

09-02-2003

Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Graphic Packaging International, Inc.

- Individual(s)
- General Partnership
- Corporation-State Delaware
- Other _____
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Merger and Change of Name
- Merger
- Change of Name

Execution Date: August 8, 2003

2. Name and address of receiving party(ies)

Name: Graphic Packaging International, Inc.

Internal

Address: _____

Street Address: 814 Livingston Court

City: Marietta State: GA Zip: 30067

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Delaware
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

OFFICE OF PUBLIC RECORDS
2003 AUG 27 AM 9:40
FINANCE SECTION

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) (see attached
Rider 4.A. - List of Trademark
Application Numbers)

Additional number(s) attached Yes No

B. Trademark Registration No.(s) (see attached
Rider 4.B. - List of Trademark
Registration Numbers)

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Christopher J. Andrew

Internal Address: Debevoise & Plimpton

Street Address: 919 Third Avenue

City: New York State: NY Zip: 10022

6. Total number of applications and registrations involved: 85

7. Total fee (37 CFR 3.41).....\$ 2,140.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Christopher J. Andrew

Name of Person Signing

Signature

August 27, 2003

Date

Total number of pages including cover sheet, attachments, and document: 9

08/29/2003 6TOM11 00000149 75913579 Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

01 FC:8521 40.00 OP
02 FC:8522 2100.00 OP

TRADEMARK
REEL: 002811 FRAME: 0559

Rider 1. – Additional name of conveying party:

Riverwood International Corporation

a Delaware corporation.

Rider 4. A. – List of Trademark Application Numbers:

From Graphic Packaging International, Inc.:

| | | |
|----|---------------------|-----------|
| 1. | MICRO RITE & Design | 75/913579 |
|----|---------------------|-----------|

From Riverwood International Corporation:

| | | |
|----|--------------------|-----------|
| 2. | BIG FRIDGE | 76/495721 |
| 3. | WE PACKAGE RESULTS | 76/495474 |
| 4. | PANTRY PACK | 76/455946 |

Rider 4. B. – List of Trademark Registration Numbers:

From Graphic Packaging International, Inc.:

| | | |
|-----|-------------------------------|---------|
| 5. | ALPINE | 374658 |
| 6. | ALPINE | 2406427 |
| 7. | COMPOSIGARD | 2166073 |
| 8. | COMPOSIPAC | 1917909 |
| 9. | D-MET | 1297540 |
| 10. | E-COTE | 2182579 |
| 11. | E-COTE PLUS | 2130904 |
| 12. | FLIP-N-DIP | 681314 |
| 13. | FRESH CATCH | 2616500 |
| 14. | FRESH CUTS | 2569190 |
| 15. | FRESHGARD | 1121443 |
| 16. | FRESH-GARD | 749432 |
| 17. | GRAFIPAK | 1279221 |
| 18. | GRAPHIC PACKAGING CORPORATION | 1275638 |
| 19. | GRAPHIC PACKAGING CORPORATION | 2578005 |
| 20. | KANT LEEK | 525820 |
| 21. | KOLD LOK | 1012922 |
| 22. | KOLD LOK & Design | 1234571 |

| | | |
|-----|-----------------------|-----------|
| 23. | LINERPRO | 2273850 |
| 24. | LOC - ZIN | 606418 |
| 25. | LOXOL | 524760 |
| 26. | MARAVAC | 842260 |
| 27. | MICROFLEX | 1629116 |
| 28. | MICRO-RITE | 2058505 |
| 29. | MINNI-MITE | 785563 |
| 30. | MOISTITE | 1487557 |
| 31. | PACESETTER | 1789356 |
| 32. | PROCEFLEX | 2664499 |
| 33. | QWIK CHECK | 2145231 |
| 34. | QWIK CRISP | 1283374 |
| 35. | QWIK CRUST | 2110723 |
| 36. | QWIK WAVE | 2012325 |
| 37. | RCS 2000 | 2050869 |
| 38. | RIDG-WEB | 1520907 |
| 39. | SNOWFIBRE | 1379147 |
| 40. | SUNBEAM | 213054 |
| 41. | SUPER LINER | 1487242 |
| 42. | TITE (Stylized) | 413384 |
| 43. | TITE-PAK | 1939870 |
| 44. | TUX | 699623 |
| 45. | UNI/GLAZE STYLIZED | 852,104 |
| 46. | UNI/GLAZE II STYLIZED | 1,909,285 |
| 47. | UNI/GLOSS STYLIZED | 852,105 |
| 48. | UNI/GLOSS II STYLIZED | 1,904,969 |
| 49. | ZELCO | 781417 |
| 50. | ZIP SERV | 774313 |

