

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Assignment of Security Interest

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Fleet National Bank		06/03/2005	National Banking Association:

RECEIVING PARTY DATA

Name:	Deutsche Bank Trust Company Americas
Street Address:	222 S. Riverside Plaza
Internal Address:	MS CH105-2900
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60606
Entity Type:	Banking Corporation: NEW YORK

PROPERTY NUMBERS Total: 18

Property Type	Number	Word Mark
Registration Number:	1461931	
Registration Number:	2018559	
Registration Number:	2064130	
Registration Number:	2254218	ACCU-FLO
Registration Number:	2279910	CAMPUS WEST
Registration Number:	2224712	EM-PRESS
Registration Number:	2428649	LITE TOUCH
Registration Number:	1235737	PACKERWARE
Registration Number:	1406744	POLY-SEAL
Registration Number:	2302500	POUR IN THE PROFITS
Registration Number:	1282514	PS
Registration Number:	1618828	SECUR-A-TEAR
Registration Number:	2207385	SQROUND

OP \$465.00 1461931

Registration Number:	1416682	TAMPER-FRESH
Registration Number:	2501368	PESCOR PLASTICS
Registration Number:	2503518	PESCOR PLASTICS, INC.
Registration Number:	1153982	LPI
Registration Number:	1813752	LPI

CORRESPONDENCE DATA

Fax Number: (714)755-8290

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Email: ipdocket@lw.com

Correspondent Name: Latham & Watkins LLP

Address Line 1: 650 Town Center Drive

Address Line 2: Suite 2000

Address Line 4: Costa Mesa, CALIFORNIA 92626

NAME OF SUBMITTER:	Rhonda DeLeon
Signature:	/Rhonda DeLeon/
Date:	06/17/2005

Total Attachments: 9

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ASSIGNMENT AND ASSUMPTION

This Assignment and Assumption is entered into as of June 3, 2005, and reference is made to the Patent Security Interest Assignments, dated as of July 22, 2002, among Berry Plastics Corporation, a Delaware Corporation, Packerware Corporation, a Delaware corporation, Berry Iowa Corporation, a Delaware corporation, Berry Tri-Plas Corporation, a Delaware Corporation, Berry Sterling Corporation, a Delaware Corporation, Berry Plastics Design Corporation, a Delaware corporation, Venture Packaging, Inc., a Delaware corporation, Poly-Seal Corporation, a Delaware corporation, and Fleet National Bank, as Collateral Agent; the Patent Security Interest Assignment, dated as of November 20, 2003, among Landis Plastics, Inc. and Fleet National Bank, as Collateral Agent; the Trademark Security Interest Assignments, dated as of July 22, 2002, among Berry Plastics Corporation, a Delaware Corporation, Packerware Corporation, a Delaware corporation, Knight Plastics, Inc., a Delaware corporation, Pescor, Inc., a Delaware Corporation, Poly-Seal Corporation, a Delaware corporation, and Fleet National Bank, as Collateral Agent; and the Trademark Security Interest Assignment, dated as of November 20, 2003, among Landis Plastics, Inc. and Fleet National Bank, as Collateral Agent (collectively the “Intellectual Property Security Agreements”); the After-Acquired Intellectual Property Security Agreement, dated as of June 3, 2005, among Berry Plastics Corporation, Landis Plastics, Inc., and certain subsidiaries, and Fleet National Bank, as Collateral Agent (the “After-Acquired Security Agreement”).

Fleet National Bank (“Fleet”) hereby irrevocably sells and assigns to Deutsche Bank Trust Company Americas (“Deutsche”) without recourse, and Deutsche hereby irrevocably purchases and assumes from Fleet, as of the Effective Date (as defined below), the interest (the “Assigned Interest”) in and to Fleet’s rights and obligations under the Intellectual Property Security Agreements and the After-Acquired Security Agreement.

The effective date of this Assignment and Assumption shall be June 3, 2005, the date of execution by all parties (the “Effective Date”). Following the execution of this Assignment and Assumption, it will be delivered to the Administrative Agent for recording with the United States Patent and Trademark Office.

This Assignment and Assumption shall be governed by and construed in accordance with the laws of the State of New York.

IN WITNESS WHEREOF, the parties hereto have caused this Assignment and Assumption to be executed as of the date first above written by their respective duly authorized officers on Schedule 1 hereto.

DEUTSCHE BANK TRUST COMPANY AMERICAS,
as Assignee

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

By: Paul O'Leary
Name:
Title: **Paul O'Leary**
Vice President

Accepted:

DEUTSCHE BANK TRUST COMPANY AMERICAS,
as Administrative Agent

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

By: Paul O'Leary
Name:
Title: **Paul O'Leary**
Vice President

FLEET NATIONAL BANK,
as Assignor

By: _____
Name:
Title:

IN WITNESS WHEREOF, the parties hereto have caused this Assignment and Assumption to be executed as of the date first above written by their respective duly authorized officers on Schedule 1 hereto.

