

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
Sherwood Industries Inc.		06/15/2000	CORPORATION: CONNECTICUT

RECEIVING PARTY DATA

Name:	Sweetheart Cup Company Inc.
Street Address:	1700 Old Deerfield Road
City:	Highland Park
State/Country:	ILLINOIS
Postal Code:	60035
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	856823	SHERRI
Registration Number:	956309	SHERRI S

CORRESPONDENCE DATA

Fax Number: (312)554-3301
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 312-554-3300
 Email: Docket@wwrfirm.com
 Correspondent Name: Linda A. Kuczma
 Address Line 1: 311 South Wacker Drive, Floor 53
 Address Line 4: Chicago, ILLINOIS 60606

ATTORNEY DOCKET NUMBER:	3177 W 479
NAME OF SUBMITTER:	Linda A. Kuczma

Total Attachments: 6
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 source=Sherwood to Sweetheart Cup#page2.tif
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CH 856823 \$65.00

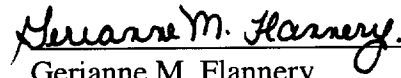
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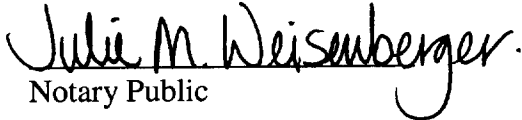
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VERIFICATION/CERTIFICATION

I HEREBY VERIFY AND CERTIFY that the attached copy is a true and accurate copy of the Certificate of Merger of Sherwood Industries, Inc. and Sweetheart Cup Company Inc. filed with the Delaware Secretary of State on June 15, 2000. I certify that I have seen the original document, and I personally made the copy.


Gerianne M. Flannery

SUBSCRIBED AND SWORN TO BEFORE ME
THIS 25TH DAY OF MARCH, 2004.


Notary Public

(SEAL)

197285



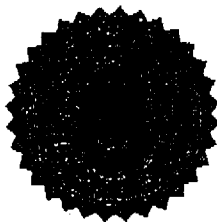
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, 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:

"SHERWOOD INDUSTRIES, INC.", A CONNECTICUT CORPORATION,
WITH AND INTO "SWEETHEART CUP COMPANY INC." UNDER THE NAME
OF "SWEETHEART CUP COMPANY INC.", A CORPORATION ORGANIZED AND
EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED
AND FILED IN THIS OFFICE THE FIFTEENTH DAY OF JUNE, A.D. 2000,
AT 9 O'CLOCK A.M.



0920662 8100M

040187696

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2986621

DATE: 03-12-04

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CERTIFICATE OF OWNERSHIP AND MERGER
OF
SHERWOOD INDUSTRIES, INC.
(a Connecticut corporation)
AND
SWEETHEART CUP COMPANY INC.
(a Delaware corporation)

It is hereby certified that:

1. Sweetheart Cup Company Inc. (the "Corporation") is a business corporation of the State of Delaware.
2. The Corporation is the owner of all of the outstanding shares of each class of stock of Sherwood Industries, Inc. ("Sherwood"), which is a business corporation of another jurisdiction.
3. The laws of the jurisdiction of organization of Sherwood permit the merger of a business corporation of that jurisdiction with a business corporation of another jurisdiction.
4. The Corporation hereby merges Sherwood into the Corporation.
5. The Corporation, by resolution of its Board of Directors, adopted as of May 8, 2000, attached as Exhibit A hereto, determined to, and effective upon the filing of this Certificate of Ownership and Merger with the Secretary of State of the State of Delaware, does hereby merge Sherwood into the Corporation and assume all of the obligations of Sherwood.
6. This Certificate of Ownership and Merger and the merger provided for herein shall be effective at, and not until, the time that this Certificate of Ownership and Merger shall have been filed with the Secretary of State of the State of Delaware.

[REMAINDER OF THIS PAGE INTENTIONALLY LEFT BLANK]

Executed on: June 5, 2000

SWEETHEART CUP COMPANY INC.

By: Thomas Ulean
Name: Thomas Ulean
Title: President

KL2-2026497.1

DE BC D-CERTIFICATE OF MERGER L/F P-D 09/982 (#343)

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EXHIBIT A

Merger of Sherwood Industries, Inc. into Sweetheart Cup Company Inc.

RESOLVED, that the merger of Sherwood Industries, Inc. ("Sherwood") with and into the Corporation, with the Corporation as the surviving corporation (the "Merger"), is hereby deemed to be in the best interest of the Corporation; and be it further

RESOLVED, that at the effective time of the Merger, Sherwood shall be merged with and into the Corporation, and the Corporation shall assume all of the obligations of Sherwood; and be it further

RESOLVED, that in connection with the Merger, the form, terms and provisions of the Plan of Merger set forth in the Certificate of Merger to be filed with the Secretary of State of the State of Connecticut, and the form, terms and provisions of the Certificate of Ownership and Merger to be filed with the Secretary of State of the State of Delaware (collectively, the "Merger Agreements"), in substantially the form respectively attached hereto as Exhibits A and B, hereby are authorized, approved and adopted, and the Authorized Officers of the Corporation are, and each of them, acting singly, hereby is, authorized, empowered and directed to execute, deliver and file such agreements, in the name and on behalf of the Corporation, substantially in such form with such changes therein as shall be approved by an Authorized Officer, such approval to be conclusively evidenced by such execution; and be it further

RESOLVED, that the Authorized Officers be, and each of them, acting singly, hereby is, authorized, empowered and directed to take all such further actions and to execute, deliver and file, or cause to be executed, delivered and filed, all such further documents, certificates and instruments as prescribed by the laws of the State of Delaware, by the laws of the State of Connecticut, and by the laws of any other appropriate jurisdiction, and as in his or her judgment is necessary, proper or advisable in connection with the Merger Agreements or to consummate the Merger; and be it further

RESOLVED, that the Authorized Officers be, and each of them, acting singly, hereby is, authorized, empowered and directed to take all such further action, for and on behalf of the Corporation, which such Authorized Officer, in his or her discretion, deems necessary, proper or advisable to carry out fully the foregoing resolutions and to effectuate the purposes and intent thereof; and be it further

RESOLVED, that all actions taken by any of the Authorized Officers or by any directors, employees or agents of the Corporation to date in furtherance of the transactions contemplated by the foregoing resolutions, be, and they hereby are, ratified, confirmed and adopted as the acts and deeds of the Corporation in all respects; and be it further

DE BC D-CERTIFICATE OF MERGER L/F F-D 09/983 (#543)

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RESOLVED, that the execution and delivery by the Authorized Officers of any paper or document, or the doing by them of any action, in connection with the foregoing matters shall conclusively establish their authority therefor from the Corporation and the approval and ratification by the Corporation and this Board of Directors of the papers and documents so executed and delivered and the actions so taken; and be it further

RESOLVED, that for the purposes of the foregoing resolutions, the "Authorized Officers" shall be the Chairman and Chief Executive Officer, President and Chief Operating Officer, the Chief Financial Officer, any Vice President, the Corporate Secretary and the Assistant Secretary, or the duly elected or appointed successor in office of any or all of them.

DE BC D-CERTIFICATE OF MERGER L/F P>D 09/984 (#543)

KLS-202647.1

RECORDED: 03/25/2004

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