

05-08-2003

Joseph Choi

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Form PTO-1594
1-31-92

U.S. DEPARTMENT OF COMMERCE
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): **5.5.03**
Silgan Tubes Corporation

Individuals Association
 General Partnership - Limited Partnership
 Corporation-State - **Delaware**
 Other

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

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

Name: Deutsche Bank Trust Company Americas
 Internal Address: _____
 Street Address: 31 West 52nd Street
 City: New York State: NY ZIP: 10019

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation- _____
 Other Collateral Agent

MAY 5 2003

3. Nature of conveyance:

Assignment Merger
 Security Interest Change of Name
 Other _____

Execution Date: January 15, 2003

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)

Additional numbers attached? Yes No

Trademark Registration No.(s)
1679067
2427293
2654394

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Meredith Schorr
 Internal Address: c/o White & Case

Street Address: 1155 Avenue of the Americas
 City: New York State: NY ZIP: 10036

6. Total number of applications and registration involved: 3

7. Total fee (37 CFR 3.41): \$ 90.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
23-1705 (in event of deficiency)

(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.

Meredith Schorr 5/5/2003

Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 1

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

~~Commissioner of Patents and Trademarks
 Box Assignments
 Washington, D.C. 20231~~

Mail Stop Assignment Recordation Services
 Director of the US Patent and Trademark Office
 PO Box 1450
 Alexandria, VA 22313-1450

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

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01 FC:0521 40.00 CH
 02 FC:0522 50.00 CH

4/15/2003 11:37 AM (2K)
 NEWYORK 873521
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TRADEMARK
REEL: 002727 FRAME: 0940

**GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, Silgan Tubes Corporation, a Delaware corporation (the "Grantor") with principal offices at 14515 N. Outer Forty, Chesterfield, MO 63017, hereby assigns and grants to DEUTSCHE BANK TRUST COMPANY AMERICAS, as Collateral Agent, with principal offices at 31 West 52nd Street, New York, New York 10019 (the "Grantee"), a security interest in (i) all of the Grantor's right, title and interest in and to the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the satisfactory performance and payment of all the Obligations of the Grantor, as such term is defined in the US Security Agreement among the grantors from time to time party thereto and the Grantee, dated as of June 28, 2002 (as amended from time to time, the "Security Agreement") to which the Grantor has become a party pursuant to that certain Subsidiary Assumption Agreement dated as of January 15, 2003. Upon the occurrence of the Termination Date (as defined in the Security Agreement), the Grantee shall execute, acknowledge, and deliver to the Grantor an instrument in writing releasing the security interest in the Marks acquired under this Grant.

This Grant has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the

15th day of January, 2003.

SILGAN TUBES CORPORATION, Grantor

By: Frank W. Hogan

Name: Frank W. Hogan, III

Title: Vice President, General Counsel and Secretary

DEUTSCHE BANK TRUST COMPANY
AMERICAS, as Collateral Agent and Grantee

By: _____

Name:

Title:

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the
15th day of January, 2003.

SILGAN TUBES CORPORATION, Grantor

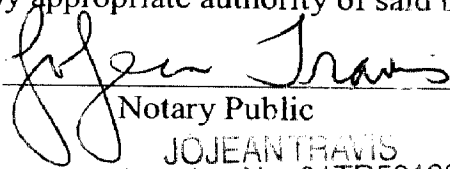
By: Frank W. Hogan, III
Name: Frank W. Hogan, III
Title: Vice President, General Counsel and Secretary

DEUTSCHE BANK TRUST COMPANY
AMERICAS, as Collateral Agent and Grantee

By: Mary Kay Coyle
Name: Mary Kay Coyle
Title: **Mary Kay Coyle**
Managing Director

STATE OF New York
COUNTY OF New York) ss:

On this 28th day of April, 2003, before me personally came Mary Kay Coyle who she, being by me duly sworn, did state as follows: that she is a Managing Director of DEUTSCHE BANK TRUST COMPANY AMERICAS, that she is authorized to execute the foregoing Grant on behalf of said bank and that she did so by appropriate authority of said bank.



Notary Public
JOJEAN TRAVIS
Registration No. 01TR5013241
New York County
July 15, 2003

STATE OF Connecticut
COUNTY OF Fairfield ss.:

On this 3rd day of March, 2003, before me personally came Frank W. Hogan, III who, being by me duly sworn, did state as follows: that he is the Vice President, General Counsel and Secretary of Silgan Tubes Corporation, that he is authorized to execute the foregoing Grant on behalf of said Silgan Tubes Corporation and that he did so by authority of the Board of Directors of said Silgan Tubes Corporation.

Barbara Gilleski
Notary Public
Barbara Gilleski

Schedule A

MARK	REG. NO.	REG. DATE
Thatcher Tubes	1,679,067	March 10, 1992
Smart-Seal	2,427,293	February 6, 2001
Thatcher Tubes	2,654,394	November 26, 2002