DEUTSCHE BANK TRUST COMPANY AMERICAS,
as Assignee

By: _____
Name:
Title:

By: _____
Name:
Title:

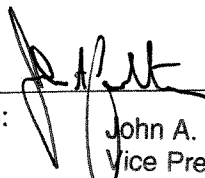
Accepted:

DEUTSCHE BANK TRUST COMPANY AMERICAS,
as Administrative Agent

By: _____
Name:
Title:

By: _____
Name:
Title:

FLEET NATIONAL BANK,
as Assignor

By:  _____
Name: John A. Fulton
Title: Vice President

SCHEDULE I
To
ASSIGNMENT AND ASSUMPTION

OFFICERS

Deutsche Bank Trust Company Americas

Mary Kay Coyle, Managing Director

Paul O'Leary, Vice President

Fleet National Bank

John A. Fulton, Vice President

SCHEDULE II
To
ASSIGNMENT AND ASSUMPTION

PATENTS




Registrant	Title	Application No. Filing Date	Patent No. Issue Date
Berry Plastics Corporation	Tamper indicator for use with a reclosable container assembly	06/876,391 06/20/86	4,682,706 07/28/87
Berry Plastics Corporation	Reclosable container assembly	07/562,256 08/03/90	5,042,680 08/27/91
Berry Plastics Corporation	Combined tamperproof container and closure	06/862,522 05/12/86	D317,120 05/28/91
Berry Plastics Corporation	Closure for containers	07/046,394 05/06/87	4,744,481 05/17/88
Berry Plastics Corporation	Container	07/182,060 04/14/88	D321,477 11/12/91
Berry Plastics Corporation	Container	07/182,071 04/14/88	D321,318 11/05/91
Berry Plastics Corporation	Combined tamperproof container and closure	07/705,146 05/24/91	D350,068 08/30/94
Berry Plastics Corporation	Tamper-proof and tamper-evident container closure system	07/767,115 09/27/91	5,307,948 05/03/94
Berry Plastics Corporation	Plastic bail handle	07/911,517 07/10/92	5,287,990 02/22/94
Berry Plastics Corporation	Pitcher with locking lid	07/966,459 10/26/92	5,275,307 01/04/94
Berry Plastics Corporation	Stackable mug	07/970,043 11/02/92	5,219,419 06/15/93
Berry Plastics Corporation	Sturdy aerosol can lid	07/983,808 11/30/92	5,337,912 08/16/94
Berry Plastics Corporation	Closure with concealed hinge	08/060,093 05/10/93	5,400,912 03/28/95
Berry Plastics Corporation	Canister with lid-release control mechanism	08/082,982 06/25/93	5,310,074 05/10/94
Berry Plastics Corporation	Canister	29/015,264 11/12/93	D353,743 12/27/94
Berry Plastics Corporation	Plastic lid with an extended skirt for paper containers	29/017,430 01/13/94	D367,818 03/12/96



Registrant	Title	Application No. Filing Date	Patent No. Issue Date
Berry Plastics Corporation	Container tipping apparatus	08/198,507 02/18/94	5,435,431 07/25/95
Berry Plastics Corporation	Plastic bail handle	08/199,429 02/18/94	5,457,850 10/17/95
Berry Plastics Corporation	Package having closure assembly with concealed hinge	08/412,184 03/28/95	5,779,110 07/14/98
Berry Plastics Corporation	Beverage container constructed to accommodate cup holders of different sizes	08/554,668 11/08/95	5,657,897 08/19/97
Berry Plastics Corporation	Tamper-resistant cap for a container	08/625,758 03/29/96	5,788,107 08/04/98
Berry Plastics Corporation	Child resistant closure	08/689,087 07/30/96	5,765,705 06/16/98
Berry Plastics Corporation	Container cover	29/073,939 07/24/97	D403,581 01/05/99
Berry Plastics Corporation	Container cover assembly	29/074,255 07/24/97	D403,241 12/29/98
Berry Plastics Corporation	Container	29/074,256 07/24/97	D405,014 02/02/99
Berry Plastics Corporation	Stackable receptacle assembly for pourable products	08/899,971 07/24/97	5,823,345 10/20/98
Berry Plastics Corporation	Container cover assembly	29/076/085 08/22/97	D403,582 01/05/99
Berry Plastics Corporation	Container cover	29/080,660 09/04/97	D403,583 01/05/99
Berry Plastics Corporation	Stackable receptacle assembly for pourable products	08/923,674 09/04/97	5,896,993 04/27/99
Berry Plastics Corporation	Snap-fit non-drip valve and method for assembly thereof	08/927,345 09/11/97	5,931,352 08/03/99
Berry Plastics Corporation	Method for making a non-drip valve for an inverted container	08/927,845 09/11/97	5,989,469 11/23/99
Berry Plastics Corporation	Reclosable rectangular container assembly with tamper indicator	08/974,241 11/19/97	5,979,690 11/09/99
Berry Plastics Corporation	Jar	29/088,349 05/21/98	D409,084 05/04/99
Berry Plastics Corporation	Jar	29/088,350 05/21/98	D417,839 12/21/99
Berry Plastics Corporation	Jar	29/088,351 05/21/98	D408,276 04/20/99

