJ	13-Nov-00	DI6003128	30-Nov-25
24	103007*	Sealed	BEER	Canada	2000-3027	10-Nov-00	93846	16-Nov-11
25	107976*	Sealed	BEER	Canada (Div)	2001-2236	10-Nov-00	93847	16-Nov-11
26	75010 ⁺	Sealed	EUROPA	Chile	451-96	3/22/1996	43.786	3-Sep-23
27	119175	Sealed	BEER	Chile (Div)	2004-1659	30-Jun-04	4.6	30-Jun-14
28	64773	Sealed	DOUBLE NOTCH	China	94108171	18-Aug-94	94108171	18-Aug-14
29	75027 ⁺	Sealed	EUROPA	China	95119906.4	11/3/1995	95119906.4	3-Nov-15
30	55467 ⁺	Sealed	IMPROVED ODS	China ⁺	91108995	17-Sep-91	91108995	17-Sep-11
31	70434DK ⁺	Sealed	DOUBLE NOTCH	Denmark	94924166.5	19-Aug-94	714367	19-Aug-14
32	56822	Sealed	Improved ODS	Egypt	181/92	7-Apr-92	20241	7-Apr-12
33	103010	Sealed	BEER	France	00 6603	10-Nov-00	642070- 642082	10-Nov-25
34	70434FR ⁺	Sealed	DOUBLE NOTCH	France	94924166.5	19-Aug-94	714367	19-Aug-14
35	103011*	Sealed	BEER	Germany	40010822.4	10-Nov-00	40010822.4	10-Nov-25
36	70434DE ⁺	Sealed	DOUBLE NOTCH	Germany	94924166.5	19-Aug-94	694 21 18.9-08	19-Aug-14
37	70434GR ⁺	Sealed	DOUBLE NOTCH	Greece	94924166.5	19-Aug-94	714367	19-Aug-14
38	103020	Sealed	BEER	Hungary	D 00 00595	13-Nov-00	89203	13-Nov-25
39	103220	Sealed	BEER	Hungary	D 00 00596	13-Nov-00	89643	13-Nov-25

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FBR REF.	STATUS	TITLE	COUNTRY	APPL. NO.	FILING DATE	SERIAL NO.	EXPIRY DATE
40	Sealed	DOUBLE NOTCH	India	663/CAL/94	18-Aug-94	181348	18-Aug-14
41	Sealed	DOUBLE NOTCH	Ireland	94924166.5	19-Aug-94	714367	19-Aug-14
42	Sealed	BEER	Italy	M12000 0	13-Nov-00	81319	13-Nov-25
43	Sealed	DOUBLE NOTCH	Italy	000781			
44	Sealed	BEER	Italy	94924166.5	19-Aug-94	714367	19-Aug-14
45	Sealed	DOUBLE NOTCH	Japan	2000-32259	10-Nov-00	1138141	15-Feb-17
46	Sealed	DOUBLE NOTCH	Japan	506653/95	19-Aug-94	3521203	19-Aug-14
47	Sealed	DOUBLE NOTCH	Malaysia	P19402184	19-Aug-94	MY-127856-A	29-Dec-21
48	Sealed	IMPROVED ODS	Malaysia+	P19101717	21-Sep-91	MY-110300-A	30-Apr-13
49	Sealed	APOLLO	Mexico	9304255	14-Jul-93	190573	14-Jul-13
50	Sealed	DOUBLE NOTCH	Mexico	9406357	19-Aug-94	191179	19-Aug-14
51	Sealed	EUROPA	Mexico	977176	3/20/1996	199445	20-Mar-16
52	Sealed	EXTENDED SEAL	Mexico (Div)	5000618	14-Jan-05	239619	3-Jul-18
53	Sealed	APOLLO	Mexico (Div)	960728	23-Feb-96	212743	14-Jul-13
54	Sealed	DOUBLE NOTCH	Netherlands	94924166.5	19-Aug-94	714367	19-Aug-14
55	Sealed	DOUBLE NOTCH	New Zealand	271041	19-Aug-94	271041	19-Aug-14
56	Sealed	EXTENDED SEAL	New Zealand	502483	3-Jul-98	502483	3-Jul-18
57	Sealed	APOLLO	New Zealand	253982	14-Jul-93	253982	14-Jul-13
58	Sealed	EUROPA	New Zealand	304709	3/20/1996	304709	20-Mar-16
59	Sealed	APOLLO	New Zealand (Div)	335673	10-May-99	335673	14-Jul-13
60	Sealed	DOUBLE NOTCH	Philippines	48801	16-Aug-94	1-1994-48801	30-Aug-19
61	Sealed	EUROPA	Philippines	52682	3/20/1996	1-1996-52682	18-Nov-21
62	Sealed	DOUBLE NOTCH	Poland	P313035	19-Aug-94	177645	19-Aug-14
63	Sealed	DOUBLE NOTCH	Russia	96105413	19-Aug-94	2125958	19-Aug-14
64	Sealed	DOUBLE NOTCH	Saudi Arabia+	94 15 0239	15-Oct-94	498	14-Oct-14
65	Sealed	ODS	Saudi Arabia+	92130126	28-Sep-92	282	27-Sep-12
66	Sealed	IMPROVED ODS	South Africa	91/4496	12-Jun-91	91/4496	12-Jun-11
67	Sealed	DOUBLE NOTCH	South Korea	10-1996-	19-Aug-94	305456	19-Aug-14
68	Sealed	EXTENDED SEAL	South Korea	0700839			
69	Sealed	ODS	South Korea	7000381/2000	3-Jul-98	570853	3-Jul-18
70	Sealed	EUROPA	South Korea	90-700229	15-Jun-89	111709	2-Oct-11
71	Sealed	BEER	South Korea	97-706602	3/20/1996	436168	20-Mar-16
72	Sealed	DOUBLE NOTCH	Spain	149829	10-Nov-00	149829	17-Apr-22
73	Sealed	BEER	Spain	94924166.5	19-Aug-94	714367	19-Aug-14
74	Sealed	IMPROVED ODS	Spain (Div)	152875	29-Nov-01	152875	17-Jan-23
75	Sealed	BEER	Spain+	9102153	1-Oct-91	2048060	1-Oct-11
76	Sealed	DOUBLE NOTCH	Sweden	00-2077	10-Nov-00	68575	10-Nov-25
77	Sealed	BEER	Sweden	94924166.5	19-Aug-94	714367	19-Aug-14
78	Sealed	EXTENDED SEAL	Sweden (Div)	01-4304	10-Nov-00	68576	10-Nov-25