From Riverwood International Corporation:

| | | |
|-----|-----------|---------|
| 51. | AQUA-KOTE | 1588828 |
| 52. | AQUAKRAFT | 974620 |
| 53. | ARR-O-LOK | 1385968 |

| | | |
|-----|---------------------------------|-----------|
| 54. | CHARGER | 1503611 |
| 55. | FRIDGE VENDOR | 2660613 |
| 56. | JAK-ET-PAK | 665361 |
| 57. | JAK-ET-PAK | 669129 |
| 58. | KRAFBRITE | 1437284 |
| 59. | KRAFKOTE | 901222 |
| 60. | KRAFTMASTER | 913556 |
| 61. | LOGO/DESIGN | 2,504,628 |
| 62. | MARKSMAN | 761783 |
| 63. | MARKSMAN | 761908 |
| 64. | MARKSMAN & DESIGN | 0945523 |
| 65. | MARKSMAN LIGHT-TITE & DESIGN | 829321 |
| 66. | MINNESOTA AUTOMATION AND DESIGN | 1407374 |
| 67. | NATURAL RENEWABLE RESOURCE | 1981355 |
| 68. | OMNI-KOTE | 2603786 |
| 69. | OMNIKRAFT | 645764 |
| 70. | PACKAGING THE GLOBE | 1836146 |
| 71. | PEARL-KOTE | 1244431 |
| 72. | QUIKFLEX | 2227312 |
| 73. | RADAR II | 2729691 |
| 74. | RIVERWOOD | 1834155 |
| 75. | ROAD RIDER | 838587 |
| 76. | RUFF RIDER | 948262 |
| 77. | RUFF-RIDER | 818923 |
| 78. | STAK-LOCK | 1982829 |
| 79. | SUS | 1257516 |
| 80. | TARGETEER | 1000096 |
| 81. | TARGETEER | 1385751 |
| 82. | TARGETEER & DESIGN | 1000099 |
| 83. | TWIN-STACK | 1816407 |
| 84. | VERTIPACK | 1926447 |
| 85. | Z-FLUTE | 2,521,295 |

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 MERGER, WHICH MERGES:

"GRAPHIC PACKAGING INTERNATIONAL, INC.", A DELAWARE CORPORATION,

WITH AND INTO "RIVERWOOD INTERNATIONAL CORPORATION" UNDER THE NAME OF "GRAPHIC PACKAGING INTERNATIONAL, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE EIGHTH DAY OF AUGUST, A.D. 2003, AT 10:10 O'CLOCK A.M.

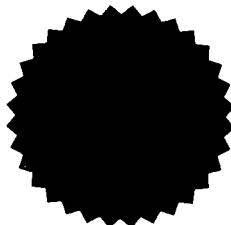
"Express Mail" mailing label No. EL 753117901 US

Date of Deposit August 27, 2003

I hereby certify that this paper or fee is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 C.F.R. 1.10 on the date indicated above and is addressed to Mail Stop Assignment Recordation Services, Director of the United States Patent and Trademark Office, P. O. Box 1450, Alexandria VA 22313-1450.

Beth Akers
(Typed or printed name of person mailing paper or fee)

Beth Akers
(Signature of person mailing paper or fee)



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

0860372 8100M

AUTHENTICATION: 2574119

030520539

DATE: 08-08-03

TRADEMARK
REEL: 002811 FRAME: 0564

CERTIFICATE OF MERGER
merging
GRAPHIC PACKAGING INTERNATIONAL, INC.

into

RIVERWOOD INTERNATIONAL CORPORATION

Pursuant to Section 251 of the General Corporation Law of the State of Delaware (the "DGCL"), Riverwood International Corporation, a Delaware corporation (the "Corporation"), hereby certifies the following information relating to the merger (the "Merger") of Graphic Packaging International, Inc., a Delaware corporation ("GPII"), with and into the Corporation:

1. The names and jurisdictions of incorporation of each of the corporations constituent to the Merger are as follows:

| <u>Name</u> | <u>Jurisdiction</u> |
|---------------------------------------|---------------------|
| Riverwood International Corporation | Delaware |
| Graphic Packaging International, Inc. | Delaware |

2. An Agreement and Plan of Merger, dated as of August 8, 2003, between the Corporation and GPII (the "Merger Agreement"), was entered into by the constituent companies and has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 251 of the DGCL.
3. The surviving corporation is Riverwood International Corporation, which will continue its existence as said surviving corporation under the name Graphic Packaging International, Inc. upon the effective date of the Merger pursuant to the provisions of the laws of the State of Delaware.
4. Article FIRST of the Certificate of Incorporation of the Corporation shall be amended to read as follows:

The name of the Corporation is Graphic Packaging International, Inc.
5. The Merger shall be effective upon filing of this Certificate of Merger.

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6. The executed Merger Agreement is on file at the principal place of business of the Corporation, which is located at 814 Livingston Court, Marietta, Georgia 30067.

7. A copy of the Merger Agreement will be furnished by the Corporation, on request and without cost, to any stockholder of the Corporation or any person holding an interest in GPII.

[Remainder of this page intentionally left blank.]

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IN WITNESS WHEREOF, this Certificate of Merger has been duly executed as of the 8th day of August, 2003, and is being filed in accordance with Section 103 of the DGCL by an authorized officer of the Corporation.

RIVERWOOD INTERNATIONAL
CORPORATION

By: /s/ Edward W. Stroetz, Jr.
Name: Edward W. Stroetz, Jr.
Title: Secretary

"Express Mail" mailing label No. EL 753117901 US
Date of Deposit August 27, 2003

I hereby certify that this paper or fee is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 C.F.R. 1.10 on the date indicated above and is addressed to Mail Stop Assignment Recordation Services, Director of the United States Patent and Trademark Office, P. O. Box 1450, Alexandria VA 22313-1450.

Beth Akers
(Typed or printed name of person mailing paper or fee)

Beth Akers
(Signature of person mailing paper or fee)