

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
Solo Cup Company LLC		03/04/2013	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Wilmington Trust (London) Limited		
Street Address:	1 King's Arms Yard		
City:	London		
State/Country:	UNITED KINGDOM		
Postal Code:	EC2R 7AI		
Entity Type:	Private Limited Company: UNITED KINGDOM		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3284076		
CORRESPONDENCE DATA			
Fax Number:	7136155803		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	7137581105		
Email:	iptldocket@velaw.com		
Correspondent Name:	W. Scott Brown		
Address Line 1:	1001 Fannin Street, Suite 2500		
Address Line 4:	Houston, TEXAS 77002-6760		
ATTORNEY DOCKET NUMBER:	DAR560-58003 (SUB 4)		
DOMESTIC REPRESENTATIVE			
Name:			
Address Line 1:			

CH \$40.00 3284076

Address Line 2:
Address Line 3:
Address Line 4:

NAME OF SUBMITTER:

W. Scott Brown

Signature:

/wsb/

Date:

03/07/2013

Total Attachments: 5

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**GRANT OF SECURITY INTEREST IN
UNITED STATES TRADEMARKS
(SECOND LIEN)**

Dated as of March 4, 2013

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, Solo Cup Company LLC, a Delaware limited liability company (the "Grantor") with principal offices at 500 Hogsback Road, Mason, Michigan 48854, hereby grants to Wilmington Trust (London) Limited, as Second Lien Collateral Agent, with principal offices at Third Floor, 1 King's Arms Yard, London EC2R 7AI, United Kingdom (the "Grantee"), (i) a second priority security interest in all of the Grantor's right, title and interest in and to the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, together with (ii) all Proceeds (as such term is defined in the Second Lien Security Agreement referred to below) of the Marks, (iii) the goodwill of the businesses symbolized by the Marks and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the full and prompt performance and payment of all the Grantor's Co-Issuer Second Lien Secured Obligations, as such term is defined in the Second Amended and Restated Second Lien Security Agreement between the Grantor, the other grantors from time to time party thereto and the Grantee, dated as of December 31, 2012 (as amended, amended and restated, supplemented or otherwise modified from time to time, the "Second Lien Security Agreement"). Upon the occurrence of the Second Lien Termination Date (as defined in the Second Lien Security Agreement), the Grantee shall, upon such satisfaction, execute, acknowledge, and deliver to the Grantor an instrument in writing releasing the security interest in the Marks acquired under this Grant of Security Interests to the Grantor.

THIS GRANT has been granted in conjunction with the security interests granted to the Grantee under the Second Lien Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are more fully set forth in the Second Lien Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant of Security Interests are deemed to conflict with the Second Lien Security Agreement, the provisions of the Second Lien Security Agreement shall govern.

[Signature Pages Follow]

IN WITNESS WHEREOF, the undersigned have executed this Grant of Security Interest as of the date first above written.

SOLO CUP COMPANY LLC, as Grantor

By: DART FINANCIAL CORPORATION, ITS MANAGER


By: 

KEVIN M. FOX

Treasurer

Grant of Security Interest
Solo Cup Company
(Second Lien)

WILMINGTON TRUST (LONDON) LIMITED, as
Second Lien Collateral Agent

By: 

Paul Barton
Director

GRANT OF SECURITY INTEREST
SOLO CUP COMPANY
(SECOND LIEN)

TRADEMARK
REEL: 004977 FRAME: 0955

U.S. TRADEMARK REGISTRATIONS

Mark	Country	Application Number	Registration Number
CARNAVAL	Bolivia	015164	83095-C
CARNAVAL	Dominican Republic	101355	112030
CARNAVAL	Nicaragua	2000/00426	480002
SOLO	Aruba		16056
SOLO	Australia		230426
SOLO	Bermuda		22042
SOLO	Brunei Darussalam		BRU/23736
SOLO	Cayman Islands	971863	971863
SOLO	Colombia	92-268015	128270
SOLO	Cyprus, Republic of		39006
SOLO	Denmark	1993 01886	1886/93
SOLO	Finland		127370
SOLO	Germany		2908275
SOLO	Greece		116974
SOLO	Guam		630
SOLO	Honduras	10820/93	60305
SOLO	Honduras	10820/93	60304
SOLO	Hong Kong		3196/94
SOLO	India	638600	638600
SOLO	Indonesia		IDM000009797
SOLO	Israel	T/79448	79448
SOLO	Italy		698277
SOLO	Jamaica		28565
SOLO	Jamaica		28668
SOLO	Korea, Republic of		273470
SOLO	Kuwait	27787	25750
SOLO	Kuwait	27786	25686
SOLO	Malaysia		92001450
SOLO	Monaco		15706
SOLO	Netherlands Antilles		04531
SOLO	New Zealand	215539	215539
SOLO	Nicaragua		25099
SOLO	Oman	9897	9897
SOLO	Oman	9896	9896
SOLO	Pakistan	124453	124453
SOLO	Peru		014847
SOLO	Philippines	75025	55915
SOLO	Portugal		302881
SOLO	Qatar	11555	11555
SOLO	Ras-al-Khaimah		7682
SOLO	Russian Federation		140413
SOLO	Saudi Arabia	244/64	244/64
SOLO	Singapore		T92/00567Z
SOLO	Sweden		266091

SCHEDULE A TO
GRANT OF SECURITY INTEREST IN
UNITED STATES TRADEMARKS

Mark	Country	Application Number	Registration Number
SOLO	Taiwan		669471
SOLO	Turkey		150229
SOLO	Turks and Caicos Islands		10869
SOLO	Turks and Caicos Islands	10870	10870
SOLO	Ukraine	94072484	12024
SOLO	United Arab Emirates	134143	16911
SOLO	Venezuela	1992-009526	F-170616
SOLO Logo	Austria		154883
SOLO Logo	Bahrain	118/94	AIN TAH/1716
SOLO Logo	Taiwan		669553
SOLOGRIPS	Bahrain		
SOLOGRIPS	Bermuda	41956	41956
SOLOGRIPS	Kuwait	69855	69855
SOLOGRIPS	Peru	237729	00107583
SWEETHEART	Dominican Republic	2002-118000	131371
SWEETHEART	Hong Kong	890A/77	19781457
TRAVELER LID DESIGN	United States of America	76/357255	3284076

SCHEDULE A TO
GRANT OF SECURITY INTEREST IN
UNITED STATES TRADEMARKS

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RECORDED: 03/07/2013

TRADEMARK
REEL: 004977 FRAME: 0957