

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM318636

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bank of America, N.A.		10/01/2014	Bank: UNITED STATES

RECEIVING PARTY DATA

Name:	Berlin Packaging L.L.C.
Street Address:	525 West Monroe Street, 14th Floor
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60661
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE
Name:	All-Pak, LLC
Street Address:	525 West Monroe Street, 14th Floor
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60661
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE
Name:	Continental Packaging Solutions, Inc.
Street Address:	525 West Monroe Street, 14th Floor
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60661
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 25

Property Type	Number	Word Mark
Registration Number:	0797361	ALL-PAK INC.
Registration Number:	1537983	BOTTLE BEAKER
Registration Number:	1895155	KAPTCLEAN
Registration Number:	1460099	PH7
Registration Number:	1185843	QORPAK
Registration Number:	1568001	QORPAK
Registration Number:	1294346	STURDEESEAL
Registration Number:	1342739	STURDEESEAL

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	2757139	WHERE PERFORMANCE IS PART OF THE PACKAGE
Registration Number:	2089217	WORKING GLASS
Registration Number:	1568401	
Registration Number:	1450827	
Registration Number:	2889395	ANYTHING IS POSSIBLE
Registration Number:	1780321	BERLIN
Registration Number:	2497782	FREUND CONTAINER
Registration Number:	2997873	FREUND CONTAINER
Registration Number:	4150434	HYBRID PACKAGING SUPPLIER
Registration Number:	4055027	CONTINENTAL PACKAGING SOLUTIONS
Registration Number:	2087109	ONE CALL BRINGS IT ALL!
Registration Number:	4055028	
Registration Number:	4148573	
Registration Number:	1658239	UNITED STATES CONTAINER CORPORATION
Registration Number:	2713834	U.S. CONTAINER
Registration Number:	2161432	
Registration Number:	4101834	SUNBURST BOTTLE COMPANY

CORRESPONDENCE DATA

Fax Number: 6502138158

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Phone: 6502130300

Email: iprecordations@whitecase.com

Correspondent Name: White & Case LLP / Christina Ishihara

Address Line 1: 3000 El Camino Real, Bldg 5, 9th Floor

Address Line 4: Palo Alto, CALIFORNIA 94306

ATTORNEY DOCKET NUMBER:	1111779-2495
NAME OF SUBMITTER:	Christina Ishihara
SIGNATURE:	/Christina Ishihara/
DATE SIGNED:	10/01/2014

Total Attachments: 6

source=Release of Trademark Security Agreement - First Lien (EXECUTED)#page1.tif

source=Release of Trademark Security Agreement - First Lien (EXECUTED)#page2.tif

source=Release of Trademark Security Agreement - First Lien (EXECUTED)#page3.tif

source=Release of Trademark Security Agreement - First Lien (EXECUTED)#page4.tif

source=Release of Trademark Security Agreement - First Lien (EXECUTED)#page5.tif

source=Release of Trademark Security Agreement - First Lien (EXECUTED)#page6.tif

RELEASE OF FIRST LIEN TRADEMARK SECURITY AGREEMENT

This Release of First Lien Trademark Security Agreement (this “Release”) is made as of October 1, 2014, by Bank of America, N.A., with an office at 101 N. Tryon Street, Mail Code NC1-002-15-26, Charlotte, NC 28255-0001, in its capacity as Collateral Agent under (and as defined in) the Security Agreement referred to below (the “Secured Party”) for the benefit of Berlin Packaging L.L.C., a Delaware limited liability company, All-Pak, LLC, a Delaware limited liability company, and Continental Packaging Solutions, Inc., a Delaware corporation (the “Debtors”). Capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed thereto in the Security Agreement.

W I T N E S S E T H:

WHEREAS, each Debtor is party to a First Lien Guarantee and Collateral Agreement dated as of April 3, 2013 (as amended, restated or otherwise modified through the date hereof, the “Guarantee & Collateral Agreement”) in favor of the Secured Party;

WHEREAS, the Debtors and the Secured Party are parties to that certain First Lien Trademark Security Agreement dated as of April 3, 2013 (as amended, restated or otherwise modified through the date hereof, the “Trademark Security Agreement,” and together with the Guarantees & Collateral Agreements, the “Security Agreement”);

