

08-19-2003



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

8-19-03

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

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

1. Name of conveying party(ies):

Pretium Packaging, L.L.C.

8-14-03

- Individual(s)
- General Partnership
- Corporation-State
- Other Delaware Limited Liability Corporation
- Association
- Limited Partnership

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

3. Nature of conveyance:

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

Execution Date: July 31, 2003

2. Name and address of receiving party(ies)

Name: Dymas Funding Company, LLC

Internal Address: Suite 3500

Street Address: One North Franklin Street

City: Chicago State: IL Zip: 60606

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other Delaware Limited Liability Company

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) 78/264,161
78/264,160

B. Trademark Registration No.(s) 948,508 1,101,507
2,022,178 2,385,951

Additional number(s) attached Yes No

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

Name: Santo Manna, Esq.

Internal Address: Schulte Roth & Zabel LLP

Street Address: 919 Third Avenue

City: New York State: NY Zip: 10022

6. Total number of applications and registrations involved: 6

7. Total fee (37 CFR 3.41).....\$ 165

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

50-0675 - Schulte Roth & Zabel

DO NOT USE THIS SPACE

9. Signature.

Barbara Bauer-Padron

Name of Person Signing

Barbara Bauer-Padron

Signature

August 14, 2003

Date

Total number of pages including cover sheet, attachments, and document: 6

06/20/2003 ECDGPER 00000016 500675 78264161

01 FC:8521
02 FC:8522

40.00 DA
125.00 DA

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

TRADEMARK
REEL: 002803 FRAME: 0422

SCHEDULE A TO ASSIGNMENT FOR SECURITY

PENDING TRADEMARK APPLICATIONS

HEAT ZONE	Serial No. 78/264,161	Filed 6/18/03
HOT ZONE	Serial No. 78/264,160	Filed 6/18/03

REGISTERED TRADEMARKS

TC and Design	Reg. No. 948,508	Reg. Date 12/12/72
TC and Design	Reg. No. 1,101,507	Reg. Date 9/5/78
TC and Design	Reg. No. 2,022,718	Reg. Date 12/17/96
PRETIUM PACKAGING	Reg. No. 2,385,951	Reg. Date 9/12/00

ASSIGNMENT FOR SECURITY

TRADEMARKS

WHEREAS, Pretium Packaging, L.L.C. (the "Assignor") has adopted, used and is using, and holds all right, title and interest in and to, the trademarks and service marks listed on the annexed Schedule A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "Trademarks");

WHEREAS, the Assignor and certain affiliates have entered into a Security Agreement, dated July 31, 2003 (as amended or otherwise modified from time to time, the "Security Agreement"), in favor of Dymas Funding Company, LLC, as collateral agent for certain lenders (the "Assignee");

WHEREAS, pursuant to the Security Agreement, the Assignor has assigned to the Assignee and granted to the Assignee for the benefit of the lenders a continuing security interest in all right, title and interest of the Assignor in, to and under the Trademarks, together with, among other things, the good-will of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "Collateral"), to secure the payment, performance and observance of the Obligations (as defined in the Security Agreement);

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignor does hereby pledge, convey, sell, assign, transfer and set over unto the Assignee and grants to the Assignee for the benefit of the lenders a continuing security interest in the Collateral to secure the prompt payment, performance and for the benefit of the lenders observance of the Obligations.

The Assignor does hereby further acknowledge and affirm that the rights and remedies of the Assignee with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

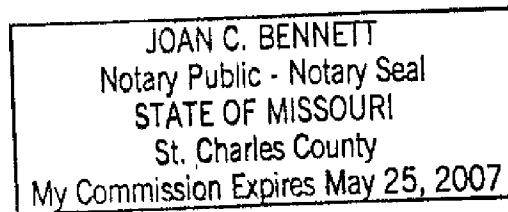
STATE OF Missouri

SS.:

COUNTY OF St. Louis

On this 29th day of July, 2003, before me personally came Keith S. Harbison, to me known to be the person who executed the foregoing instrument, and who, being duly sworn by me, did depose and say that he is the President of Pretium Packaging, L.L.C., a Delaware limited liability company, and that he executed the foregoing instrument in the firm name of Pretium Packaging, L.L.C., and that he had authority to sign the same, and he acknowledged to me that he executed the same as the act and deed of said firm for the uses and purposes therein mentioned.

Joan C Bennett



IN WITNESS WHEREOF, the Assignor has caused this Assignment to be duly executed by its officer thereunto duly authorized as of July 31, 2003.

PRETIUM PACKAGING, L.L.C.

By: 

Name: Keith S. Harbison

Title: President

SCHEDULE A TO ASSIGNMENT FOR SECURITY

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