

11-18-2002

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)



U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

102282915

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

1. Name of conveying party(ies):

Courtesy Corporation

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State, Other Illinois

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

3. Nature of conveyance:

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

Execution Date: October 24, 2002

2. Name and address of receiving party(ies)

Name: Wachovia Bank, National Association

Internal Address: Charlotte Plaza Building CP-06

Street Address: 201 S. College Street

City: Charlotte State: NC Zip: 28288-0735

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State, Other National Association

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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,377,576 1,377,577 1,379,569

1,422,876 1,703,728

Additional number(s) attached Yes No

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

Name: Kimberly E. Zirkle, Paralegal

Internal Address: Robinson, Bradshaw & Hinson

Street Address: 101 N. Tryon Street

Suite 1900

City: Charlotte State: NC Zip: 28246

6. Total number of applications and registrations involved: 5

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

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

500327

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Kimberly E. Zirkle, Paralegal

Name of Person Signing

Signature

November 4, 2002

Date

11/15/2002 WUPELLER 00000244 1377576

Total number of pages including cover sheet, attachments, and documents: 3

01 FC:0521 02 FC:0522

40.00 OP 100.00 OP

Mail documents to be recorded with required cover sheet information to: Commissioner of Patents & Trademarks, Box Assignments Washington, D.C. 20231

796822 15699.00013

TRADEMARK REEL: 2618 FRAME: 0772

**GRANT OF SECURITY INTEREST
IN TRADEMARKS**

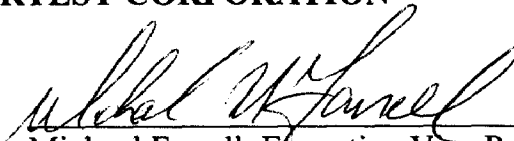
WHEREAS, Courtesy Corporation (the "Pledgor") is the owner of the trademarks and service marks listed on Schedule A attached hereto, which marks are registered or have pending registrations in the United States Patent and Trademark Office as set forth on **Schedule A** attached hereto (all such trademarks, service marks, registrations and applications, collectively, the "Trademarks"); and

WHEREAS, the Pledgor has entered into a Pledge and Security Agreement (as amended, modified, restated or supplemented from time to time, the "Security Agreement"), dated as of October 24, 2002, in which the Pledgor has agreed with Wachovia Bank, National Association, as Administrative Agent (the "Administrative Agent"), with offices at **Charlotte Plaza Building CP-06, 201 South College Street, Charlotte, North Carolina 28288-0735**, to execute this Grant of Security Interest;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, as security for the payment and performance of the Secured Obligations (as defined in the Security Agreement), the Pledgor does hereby grant to the Administrative Agent a security interest in all of its right, title and interest in and to the Trademarks, and the use thereof, together with all proceeds and products thereof and the goodwill of the businesses symbolized by the Trademarks. This Grant of Security Interest has been given in conjunction with the security interest granted to the Administrative Agent under the Security Agreement, and the provisions of this Grant of Security Interest are without prejudice to and in addition to the provisions of the Security Agreement, which are incorporated herein by this reference.

COURTESY CORPORATION

By:



Michael Farrell, Executive Vice President
and Secretary

Schedule A

Trademarks

<u>Country</u>	<u>Trademark Reg. No.</u>	<u>Registration Date</u>	<u>Mark</u>
U.S.	1,377,576	January 7, 1986	CMT & Design
U.S.	1,377,577	January 7, 1986	Courtesy
U.S.	1,379,569	January 21, 1986	CP & Design
U.S.	1,422,876	December 30, 1986	Shear-Pak
U.S.	1,703,728	July 28, 1992	C Logo

Trademark Applications

<u>Countries</u>	<u>Mark</u>
Australia	CREATIVE PACKAGING