

Form PTO-1594
(rev 3/1)

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

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.

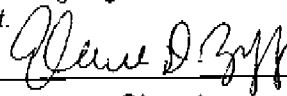
<p>1. Name of conveying party(ies):</p> <p>U.S. Bank National Association, as Owner Trustee, as successor in interest to State Street Bank and Trust Co. of Connecticut, N.A. Goodwin Square 225 Asylum Street Hartford, CT</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation <input checked="" type="checkbox"/> Other – National Banking Association</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and Address of receiving party(ies)</p> <p>Sweetheart Cup Company, Inc. 10100 Reisterstown road Owings Mills, MD 21117</p> <p><input type="checkbox"/> Individual(s) citizenship <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation - Delaware <input type="checkbox"/> Other</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input checked="" type="checkbox"/> Other – Release of Lien in Trademarks</p> <p>Execution Date: February 27, 2004</p>	

<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No(s). Please see attached.</p>	<p>B. Trademark Registration No(s). Please see attached.</p>
<p>Additional numbers attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>	

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Elaine D. Ziff, Esq. SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP Four Times Square New York, New York 10036</p>	<p>6. Total number of applications/registrations involved: 115</p> <p>7. Total fee (37 CFR 3.41) \$2890</p> <p><input checked="" type="checkbox"/> All fees and any deficiencies are authorized to be charged to Deposit Account (Our Ref. 074920/3)</p> <p>8. Deposit Account No. 19-2385</p>
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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.

Elaine D. Ziff  March 19, 2004
Name Signature Date

Total number of pages including cover sheet, attachments, and document: **11**

CH \$2890.00 192385 76681280

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CONTINUATION OF ITEM 4. Trademark Application and Registration Numbers

A. Trademark Application No(s).	B. Trademark Registration No(s).
75581280	0087365
75643865	0171409
75651250	0290396
75821564	0377958
75842171	0379130
75875954	0437193
75923525	0605647
75923937	0619714
	0654599
	0655302
	0706149
	0677442
	0703727
	0707654
	0724048
	0732001
	0709796
	0710392
	0722418
	0726398
	0731688
	0752714
	0753111
	0787091
	0795103
	0761897
	0779253
	0766939
	0771663
	0810821
	0787101
	0776401
	0785005
	0782968
	0782570
	0806553

	0850828
	0848982
	0863297
	0850839
	0856993
	0856994
	0856995
	0856996
	0856819
	0867135
	0887952
	0887326
	0894091
	0917451
	0929283
	0943855
	0958351
	0960685
	1021491
	1018844
	1077900
	1127883
	1156421
	1146183
	1231303
	1247103
	1226011
	1304974
	1328448
	1405880
	1415024
	1407735
	1407736
	1490194
	1440644
	1421116
	1464601
	1838692
	1769337
	1679447
	1731169

	1852422
	1833111
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	2705005

RELEASE OF LIEN IN TRADEMARKS

This RELEASE OF LIEN IN TRADEMARKS is given as of this 27th day of February 2004 by U.S. Bank National Association, a national banking association, located at Goodwin Square, 225 Asylum Street, Hartford, Connecticut, not in its individual capacity but solely as Owner Trustee (as defined in the Security Agreement) under the Trust Agreement (as defined in the Security Agreement) ("Assignor") (as successor in interest to State Street Bank and Trust Co. of Connecticut, N.A.), in favor of Sweetheart Cup Company, Inc., a Delaware corporation, located at 10100 Reisterstown Road, Owings Mills, Maryland 21117 ("Assignee").

WHEREAS, pursuant to a Trademark Security Agreement dated as of June 1, 2000 (the "Security Agreement"), by and between Assignee and Assignor, Assignee granted a security interest in all of the Assignee's United States and Canadian trademarks, trademark registrations, tradenames and trademark applications that, in each case, were then filed with the U.S. Patent and Trademark Office, any similar office or agency of any state, territory or possession of the United States or any similar office or agency of Canada or used in the United States, any state, territory or possession thereof or Canada, including, without limitation, the trademark registrations and trademark applications listed on Schedule A attached hereto and made a part hereof, and (i) renewals thereof, (ii) all income, royalties, damages and payments due or payable with respect thereto, including, without limitation, payments under all licenses entered into in connection therewith and damages and payments for past or future infringements thereof, (iii) the right to sue for past, present and future infringements thereof, and (iv) all rights corresponding thereto throughout the world (all of the foregoing trademarks, trademark registrations, tradenames and trademark applications, together with the items described in clauses (i)-(iv) of this paragraph, the "Trademarks"); and the goodwill of the Company's business connected with and symbolized by the Trademarks (collectively with the Trademarks, the "Collateral")


WHEREAS, the Security Agreement was recorded in the United States Patent and Trademark Office on August 4, 2000 at Reel 2124/Frame 847; and

WHEREAS, Assignee has paid in full all of its Obligations and Assignor desires to release its security interest in the Collateral.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby releases its security interest in the Collateral to Assignee and, without representation, warranty or recourse of any kind, reverts the Assignee with full title to the Collateral.

