

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT4707102

SUBMISSION TYPE:	NEW ASSIGNMENT	
NATURE OF CONVEYANCE:	MERGER	
EFFECTIVE DATE:	06/30/2014	
CONVEYING PARTY DATA		
	Name	Execution Date
	TOPS PRODUCTS, LLC	12/18/2014
RECEIVING PARTY DATA		
Name:	R. R. DONNELLEY & SONS COMPANY	
Street Address:	35 W. WACKER DRIVE	
City:	CHICAGO	
State/Country:	IDAHO	
Postal Code:	60606	
PROPERTY NUMBERS Total: 1		
	Property Type	Number
	Application Number:	15800487
CORRESPONDENCE DATA		
Fax Number:	(312)580-9696	
<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:	3125801020	
Email:	fmartinez@hfzlaw.com	
Correspondent Name:	HANLEY, FLIGHT AND ZIMMERMAN, LLC	
Address Line 1:	150 S. WACKER DRIVE	
Address Line 2:	SUITE 2200	
Address Line 4:	CHICAGO, ILLINOIS 60606	
ATTORNEY DOCKET NUMBER:	20327/362952B	
NAME OF SUBMITTER:	JOSEPH T. JASPER	
SIGNATURE:	/Joseph T. Jasper/	
DATE SIGNED:	11/28/2017	
Total Attachments: 5		
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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AGREEMENT OF MERGER, WHICH MERGES:

"TOPS PRODUCTS, LLC", A DELAWARE LIMITED LIABILITY COMPANY,
"VON HOFFMANN HOLDINGS LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "R. R. DONNELLEY & SONS COMPANY" UNDER THE NAME OF "R. R. DONNELLEY & SONS COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE EIGHTEENTH DAY OF DECEMBER, A.D. 2014, AT 1:56 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AGREEMENT OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2014, AT 11:59 O'CLOCK P.M.

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

0499927 8100M

141556257

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1973140

DATE: 12-18-14

PATENT
REEL: 044240 FRAME: 0506

AGREEMENT AND PLAN OF MERGER

AGREEMENT AND PLAN OF MERGER, dated as of December 18, 2014, pursuant to Section 264 of the Delaware General Corporation Law and Section 18-209 of the Delaware Limited Liability Company Act, between TOPS Products, LLC, a Delaware limited liability company ("TOPS"), Von Hoffmann Holdings LLC, a Delaware limited liability company ("VHH"), and together with TOPS, the "Subsidiaries", and R. R. Donnelley & Sons Company, a Delaware corporation ("Member").

RECITALS:

WHEREAS, Member owns all of the outstanding limited liability company interests in the Subsidiaries (the "Ownership Interests"), including all of the interests in profits and capital of the Subsidiaries; and

WHEREAS, the Board of Directors of Member has adopted resolutions authorizing the merger of the Subsidiaries (the "Merger") with and into Member pursuant to Section 264 of the Delaware General Corporation Law and the Member, in its capacity as owner of the Ownership Interests, has adopted resolutions authorizing the Merger in accordance with the limited liability company agreements of each of the Subsidiaries and Section 18-209 of the Delaware Limited Liability Company Act and upon the terms and conditions set forth below.

AGREEMENT:

NOW, THEREFORE, the parties to this Agreement, in consideration of the mutual covenants, agreements and provisions hereinafter contained, do hereby prescribe the terms and conditions of the Merger and mode of carrying the same into effect as follows:

FIRST: Upon the terms and subject to the conditions set forth below, at the Effective Time (as defined below), the Subsidiaries shall be merged with and into Member (the "Merger"), the separate existence of the Subsidiaries shall cease, and Member shall be the surviving entity (the "Surviving Corporation").

SECOND: From and after the Effective Time, the Restated Certificate of Incorporation of Member as in effect immediately prior to the Effective Time shall be the Certificate of Incorporation of the Surviving Corporation (the "Company Charter") until thereafter changed or amended as provided therein or by applicable law, and the by-laws of Member as in effect immediately prior to the Effective Time shall be the by-laws of the Surviving Corporation until thereafter changed or amended as provided therein or by the Company Charter.

