

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Cott Corporation		04/08/2005	CORPORATION: CANADA

**RECEIVING PARTY DATA**

Name:	Wachovia Bank, National Association
Street Address:	201 South College Street
Internal Address:	8th Floor
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28288-0680
Entity Type:	National Banking Association: UNITED STATES

**PROPERTY NUMBERS Total: 13**

Property Type	Number	Word Mark
Serial Number:	76363582	VINTAGE
Serial Number:	76363583	VINTAGE
Serial Number:	76380545	VINTAGE FRUIT REFRESHERS
Serial Number:	76549832	SPURTZ
Serial Number:	76577672	WACKY WATERMELON
Serial Number:	76577673	SCREAMING STRAWBERRY KIWI
Serial Number:	76577904	SHOCKING SOUR CHERRY
Serial Number:	76577905	COOL ORANGE CREAM
Serial Number:	76587853	GRID IRON GRAPE
Serial Number:	76587854	PLAY MAKER
Serial Number:	76587855	BIG LEAGUE ORANGE
Serial Number:	76587858	SHOW TIME LEMON LIME
Serial Number:	76603765	PLAY MAKER SUPER STARS

OP \$340.00 76363582

CORRESPONDENCE DATA

Fax Number: (704)353-3854

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

Phone: 704 331 5792

Email: gjones@kennedycovington.com

Correspondent Name: Karl S. Sawyer Jr., Esq.

Address Line 1: 214 N. Tryon Street

Address Line 2: Hearst Tower - 47th Floor

Address Line 4: Charlotte, NORTH CAROLINA 28202

NAME OF SUBMITTER:	GeoRene Jones, TM Paralegal
Signature:	/GeoRene Jones/
Date:	06/01/2005

Total Attachments: 6  
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## TRADEMARK SECURITY AGREEMENT

Trademark Security Agreement (this "Agreement") dated as of April 8, 2005 by and between Cott Corporation, a Canadian corporation (the "Grantor"), having its chief executive office at Cott Corporation, 207 Queen's Quay West, Suite 340, Toronto, Ontario M5J 1A7, and WACHOVIA BANK, NATIONAL ASSOCIATION, as Administrative Agent (the "Administrative Agent"), with offices at 201 South College Street, 8<sup>th</sup> Floor, Charlotte, North Carolina 28288-0680 for the ratable benefit of the banks and other financial institutions (the "Lenders") from time to time parties to the Credit Agreement, dated as of March 31, 2005 (as amended, restated, supplemented or otherwise modified, the "Credit Agreement") by and between Cott Corporation, Cott Beverages Inc., Cott Beverages Limited and Cott Embotelladores de Mexico, S.A. de C.V., as the Borrowers, the Lenders and the Administrative Agent.

This Agreement is executed pursuant to the terms of a Collateral Agreement dated as of March 31, 2005 (the "Collateral Agreement") by and among Cott Corporation and certain of its Subsidiaries party thereto, including the Grantor, and the Administrative Agent. Capitalized terms used herein but not defined herein shall have the meaning assigned to them in the Collateral Agreement.

NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged, the Grantor hereby grants to the Administrative Agent, a continuing security interest in all of the Grantor's right, title and interest in, to and under the following, whether presently existing or hereafter arising or acquired:

- (i) each Trademark, Trademark registration and Trademark application described on Schedule A, and all of the goodwill of the business connected with the use of, and symbolized by, each such Trademark, Trademark registration and Trademark application;
- (ii) each Trademark License described on Schedule B;
- (iii) all claims by the Grantor against third parties for (a) past, present or future infringement or dilution of any Trademark or Trademark registration described on Schedule A or under any Trademark licensed under any Trademark License described on Schedule B, (b) injury to the goodwill associated with any Trademark, Trademark registration or Trademark License described on Schedule A or Schedule B or (c) breach or enforcement of any Trademark License described on Schedule B; and
- (iv) all products and proceeds of the foregoing.

The rights and remedies of the Administrative Agent with respect to the security interest granted herein are without prejudice to, and are in addition to those set forth in the Collateral Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Agreement are deemed to conflict with the Collateral Agreement, the provisions of the Collateral Agreement shall govern.

[SIGNATURE PAGES FOLLOW]

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the 8th day of April, 2005.

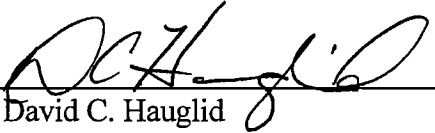
COTT CORPORATION, as Grantor

By: *C. Brennan*  
Name: Catherine Brennan  
Title: Vice President, Treasurer

[Signature Pages Continue]

Agreed and Accepted as of the 8<sup>th</sup> day of ~~March~~<sup>April</sup>,  
2005.

WACHOVIA BANK, NATIONAL ASSOCIATION,  
as Administrative Agent

By:   
Name: David C. Hauglid  
Title: Vice President

ACKNOWLEDGMENT

PROVINCE  
~~STATE OF~~ Ontario  
CITY  
~~COUNTY OF~~ Toronto

I, Karen Liebesman, a Notary Public for said <sup>Province</sup>~~County and State~~, do hereby certify that Catherine Brennan personally appeared before me this day and stated that she is Vice President, Treasurer of Cott Corporation and acknowledged, on behalf of Cott Corporation the due execution of the foregoing instrument.

Witness my hand and official seal, this 8 day of April, 2005.

K Liebesman  
Notary Public

My commission expires:

  /

Schedule A to Trademark Security Agreement

TRADEMARKS

1. Pending Trademark Applications:

**Applicant: Cott Corporation**

Trade-mark	Regn/App. No.	Regn./Filing Date
VINTAGE & Design	76/363,582	January 29, 2002
VINTAGE	76/363,583	January 29, 2002
VINTAGE FRUIT REFRESHERS	76/380,545	March 11, 2002
SPURTZ	76/549,832	October 8, 2003
WACKY WATERMELON	76/577,672	February 25, 2004
SCREAMING STRAWBERRY KIWI	76/577,673	February 25, 2004
SHOCKING SOUR CHERRY	76/577,904	February 25, 2004
COOL ORANGE CREAM	76/577,905	February 25, 2004
GRID IRON GRAPE	76/587,853	April 21, 2004
PLAY MAKER	76/587,854	April 21, 2004
BIG LEAGUE ORANGE	76/587,855	April 21, 2004
SHOW TIME LEMON LIME	76/587,858	April 21, 2004
PLAY MAKER SUPER STARS	76/603,765	July 23, 2004

Schedule B to Trademark Security Agreement

TRADEMARK LICENSES

None

2316094.01  
LIB: CHARLOTTE

**TRADEMARK**

**RECORDED: 06/01/2005**

**REEL: 003094 FRAME: 0866**