IN WITNESS WHEREOF, Assignor has caused this **RELEASE OF LIEN IN TRADEMARKS** to be duly executed as of the date above first written.

ASSIGNOR
U.S. Bank National Association

By: 
Name: Arthur L. Blakeslee
Title: Assistant Vice President

SCHEDULE A

Title	Filing Date	Registration Date	Serial No.	Registration No.
LILY	02/16/1912	07/09/1912	71061555	0087365
SUNSHINE	02/17/1923	08/07/1923	71176182	0171409
NESTRITE	04/23/1931	01/05/1932	71313712	0290396
SWEETHEART	12/04/1939	05/21/1940	71426211	0377958
SWEETHEART	01/24/1940	07/02/1940	71427815	0379130
SWEETHEART	02/08/1947	03/09/1948	71517213	0437193
LILY	06/23/1954	05/10/1955	71668762	0605647
ITS A HUM-DINGER	01/17/1955	01/24/1956	71680008	0619714
SWEETHEART	09/11/1956	11/19/1957	72015474	0654599
SWEETHEART	09/11/1956	12/03/1957	72015475	0655302
	01/08/1958	10/25/1960	72043621	0706149
NUTTY BUDDY	06/27/1958	04/21/1959	72054417	0677442
SWEETHEART "TRU-TASTE" GOLD SEAL PLASTIC	11/10/1958	09/06/1960	72062205	0703727
GUILDWARE	01/27/1960	11/29/1960	72089762	0707654
SWEETHEART	01/27/1960	11/21/1961	72089764	0724048
BANANA BOAT	01/27/1960	05/29/1962	72089765	0732001
POKY	05/13/1960	01/17/1961	72097079	0709796
GLITTERLINE	06/07/1960	01/31/1961	72098581	0710392
TASTE THE COFFEE NOT THE CUP	02/07/1961	10/03/1961	72113211	0722418
SANI-PAC	04/03/1961	01/16/1962	72117002	0726398
SKY DOME	06/20/1961	05/22/1962	72122440	0731688
	07/26/1962	07/16/1963	72149859	0752714
	07/26/1962	07/23/1963	72149860	0753111
GUILDWARE	01/11/1963	03/23/1965	72160562	0787091
SWEETHEART	01/11/1963	08/31/1965	72160563	0795103

Title	Filing Date	Registration Date	Serial No.	Registration No.
FLEX-E-FILL	02/20/1963	12/24/1963	72163158	0761897
AIR-FLO	04/30/1963	11/03/1964	72167844	0779253
THERMALENE	05/13/1963	03/24/1964	72168777	0766939
	08/27/1963	06/23/1964	72175858	0771663
	12/27/1963	07/05/1966	72183694	0810821
TWIN FILLER	02/26/1964	03/23/1965	72187541	0787101
WHIRL CUPS	03/05/1964	09/08/1964	72188023	0776401
	07/23/1964	02/16/1965	72198426	0785005
PRESTIGE	07/31/1964	01/05/1965	72198983	0782968
GUILD	07/31/1964	12/29/1964	72198985	0782570
SAPPHIRE	04/01/1965	04/05/1966	72215523	0806553
CASUAL CUPS	03/02/1966	06/18/1968	72240038	0850828
LIQUI-FILL	06/29/1966	05/14/1968	72249259	0848982
DUB'L SEAL	01/19/1967	01/07/1969	72262873	0863297
EXECUTIVE PACK	06/26/1967	06/18/1968	72274781	0850839
	10/23/1967	09/17/1968	72283130	0856993
LILY	10/23/1967	09/17/1968	72283131	0856994
LILY	10/23/1967	09/17/1968	72283132	0856995
LILY	10/23/1967	09/17/1968	72283133	0856996
GRIPNEAT	12/01/1967	9/17/1968	72286018	0856819
LILYPAK	05/02/1968	03/25/1969	72297196	0867135
NUTTY BUDDY	05/22/1968	03/17/1970	72298839	0887952
SILENT SERVICE	05/07/1969	03/10/1970	72326603	0887326
SILENT SERVICE	10/08/1969	07/07/1970	72340203	0894091
MTRENE	12/03/1970	08/03/1971	72377715	0917451
PERMA-FLEX STRAW	04/21/1971	02/15/1972	72389753	0929283

