

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
------------------	----------------

NATURE OF CONVEYANCE:	MERGER
-----------------------	--------

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
International Envelope Company		12/28/2000	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	Mail-Well I Corporation
Street Address:	8310 S. Valley Highway
Internal Address:	Suite 400
City:	Englewood
State/Country:	COLORADO
Postal Code:	80112
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1		
Property Type	Number	Word Mark
Registration Number:	1825107	FLAP-STIK

CORRESPONDENCE DATA	
Fax Number:	(303)333-1470
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	303-333-3010
Email:	lkramer@patnet.com
Correspondent Name:	Leslie P. Kramer
Address Line 1:	3010 East 6th Avenue
Address Line 4:	Denver, COLORADO 80206

ATTORNEY DOCKET NUMBER:	9112/36
-------------------------	---------

NAME OF SUBMITTER:	Leslie P. Kramer
--------------------	------------------

Total Attachments: 3
source=IEC cert merger#page1.tif
source=IEC page 2#page1.tif
source=IEC page 3#page1.tif

CH \$40.00 1825107

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, 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:

"INTERNATIONAL ENVELOPE COMPANY", A DELAWARE CORPORATION, WITH AND INTO "MAIL-WELL I CORPORATION" UNDER THE NAME OF "MAIL-WELL I CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2000, AT 3:02 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE FIRST DAY OF JANUARY, A.D. 2001.

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



2361607 8100M

010001603


Edward J. Freel, Secretary of State

AUTHENTICATION: 0890958

DATE: 01-03-01

TRADEMARK
REEL: 002744 FRAME: 0460

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

INTERNATIONAL ENVELOPE COMPANY
a Delaware corporation

INTO

MAIL-WELL I CORPORATION
a Delaware corporation

Mail-Well I Corporation, a corporation organized and existing under the laws of Delaware,

DOES HEREBY CERTIFY:

FIRST: That this corporation was incorporated on the 30th day of November, 1993, pursuant to the General Corporation laws of the State of Delaware.

SECOND: That this corporation owns 100 percent of the outstanding shares of the stock of International Envelope Company, a corporation incorporated on the 15th day of May, 1981, under the laws of the State of Delaware.

THIRD: That Mail-Well I Corporation, by the following resolutions of its Board of Directors, duly adopted on the 27th day of December, 2000, determined to merge into itself said International Envelope Company, effective January 1, 2001:

WHEREAS, this Corporation now owns 100 percent of the outstanding shares of stock of International Envelope Company ("IEC"), a corporation organized under the laws of the State of Delaware; and

WHEREAS, it is deemed advisable that IEC merge with this Corporation, pursuant to the terms of the Agreement and Plan of Merger attached hereto as Exhibit A (the "Plan") in order that all the estate, property, rights, privileges, and franchises of said Company shall vest in and be possessed by this Corporation; and


RESOLVED, that IEC be merged into this Corporation, and that this Corporation assumes all its obligations; and

FURTHER RESOLVED, that any officer of the Corporation be, and hereby is, authorized and directed for and on behalf of the Corporation to do all things necessary and to execute, acknowledge, deliver, file or publish all documents deemed necessary or appropriate to accomplish these resolutions and the transactions contemplated by the Plan, described or referred to directly or indirectly therein.

FURTHER RESOLVED, that any and all lawful actions taken heretofore by an officer or director of the Corporation in connection with the Plan, as well as any and all lawful actions taken by said persons as individuals, acting for the Corporation, are hereby ratified, approved and confirmed by the Corporation as though said individuals had at such time full power and authority to act for the Corporation and in the same manner as if each and every act had been done pursuant to the specific authorization of the Corporation.

FOURTH: Anything herein or elsewhere to the contrary notwithstanding, this merger may be amended or terminated and abandoned by the Board of Directors of Mail-Well I Corporation at any time prior to the date of filing of the merger with the Secretary of State.

IN WITNESS WHEREOF, said Mail-Well I Corporation has caused this Certificate to be signed by Roger Wertheimer, its Vice President-General Counsel and Secretary, this 28th day of December, 2000.



Roger Wertheimer