

04-05-2002



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

1. Name of conveying party(ies):

Riverwood International Corporation (DE Corporation)

4-5-02

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

3. Nature of conveyance:

☐ Assignment☐ Merger☐ Security Agreement☐ Change of Name☒ Other Document Recorded at Reel 12243 Frame 0374
Contained an Error in Patent No. 5,982,733; Security
Agreement Re-Recorded to Correct Error on Stated Reel/Frame.Execution Date: August 27, 2001

2. Name and address of receiving party(ies):

Name: The Chase Manhattan Bank, as Administrative Agent

Internal Address: _____

Street Address: P.O. Box 2558City: Houston State: TX ZIP: 77252Additional name(s) & addresses attached? ☐ Yes ☒ No

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

If this document is being filed together with a new application, the execution date of the application is: _____

A. Patent Application No.(s)

B. Patent No.(s)

5,992,733Additional numbers attached? ☐ Yes ☒ No

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

Name: Alison Winick, Esq.Internal Address: Simpson Thacher & BartlettStreet Address: 425 Lexington AvenueCity: New York State: NY ZIP: 10017

6. Total number of applications and patents involved: _____

1

7. Total fee (37 CFR 3.41): \$40.00

☐ Enclosed☒ Authorized to be charged to credit card

8. Deposit account number: _____

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9. Signature.

Alison Winick, Esq.
Name of Person Signing[Signature]
Signature4-4-02
Date

Total number of pages including cover sheet, attachments, and documents: 28

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A. Patent Application No.(s) See Attached Schedule A

B. Patent No.(s) See Attached Schedule A.

Additional numbers attached? ☐ Yes ☒ No

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

Name: Robyn Greenberg, Esq.

Internal Address: Simpson Thacher & Bartlett

Street Address: 425 Lexington Avenue

City: New York State: New York ZIP: 10017

6. Total number of applications and patents involved: _____

362

7. Total fee (37 CFR 3.41): \$ 14,480.00

☒ Enclosed☐ Authorized to be charged to deposit account

8. Deposit account number: _____

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9. Statement and signature.

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Robyn Greenberg, Esq.

Name of Person Signing

Signature

Date

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NOTICE AND CONFIRMATION OF GRANT OF
SECURITY INTEREST IN PATENT RIGHTS

THIS NOTICE OF GRANT OF SECURITY INTEREST IN PATENT RIGHTS ("Agreement"), dated as of August 21, 2001 is made by Riverwood International Corporation, a Delaware corporation (the "Borrower"), in favor of The Chase Manhattan Bank, a New York banking corporation, as Administrative Agent (the "Agent") for the several banks and other financial institutions (the "Lenders"), parties to the Amended and Restated Credit Agreement, dated as of August 10, 2001 (as amended, supplemented or otherwise modified from time to time, the "Credit Agreement"), among the Borrower, the Lenders, the Agent, and Bankers Trust Company, as Syndication Agent.

W I T N E S S E T H:

WHEREAS, pursuant to the Credit Agreement, the Lenders have severally agreed to make Loans and other extensions of credit to the Borrower upon the terms and subject to the conditions set forth therein; and

WHEREAS, in connection with the Credit Agreement, Riverwood Holding, Inc., RIC Holding, Inc., the Borrower and certain of its subsidiaries executed and delivered a Guarantee and Collateral Agreement, dated as of August 10, 2001, in favor of Agent (together with all amendments and modifications, if any, from time to time thereafter made thereto, the "Guarantee and Collateral Agreement");

WHEREAS, pursuant to the Guarantee and Collateral Agreement, the Borrower granted to the Agent for the ratable benefit of the Agent and the Lenders a security interest in its Intellectual Property, including Patents; and

WHEREAS, the Borrower has duly authorized the execution, delivery and performance of this Agreement;

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, and in order to induce the Lenders to make Loans and other financial accommodations to the Borrower pursuant to the Credit Agreement, the Borrower agrees, for the benefit of the Agent and the Lenders, as follows:

SECTION 1. Definitions. Unless otherwise defined herein or the context otherwise requires, terms used in this Agreement, including its preamble and recitals, have the meanings provided or provided by reference in the Credit Agreement and the Guarantee and Collateral Agreement.

