

RECC

09-26-2001

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



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To the Honorable Commissioner of Patents and Trademarks, Washington, D.C. 20231, for the attached original documents or copy thereof.

1. Name of conveying party(ies):
 The Fonda Group, Inc.
 2920 North Main Street
 Oshkosh, WI 54901

89/21/01

Individual(s) 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: IBJ Whitehall Business Credit Corporation
 Internal Address: _____
 Street Address: One State Street
 City: New York State: NY ZIP: 10004

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State New York
 Other _____

3. Nature of conveyances:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: August 28, 2001

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.(s)
SEE ATTACHED SCHEDULE A

B. Trademark registration No.(s)
SEE ATTACHED SCHEDULE A

Additional numbers attached? Yes No

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

Name: Feedfax
 Internal Address: Crystal Plaza One
Suite 1207
2001 Jefferson Davis Hwy.
Arlington, Virginia 22202

Street Address: _____
 City: _____ State: _____ ZIP: _____

6. Total number of applications and registrations involved: 5

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

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____

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

9/25/2001 AAHME01 00000052 1518037 **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

Delores Taylor Delores Taylor 9/10/01
 Name of Person Signing Signature Date

Total number of pages including coversheet, attachments and document: 4

SCHEDULE A

Schedule A to a Trademark Assignment of Security dated as of August 24, 2001 by and between THE FONDA GROUP, INC. and IBJ WHITEHALL BUSINESS CREDIT CORPORATION, as Agent.

MARK	REGISTRATION AND ISSUANCE INFORMATION	OWNER OF RECORD	STATUS	COUNTRY
Western Sunset	Reg. No. 1,518,037 Issued: 12/27/88	The Fonda Group, Inc.	Registered	United States
Cellutex	Reg. No. 2404409 Issued: 11/14/00	The Fonda Group, Inc.	Registered	United States
Gala	Serial No. 76115525 Issued: 8/23/00	The Fonda Group, Inc.	Registered	United States
Irish Linen	Serial No. 76148902 Issued: 10/18/00	The Fonda Group, Inc.	Registered	United States
Qualityware	Serial No. 76115548 Issued: 8/23/00	The Fonda Group, Inc.	Registered	United States

TRADEMARK ASSIGNMENT OF SECURITY

WHEREAS, THE FONDA GROUP, INC., a corporation formed under the laws of the State of Delaware ("Borrower") located at 2920 North Main Street, Oshkosh, Wisconsin 54901 has adopted, used and is using the marks shown in the attached Schedule A (the "Marks"), for which there are registrations or applications in the United States Patent and Trademark Office under the numbers shown in the attached Schedule A; and

WHEREAS, Borrower is obligated to IBJ WHITEHALL BUSINESS CREDIT CORPORATION ("IBJ"), the other financial institutions named in and which hereafter become a party to the Loan Agreement (as hereinafter defined) (IBJ and such other financial institutions, the "Lenders") and IBJ as agent for the Lenders (IBJ in such capacity, the "Agent"), pursuant to (i) a certain Fourth Amended and Restated Revolving Credit, Term Loan and Security Agreement dated as of the date hereof among Agent, Lenders and Borrower (as amended, modified, restated or supplemented from time to time, the "Loan Agreement") and (ii) a certain Trademark Collateral Security Agreement dated as of March 31, 1995 (as the same has been and may further be amended, supplemented or modified from time to time, the "Trademark Security Agreement") made by Borrower in favor of Agent (Trademark Security Agreement together with the Loan Agreement, the "Agreements"); and

WHEREAS, pursuant to the Agreements, Borrower has granted to Agent for the ratable benefit of Lenders, a security interest in the Marks, the goodwill of the business symbolized by the Marks, and the registrations and applications therefor.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Borrower does hereby assign unto Agent and grant to Agent for the ratable benefit of Lenders a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which assignment and security interest shall secure all the Obligations as defined in the Agreements in accordance with the terms and provisions thereof.

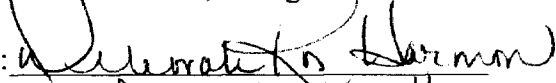
Agent and Borrower expressly acknowledge and affirm that the rights and remedies of Agent with respect to the assignment and security interest granted hereby are more fully set forth in the Agreements.

Dated as of: New York, New York
August 28, 2001

THE FONDA GROUP, INC.

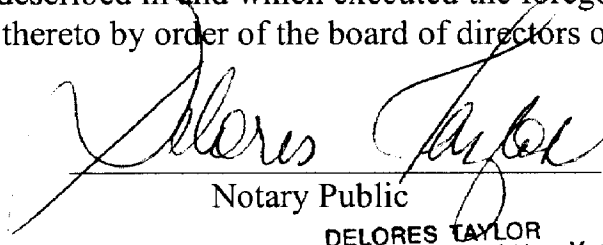
By: 
Name: Hans H. Heinsen
Title: Chief Financial Officer

IBJ WHITEHALL BUSINESS CREDIT CORPORATION, as Agent

By: 
Name: Deborah Kos Harmon
Title: Vice President

STATE OF NEW YORK)
 : ss.:
COUNTY OF NEW YORK)

On the 17th day of August, 2001, before me personally came Hans H. Heinsen, to me known, who being by me duly sworn, did depose and say that he is Chief Financial Officer of The Fonda Group, Inc., the corporation described in and which executed the foregoing instrument; and that he signed his name thereto by order of the board of directors of said corporation.

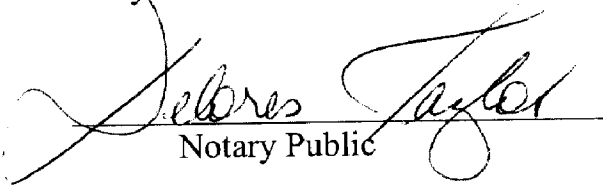


Notary Public

DELORES TAYLOR
Notary Public, State of New York
No. 01TA6010553
Qualified in Nassau County
Certificate Filed in New York County
Commission Expires July 20, 2002

STATE OF NEW YORK)
 : ss.:
COUNTY OF NEW YORK)

On the 20th day of August, 2001, before me personally came Deborah Kus Harman to me known, who being by me duly sworn, did depose and say that ~~she~~ is Vice President of IBJ Business Credit Corporation., the corporation described in and which executed the foregoing instrument; and that he signed his name thereto by order of the board of directors of said corporation.



Notary Public

DELORES TAYLOR
Notary Public, State of New York
No. 01TA6010553
Qualified in Nassau County
Certificate Filed in New York County
Commission Expires July 20, 2002