THIRD: The directors of Member at the Effective Time shall be the directors of the Surviving Corporation until the earlier of their resignation or removal or until their respective successors are duly elected and qualified, as the case may be. The officers of Member at the Effective Time shall be the officers of the Surviving Corporation until the earlier of their resignation or removal or until their respective successors are duly elected and qualified, as the case may be.

FOURTH: At the Effective Time:

(a) each share of common stock of Member which shall be issued and outstanding immediately prior to the Effective Time shall remain issued and outstanding;

(b) all Ownership Interests which shall be outstanding immediately prior to the Effective Time, and all rights in respect thereof, shall forthwith be cancelled, without any action on the part of any holder of such interests, and no payment shall be made in respect thereof;

(c) all property of the Subsidiaries, real, personal and mixed, all debts due to Subsidiaries on whatever account and all other things in action or belonging to the Subsidiaries shall be vested in the Surviving Corporation;

(d) the title to any real estate vested by deed or otherwise in the Subsidiaries shall not revert or be in any way impaired, but all rights of creditors therein and all liens thereon shall be preserved unimpaired; and

(e) all debts, liabilities, duties and other obligations of the Subsidiaries under any and all indentures, loan agreements, revolving credit agreements, liquidity agreements, letters of credit and reimbursement agreements, notes, guarantees or other agreements or instruments to which either is a party or by which it is bound shall attach to the Surviving Corporation and may be enforced against the Surviving Corporation to the same extent as if said debts, liabilities and duties had been incurred or contracted by the Surviving Corporation.

FIFTH: This Agreement has been adopted, approved, certified, executed and acknowledged by the Member as provided under Section 264 of the Delaware General Corporation Law and, in the case of the Subsidiaries, in accordance with their respective limited liability company agreements and in accordance with the Section 18-209 of the Delaware Limited Liability Company Act. The officers of Member and each of the Subsidiaries have been authorized and directed to take any and all actions, to execute, deliver and file any and all documents, certificates, agreements and instruments and to take any and all steps deemed by any such officer to be necessary or appropriate to effect the Merger.

SIXTH: This Agreement shall be filed with the Secretary of State of the State of Delaware and shall become effective (such date and time being referred to herein as the "Effective Time") at 11:59 p.m., December 31, 2014.

SEVENTH: The Merger shall have the effects set forth in the applicable provisions of Delaware law.

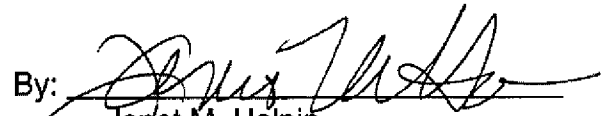
EIGHTH: Anything herein or elsewhere to the contrary notwithstanding, at any time prior to the Effective Time, this Agreement may be altered, amended or terminated and abandoned by the Senior Vice President, Tax of the Member pursuant to resolutions adopted by the Board of Directors of Member.

IN WITNESS WHEREOF, the parties to this Agreement have caused these presents to be executed by each party hereto as the respective act, deed and agreement of each of said parties, as of the date first written above.


R. R. DONNELLEY & SONS
COMPANY

By: 
Janet M. Halpin
Treasurer

TOPS PRODUCTS, LLC

By: 
Janet M. Halpin
Treasurer

VON HOFFMANN HOLDINGS LLC

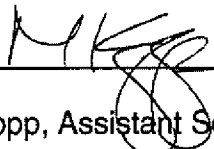
By: 
Janet M. Halpin
Treasurer

ASSISTANT SECRETARY'S CERTIFICATE

I, Maureen Kopp, Assistant Secretary of R. R. Donnelley & Sons Company, a Delaware corporation (the "Company"), do hereby certify pursuant to Section 251(f) of the General Corporation Law of the State of Delaware, that a vote of stockholders of the Company was not required to approve the Agreement of Merger by and among the Company and each of Von Hoffmann Holdings LLC, a Delaware limited liability company and TOPS Products, LLC, a Delaware limited liability company.

IN WITNESS WHEREOF, I have hereunto set my hand this 18th day of December, 2014.

R. R. DONNELLEY & SONS COMPANY

By:  _____
Maureen Kopp, Assistant Secretary