SECTION 2. Grant of Security Interest. This Agreement evidences and confirms the grant by the Borrower of a security interest in its Patents (including, without limitation, those items listed on Schedule A hereto), to the Agent for the ratable benefit of the Agent and the Lenders to secure payment, performance and observance of the Obligations.

SECTION 3. Purpose. This Agreement has been executed and delivered by the Borrower for the purpose of recording the security interest granted pursuant to the Guarantee and Collateral Agreement with the United States Patent and Trademark Office. This Agreement is expressly subject to the terms and conditions of the Guarantee and Collateral Agreement. The Guarantee and Collateral Agreement (and all rights and remedies of the Lenders thereunder) shall remain in full force and effect in accordance with its terms.

SECTION 4. Acknowledgment. The Borrower does hereby further acknowledge and affirm that the rights and remedies of the Lenders with respect to the security interest in the Patents granted hereby are more fully set forth in the Credit Agreement and the Guarantee and Collateral Agreement, the terms and provisions of which (including the remedies provided for therein) are incorporated by reference herein as if fully set forth herein.

SECTION 5. Counterparts. This Agreement may be executed in counterparts, each of which will be deemed an original, but all of which together constitute one and the same original.

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

RIVERWOOD INTERNATIONAL CORPORATION

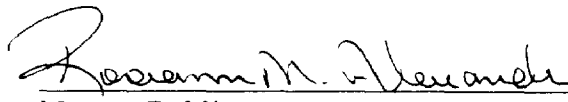
By: 
Name: **Edward W. Stroetz, Jr.**
Title: **Secretary**

THE CHASE MANHATTAN BANK,
as Administrative Agent for the Lenders

By: _____
Name: _____
Title: _____

STATE OF **GEORGIA**)
) ss
COUNTY OF **COBB**)

On the 23rd day of August, 2001, before me personally came Edward W. Stroetz, Jr., who is personally known to me to be the Corporate Counsel and Secretary of Riverwood International Corporation, a Delaware corporation; who, being duly sworn, did depose and say that he is the Corporate Counsel and Secretary in such corporation, the corporation described in and which executed the foregoing instrument; that he executed and delivered said instrument pursuant to authority given by the Board of Directors of such corporation; and that he acknowledged said instrument to be the free act and deed of said corporation.


Notary Public

Notary Public, Cobb County, Georgia.
My Commission Expires September 20, 2002.

(PLACE STAMP AND SEAL ABOVE)

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

RIVERWOOD INTERNATIONAL CORPORATION

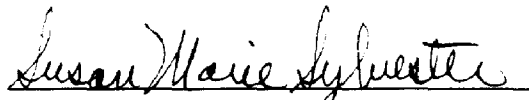
By: _____
Name:
Title:

THE CHASE MANHATTAN BANK,
as Administrative Agent for the Lenders

By: 
Name:
Title: William J. Caggiano
Managing Director

STATE OF NY)
) ss
COUNTY OF NY)

On the 27th day of August, 2001, before me personally came William J. Caggiano, who is personally known to me to be the Managing Director of The Chase Manhattan Bank, a New York banking corporation; who, being duly sworn, did depose and say that he is the Managing Director in such corporation, the corporation described in and which executed the foregoing instrument; that he executed and delivered said instrument pursuant to authority given by the Board of Directors of such corporation; and that he acknowledged said instrument to be the free act and deed of said corporation.



Notary Public SUSAN MARIE SYLVESTER
NOTARY PUBLIC, State of New York
No. 01SY6051743
Qualified in Kings County
Certificate Filed in New York County
Commission Expires December 4, 2002

(PLACE STAMP AND SEAL ABOVE)

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249230	4811894	1988-09-23	1989-03-14
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