

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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

NATURE OF CONVEYANCE:	Notice of Grant of Security Interest
------------------------------	--------------------------------------

CONVEYING PARTY DATA	
Name	Execution Date
NICE-PAK PRODUCTS, INC.	06/22/2004

RECEIVING PARTY DATA	
Name:	Bank of America, N.A., as Administrative Agent
Street Address:	231 South LaSalle Street, Mail Code: IL 1-231-08-30
Internal Address:	Remberto Marquez, Agency Officer
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60697

PROPERTY NUMBERS Total: 11	
Property Type	Number
Patent Number:	D475232
Patent Number:	6610966
Patent Number:	5940935
Patent Number:	6499626
Patent Number:	6431360
Patent Number:	5647506
Patent Number:	5542568
Patent Number:	5542567
Application Number:	10618332
Application Number:	10301249
Application Number:	08975441

CORRESPONDENCE DATA	
Fax Number:	(919)416-8339
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	

OP \$440.00 D475232

Phone: (919) 286-8049
Email: PTO_TMconfirmation@mvalaw.com
Correspondent Name: Moore & Van Allen PLLC
Address Line 1: 2200 W. Main Street, Suite 800
Address Line 4: Durham, NORTH CAROLINA 27705

NAME OF SUBMITTER:

John E. Slaughter, III

Total Attachments: 4

source=NGSI-P Nice-Pak Products (017625.2690)#page1.tif
source=NGSI-P Nice-Pak Products (017625.2690)#page2.tif
source=NGSI-P Nice-Pak Products (017625.2690)#page3.tif
source=NGSI-P Nice-Pak Products (017625.2690)#page4.tif

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
PATENTS

United States Patent and Trademark Office

Ladies and Gentlemen:

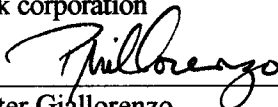
Please be advised that pursuant to the Security Agreement (as the same may be amended, modified, extended or restated from time to time, the "Security Agreement") dated as of June 22, 2004 among the Grantors party thereto (each a "Grantor" and collectively, the "Grantors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the holders of the Secured Obligations referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon the patents and patent applications set forth on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations.

The undersigned Grantor and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the patents and patent applications set forth on Schedule 1 attached hereto (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any patent or patent application.

[Signature Pages Follow]

Very truly yours,

NICE-PAK PRODUCTS, INC.,
a New York corporation

By: 
Name: Peter Giallorenzo
Title: Chief Financial Officer

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: _____
Name: Michael Brashler
Title: Vice President

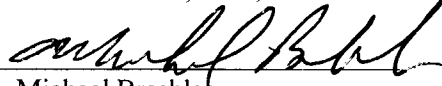
Very truly yours,

NICE-PAK PRODUCTS, INC.,
a New York corporation

By: _____
Name: Peter Giallorenzo
Title: Chief Financial Officer

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: 
Name: Michael Brashler
Title: Vice President

Schedule 1

Nice-Pak Products, Inc.
(New York Corporation)

U.S. Patents

Issued Patents

Description	Patent No.	Issued
WALL-MOUNTED CANISTER	D475232	06/03/03
HOLDER FOR A DISPENSER PACKAGE	6610966	08/26/03
HINGE CONNECTION	5940935	08/24/99
DISPENSER FOR ARTICLES	6499626	12/31/02
HOLDER FOR A DISPENSER PACKAGE	6431360	08/13/02
READILY OPENABLE POP-UP DISPENSER FOR MOIST TISSUES	5647506	07/15/97
MOIST TISSUE PACKAGE CONSTRUCTION AND TISSUE	5542568	08/06/96
MOIST TISSUE PACKAGE CONSTRUCTION AND TISSUE	5542567	08/06/96

Pending Applications

Description	Appl. No.	Filing Date
HOLDER FOR A DISPENSER PACKAGE	10618332	07/11/03
NON-PLANAR DISPENSER FOR ARTICLES	10301249	11/21/02
MULTI-STATION SEALING SYSTEM AND METHOD THEREFOR	08975441	