Title	Filing Date	Registration Date	Serial No.	Registration No.
XFOME	09/27/1971	10/03/1972	72403692	0943855
JAZZ	04/06/1972	05/08/1973	72420545	0958351
ZEST	05/12/1972	06/12/1973	72424093	0960685
GREAT FRIES	04/05/1974	09/30/1975	73018009	1021491
SPARKLES	08/29/1974	08/26/1975	73030685	1018844
TRAVELID	03/28/1977	11/22/1977	73120593	1077900
DYNASTY	08/23/1978	12/18/1979	73183154	1127883
POKER DRAW	02/23/1979	06/02/1981	73204836	1156421
TROPHY	03/09/1979	01/20/1981	73206720	1146183
LOOKING GOOD	02/06/1981	03/15/1983	73295955	1231303
SBX	11/12/1981	08/02/1983	73336777	1247103
TULIP	03/08/1982	02/01/1983	73353547	1226011
DELI-VISION	04/07/1983	11/13/1984	73420433	1304974
GOOD DEAL COUPON	11/22/1983	04/02/1985	73453986	1328448
FUNDAY	02/04/1986	08/19/1986	73581192	1405880
FLEX-STRAW	02/04/1986	10/28/1986	73581196	1415024
BAY BRAND	02/04/1986	09/02/1986	73581233	1407735
SPRING FLOWER	02/11/1986	09/02/1986	73582365	1407736
GUARDIAN RING	03/31/1986	05/31/1988	73590690	1490194
FLEXSTYLE	04/11/1986	05/26/1987	73592832	1440644
STARLITE	05/22/1986	12/16/1986	73600186	1421116
TROPHY XL	11/10/1986	11/10/1987	73629767	1464601
	07/03/1989	06/07/1994	73810238	1838692
MUNCHIE CUP	12/04/1989	05/04/1993	74012887	1769337
CENTER PIECE	03/25/1991	03/17/1992	74150550	1679447
GALLERY	03/05/1992	11/10/1992	74252251	1731169
BASIX	03/05/1992	09/06/1994	74252252	1852422

Title	Filing Date	Registration Date	Serial No.	Registration No.
FLEX-E-FORM	03/10/1992	04/26/1994	74254209	1833111
CLARITY	03/16/1992	11/10/1992	74255872	1731170
LUMINA	03/16/1992	11/17/1992	74255875	1733113
FLEXGUARD	03/10/1993	11/29/1994	74366640	1865264
PINNACLE	03/10/1993	10/25/1994	74366649	1860417
GUARDIAN CARRIER	03/02/1994	01/16/1996	74495803	1949536
FLEXGUARD	03/02/1994	02/07/1995	74496005	1877619
SHADES	04/26/1994	09/19/1995	74517674	1920930
THE GOURMET LID	06/10/1994	11/14/1995	74535699	1936166
FLEX-E-FORM	07/15/1994	08/08/1995	74549974	1910009
METEOR	07/19/1994	07/11/1995	74551228	1904482
FOOD PAC	08/15/1994	08/29/1995	74564499	1914543
SIMPLE ELEGANCE	07/18/1996	12/16/1997	75136166	2121107
SQUEEZUP	09/05/1997	05/02/2000	75352778	2346331
HIGHLIGHTS	12/01/1997	09/21/1999	75397882	2278854
SWEETHEART	05/06/1998	06/06/2000	75480355	2355998
	05/06/1998	06/13/2000	75480688	2358370
16	06/18/1998	03/28/2000	75503325	2334533
	06/18/1998	04/25/2000	75504408	2344556
TURF HOUND	08/31/1998	12/14/1999	75545229	2299741
CLEARLIGHT	08/31/1998	05/02/2000	75545290	2347713
SWEETHEART SQUARE	09/01/1998	05/23/2000	75546597	2352726
SWEETHEART SOLUTIONS	09/03/1998	08/08/2000	75547738	2374349
GIVE YOURSELF A BREAK	10/06/1998	03/13/2001	75566600	2435696
SWEETHEART SOLUTIONS AND DESIGN	11/02/1998		75581280	NONE
RACE USA	02/18/1999		75643865	NONE

<u>Title</u>	<u>Filing Date</u>	<u>Registration Date</u>	<u>Serial No.</u>	<u>Registration No.</u>
SPEEDWAY 500	03/03/1999		75651250	NONE
MAXIMIZERS	07/09/1999	03/28/2000	75749349	2336329
ROUND THE CLOCK	08/11/1999	12/05/2000	75772482	2411443
SWEETHEART SPACE SAV-R PAK	10/12/1999		75821564	NONE
SWEET SHEET	11/05/1999		75842171	NONE
	12/20/1999	04/04/2003	75875946	2702883
JAVA WAVE	12/20/1999	04/01/2003	75875947	2660035
	12/20/1999	04/08/2003	75875953	2705005
CAFE GOURMET	12/20/1999		75875954	NONE
JAVA	02/22/2000		75923525	NONE
COFFEE	02/22/2000		75923937	NONE