Registrant	Title	Application No. Filing Date	Patent No. Issue Date
Berry Plastics Corporation	Tamper-resistant cap for a container	09/103,599 06/24/98	6,112,933 09/05/00
Berry Plastics Corporation	Large-capacity beverage cup	09/105,587 06/26/98	6,047,849 04/11/00
Berry Plastics Corporation	Dispensing jar cover	29/100,979 02/22/99	D426,772 06/20/00
Berry Plastics Corporation	Child resistant dispenser	09/342,244 06/29/99	6,065,648 05/23/00
Berry Plastics Corporation	Dispenser apparatus	09/354,618 07/16/99	6,161,736 12/19/00
Berry Plastics Corporation	System for loading and unloading polystyrene pellets into and from a trailer	09/672,902 09/29/00	6,454,496 09/24/02
Berry Plastics Corporation	One-piece side-dispensing closure	09/798,991 03/06/01	6,460,729 10/08/02
Berry Plastics Corporation	Cup	29/139,593 04/03/01	D461,369 08/13/02
Berry Plastics Corporation	Container-labeling and -printing synchronization apparatus and process	09/909,284 07/19/01	pending
Berry Plastics Corporation	Tamper-evident cap	09/933,367 08/20/01	6,644,491 11/11/03
Berry Sterling Corporation	Container to fit a vehicle cup receptacle	29/017,562 01/14/94	D362,368 09/19/95
Berry Sterling Corporation	Large drink container to fit vehicle cup holders	08/186,419 01/28/94	5,433,337 07/18/95
Berry Sterling Corporation	Container to fit a vehicle cup receptacle	29/036,845 03/29/95	D383,038 09/02/97
Berry Sterling Corporation	Large drink container to fit vehicle cup holders	08/478,337 06/07/95	5,860,557 01/19/99
Berry Sterling Corporation	Large drink container to fit vehicle cup holders	08/503,474 07/18/95	5,769,266 06/23/98
Landis Plastics, Inc.	Tear strip closure for a container with a security ring	07/092,480 09/03/87	4,759,465 07/26/88
Landis Plastics, Inc.	Container closure and assembly	07/101,039 09/25/87	4,872,586 10/10/89
Landis Plastics, Inc.	Container closure with anti-nesting ribs	07/152,527 02/05/88	4,826,039 05/02/89
Landis Plastics, Inc.	Tear strip closure with improved tamper indication	07/152,771 02/05/88	4,819,825 04/11/89

Registrant	Title	Application No. Filing Date	Patent No. Issue Date
Landis Plastics, Inc.	Easy-open tear strip lid	07/854,560 03/18/92	5,238,135 08/24/93
Landis Plastics, Inc.	Lid for partially removable gripping flange	29/032,166 12/13/94	D369,107 04/23/96
Landis Plastics, Inc.	Plastic container lid	29/033,189 01/06/95	D389,058 01/13/98
Landis Plastics, Inc.	Thin wall closure container	09/571,634 05/15/00	6,685,049 02/03/04
Landis Plastics, Inc.	Tamper evident lid and container	60/463,361 04/16/03	pending

TRADEMARKS

Registrant	Mark	Application No. Filing Date	Registration No. Registration Date
Berry Plastics Corporation		73/611,112 07/24/86	1,461,931 10/20/87
Berry Plastics Corporation		74/184,924 07/15/91	2,018,559 11/26/96
Berry Plastics Corporation		75/055,540 02/09/96	2,064,130 05/20/97
Berry Plastics Corporation	ACCU-FLO	75/309,762 06/16/97	2,254,218 06/15/99
Berry Plastics Corporation	CAMPUS WEST	75/364,864 09/29/97	2,279,910 09/21/99
Berry Plastics Corporation	EM-PRESS	75/251,124 02/28/97	2,224,712 02/16/99
Berry Plastics Corporation	LITE TOUCH	75/259,445 03/18/97	2,428,649 02/13/01
Berry Plastics Corporation	PackerWare	73/353,872 03/10/82	1,235,737 04/26/83

Registrant	Mark	Application No. Filing Date	Registration No. Registration Date
Berry Plastics Corporation	POLY-SEAL	73/410,060 01/19/83	1,406,744 08/26/86
Berry Plastics Corporation	POUR IN THE PROFITS	75/297,879 05/28/97	2,302,500 12/21/99
Berry Plastics Corporation		73/411,964 02/02/83	1,282,514 06/19/84
Berry Plastics Corporation	SECUR-A-TEAR	74/011,389 12/18/89	1,618,828 10/23/90
Berry Plastics Corporation	SQROUND	74/644,458 03/10/95	2,207,385 12/01/98
Berry Plastics Corporation	TAMPER-FRESH	73/596,487 05/02/86	1,416,682 11/11/86
Pescor Plastics, Inc.	PESCOR PLASTICS	75/823,914 10/18/99	2,501,368 10/30/01
Pescor Plastics, Inc.		75/823,913 10/30/99	2,503,518 11/06/01
Landis Plastics, Incorporated	LPI	73/197,703 12/21/78	1,153,982 05/12/81
Landis Plastics, Incorporated		74/362,174 12/31/92	1,813,752 12/28/93