

3/22/04

03-26-2004

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



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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): Creative Packaging Corp.

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

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

2. Name and address of receiving party(ies)

Name: Wachovia Bank, National Association Internal Address: One Wachovia Center

Street Address: 301 South College Street City: Charlotte State: NC Zip: 28288

- 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

3. Nature of conveyance:

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

Execution Date: March 22, 2004

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,515,409 1,651,504 2,295,164

Additional number(s) attached Yes No

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

Name: Heather M. Philips, Paralegal

Internal Address:

Robinson, Bradshaw & Hinson, P.A.

Street Address: 101 N. Tryon Street, Suite 1900

City: Charlotte State: NC Zip: 28246

6. Total number of applications and registrations involved: 3

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

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

500327

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

03/26/2004 6TON11 00000025 1515409

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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.

Heather M. Philips, Paralegal

Handwritten signature of Heather M. Philips

March 22, 2004

Name of Person Signing

Signature

Date

5

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

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

C-868139v01_15699.00015

TRADEMARK REEL: 002935 FRAME: 0763

**GRANT OF SECURITY INTEREST
IN PATENTS AND TRADEMARKS**


WHEREAS, Creative Packaging Corp. (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 is the owner of the patents listed on Schedule A attached hereto, which patents are registered or have pending applications in the United States Patent and Trademark Office as set forth on Schedule A attached hereto (all such patents, registrations and applications, collectively, the "Patents"); 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 March 22, 2004, in which the Pledgor has agreed with Wachovia Bank, National Association, as Administrative Agent (the "Administrative Agent"), with offices at One Wachovia Center, 301 South College Street, Charlotte, North Carolina 28288-0755, 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 Patents, and the use thereof, together with all proceeds and products thereof and the goodwill of the businesses symbolized by the Trademarks and the Patents. 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.

CREATIVE PACKAGING CORP.

By:



Gregory R. Conley,
Vice President, CFO and Assistant Secretary

Schedule A

TRADEMARKS AND TRADEMARK APPLICATIONS

<u>Pledgor</u>	<u>Mark</u>	<u>Application or Registration No.</u>	<u>Country</u>	<u>Issue or Filing Date</u>
Creative Packaging Corp.	CP (and Design)	1,515,409	USA	12/06/88
Creative Packaging Corp.	TILT-TOP	1,651,504	USA	07/23/91
Creative Packaging Corp.	CREATIVE PACKAGING	2,295,164	USA	11/30/99

PATENTS AND PATENT APPLICATIONS

<u>Pledgor</u>	<u>Application or Registration No.</u>	<u>Country</u>	<u>Inventor</u>	<u>Issue or Filing Date</u>
Creative Packaging Corp.	4,567,995	USA	Walter J. Kreiseder Allen J. Vogel	02/04/86
Creative Packaging Corp.	4,598,837	USA	Walter J. Kreiseder Allen J. Vogel	07/08/86
Creative Packaging Corp.	4,706,835	USA	Walter J. Kreiseder	11/17/97
Creative Packaging Corp.	4,709,830	USA	Walter J. Kreiseder	12/01/87
Creative Packaging Corp.	4,793,501	USA	James M. Beck	12/27/88
Creative Packaging Corp.	4,793,502	USA	James M. Beck	12/27/88
Creative Packaging Corp.	4,848,612	USA	James M. Beck	07/18/99
Creative Packaging Corp.	4,927,065	USA	James M. Beck	05/22/90
Creative Packaging Corp.	4,967,941	USA	James M. Beck	11/06/90
Creative Packaging Corp.	4,984,716	USA	James M. Beck	01/15/91
Creative Packaging Corp.	5,007,555	USA	James M. Beck	04/16/91
Creative Packaging Corp.	5,016,787	USA	James M. Beck	05/21/91
Creative Packaging Corp.	5,129,531	USA	James M. Beck	07/14/92
Creative Packaging Corp.	5,197,634	USA	Terry E. Kubitz James M. Beck	03/30/93
Creative Packaging Corp.	5,215,204	USA	James M. Beck Terry E. Kubitz Alex Kutaj	06/01/93
Creative Packaging Corp.	5,215,220	USA	Walter J. Kreiseder Allen J. Vogel	06/01/93

Creative Packaging Corp.	5,219,100	USA	James M. Beck Terry E. Kubitz Alex Kutaj	06/15/93
Creative Packaging Corp.	5,282,540	USA	James M. Beck	02/01/94
Creative Packaging Corp.	5,297,688	USA	James M. Beck Terry E. Kubitz Alex Kutaj	03/29/94
Creative Packaging Corp.	5,328,063	USA	James M. Beck Terry E. Kubitz	07/12/94
Creative Packaging Corp.	5,511,679	USA	James M. Beck	04/30/96
Creative Packaging Corp.	5,743,444	USA	James M. Beck John Sekowski	04/28/98
Creative Packaging Corp.	5,829,611	USA	James M. Beck	11/03/98
Creative Packaging Corp.	5,842,592	USA	James M. Beck	12/01/98
Creative Packaging Corp.	5,971,182	USA	Gary Berge Thomas C. Stoneberg	10/26/99
Creative Packaging Corp.	5,996,859	USA	James M. Beck	12/07/99
Creative Packaging Corp.	6,024,256	USA	James M. Beck Thomas C. Stoneberg	02/15/00
Creative Packaging Corp.	6,116,477	USA	Walter J. Kreiseder Thomas C. Stoneberg Gary Berge	09/12/00
Creative Packaging Corp.	6,135,329	USA	Thomas C. Stoneberg Gary Berge Tom L. Wilcox	10/24/00
Creative Packaging Corp.	6,196,747	USA	Walter J. Kreiseder John A. Sekowski William C. Schmeisser	03/06/01
Creative Packaging Corp.	6,213,351	USA	Thomas C. Stoneberg	04/10/01
Creative Packaging Corp.	6,269,982	USA	Walter J. Kreiseder Thomas C. Stoneberg William C. Schmeisser	08/07/01
Creative Packaging Corp.	6,299,027	USA	Gary Berge Thomas C. Stoneberg	10/09/01
Creative Packaging Corp.	6,299,038	USA	William W. Schmeisser Thomas C. Stoneberg Gary Berge	10/09/01
Creative Packaging Corp.	6,338,425	USA	Gary Berge Thomas C. Stoneberg	01/15/02
Creative Packaging Corp.	D 306,701	USA	James M. Beck	03/20/90
Creative Packaging Corp.	D 319,588	USA	James M. Beck	09/03/91
Creative Packaging Corp.	D 323,461	USA	James M. Beck	01/28/92
Creative Packaging Corp.	D 323,462	USA	James M. Beck	01/28/92
Creative Packaging Corp.	D 324,175	USA	James M. Beck	02/25/92

Creative Packaging Corp.	D 419,069	USA	James M. Beck Thomas C. Stoneberg Gary Berge Terry Kubitz Thomas Tedeschi, Jr.	01/18/00
Creative Packaging Corp.	D 423,358	USA	Walter J. Kreiseder	04/25/00
Creative Packaging Corp.	D 424,442	USA	Walter J. Kreiseder	05/09/00
Creative Packaging Corp.	D 435,218	USA	Walter J. Kreiseder John A. Sekowski	12/19/00
Creative Packaging Corp.	D 435,793	USA	Walter J. Kreiseder	01/02/01
Creative Packaging Corp.	D 438,114	USA	Thomas C. Stoneberg	02/27/01
Creative Packaging Corp.	D 451,021	USA	Gary Berge Thomas C. Stoneberg	11/27/01