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77	Sealed	BEER	Sweden (Div)	01-4305	10-Nov-00	68577	10-Nov-25
78	Sealed	BEER	Switzerland	127677	10-Nov-00	127677	10-Nov-25
79	Sealed	DOUBLE NOTCH	Switzerland	94924166.5	19-Aug-94	714367	19-Aug-14
80	Sealed	EUROPA	Thailand*	25950	4/3/1995	25344	2-Apr-15
81	Sealed	BORESEAL REFPET	UK	402726.4	10-Sep-02	2393714	10-Sep-22
82	Sealed	SPORTS	UK	414264.2	9-Jan-03	2398560	9-Jan-23
83	Sealed	BEER	UK	2097344	13-Nov-00	2097344	12-May-25
84	Sealed	DOUBLE NOTCH	UK	94924166.5	19-Aug-94	714367	19-Aug-14
85	Sealed	BEER	UK (Div)	2098367	13-Nov-00	2098367	12-May-25
86	Sealed	BORESEAL REFPET	UK (Divisional)	423641	10-Sep-02	2407561	10-Sep-22
87	Sealed	SPORTS	UK (Divisional)	428501.1	30-Dec-04	2406851	9-Jan-23
88	Sealed	DOUBLE NOTCH	Ukraine	96030998	19-Aug-94	28002	19-Aug-14
89	Sealed	BEER	USA	29/132510	13-Nov-00	D463281	24-Sep-16
90	Sealed	FLIP TOP	USA	10/821191	9-Apr-04	7469795	6-Aug-25
91	Sealed	SPORTS	USA	10/501190	9-Jan-03	7665637	24-Jun-25
92	Sealed	ASEPTIC/NOT FILL ODS	USA	09/936817	20-Mar-00	6772894	20-Mar-20
93	Sealed	BORESEAL REFPET	USA	10/489167	10-Sep-02	7503468	10-Sep-22
94	Sealed	ODS	USA	10/956077	4-Oct-04	7431877	3-Aug-12
95	Sealed	ODS	USA	07/623911	15-Jun-89	5423444	13-Jun-12
96	Sealed	DOUBLE NOTCH	USA	08/602754	19-Aug-94	5782369	21-Jul-15
97	Sealed	ODS	USA	08/181668	21-Apr-94	5638972	17-Jun-14
98	Sealed	APOLLO	USA (Cont)	09/268324	23-Nov-00	6325225	14-Jul-13
99	Sealed	APOLLO	USA (Cont)	09/988170	19-Nov-01	6705479	13-Oct-13
100	Sealed	APOLLO	USA (Cont)	08/922453	3-Sep-97	6089390	14-Jul-13
101	Sealed	BEER	USA (Div)	29/153552	11-Jan-02	D465730	19-Nov-16
102	Sealed	BEER	USA (Div)	29/162230	13-Jun-02	D480644	14-Oct-17
103	Sealed	BEER	USA (Div)	29/188209	15-Aug-03	D500677	11-Jan-19
104	Sealed	EUROPA	USA*	08/665063	5/15/1996	5676269	22-Mar-15
105	Sealed	DOUBLE NOTCH	Venezuela	1236	19-Aug-94	56097	19-Aug-14
106	Sealed	IMPROVED ODS	Venezuela*	1349-91	1-Oct-91	52671	1-Oct-11

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