WHEREAS, pursuant to the Security Agreement, the Debtors have granted to the Secured Party for its benefit and the benefit of various other financial institutions, a security interest in and to all of such Debtors’ right, title and interest in, to and under the trademarks set forth on Schedule I hereto (the “Trademarks”) and all goodwill associated with such Trademarks, the registrations and applications therefor, and all Proceeds of any and all of the foregoing (together with the Trademarks, the “Trademark Collateral”);

WHEREAS, the Trademark Security Agreement was recorded in the United States Patent and Trademark Office at Reel 4999 and Frame 0254 on April 5, 2013;

WHEREAS, the Debtors have requested that the Secured Party release, and the Secured Party is willing to release the entirety of, subject to the terms hereof, its security interest, and claims of security interest, in the Trademark Collateral; and

WHEREAS, the Debtors have requested that the Secured Party provide a document suitable for recording in the United States Patent and Trademark Office for purposes of recording the release of its security interest, and claims of security interest, in the Trademark Collateral and the Secured Party is willing to provide such document, subject to the terms hereof.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Secured Party hereby agrees as follows:

1. The Secured Party does hereby terminate, release and discharge the entirety of any and all security interests that it may have in, and all claims, whether presently existing or hereafter acquired or created, pursuant to the Security Agreement to the Trademark Collateral and any right, title or interest of the Secured Party in such Trademark Collateral shall hereby terminate, cease and become void. The Secured Party hereby assigns, transfers and conveys any and all right, title or interest of the Secured Party in the Trademark Collateral to the Debtors.

2. The Secured Party hereby agrees to duly execute, acknowledge, procure and deliver any further documents and to do such other acts as may be reasonably requested by the Debtors, at the Debtors' sole cost and expense, to effect the release of the Trademark Collateral contemplated hereby.

3. This Release may be executed in any number of counterparts (including electronic transmission and facsimile counterparts), each of which when so executed and delivered shall be deemed an original, but all such counterparts together shall constitute but one and the same instrument.

4. This Release and the rights and obligations of the parties hereunder shall be governed by, and shall be construed and enforced in accordance with, the laws of the State of New York.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned has caused this Release of First Lien Trademark Security Agreement to be executed and delivered as of the date first written above.

BANK OF AMERICA, N.A.

By: 
Name: _____
Title: **Christopher Joseph**
Vice President


[SIGNATURE PAGE TO RELEASE OF FIRST LIEN TRADEMARK SECURITY AGREEMENT]

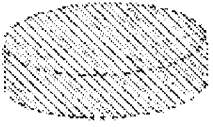


TRADEMARK
REEL: 005372 FRAME: 0346


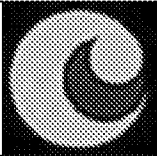
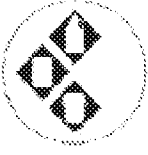
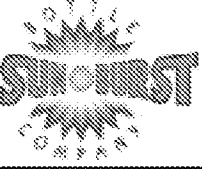
SCHEDULE I

Trademarks

U.S. Federal Trademark

Mark	Serial/ Registration Number	Filing/ Registration Date	Goods/ Services	Owner	Status
	Serial No. 72/180,697 Reg. No. 797,361	Filing Date 12/4/1963 Reg. Date 10/5/1965	Int'l Cl. 42 – container distributorship services, solving packaging problems, and locating the proper material for packaging various liquids and solids	Berlin Packaging, L.L.C.	Registered
BOTTLE BEAKER	Serial No. 73/709,008 Reg. No. 1,537,983	Filing Date 2/1/1988 Reg. Date 5/9/198	Int'l Cl. 9 – laboratory measuring bottles having milliliter and ounce graduations	Berlin Packaging, L.L.C.	Registered
KAPTCLEAN	Serial No. 74,517,247 Reg. No. 1,895,155	Filing Date 4/26/1994 Reg. Date 5/23/1995	Int'l Cl. 21 – pre-cleaned glass or plastic bottles with caps attached	Berlin Packaging, L.L.C.	Registered
PH7	Serial No. 73/651,752 Reg. No. 1,460,099	Filing Date 3/27/1987 Reg. Date 10/6/1987	Int'l Cl. 21 - bottles	Berlin Packaging, L.L.C.	Registered
QORPAK	Serial No. 73/310,750 Reg. No. 1,185,843	Filing Date 5/18/1981 Reg. Date 1/12/1982	Int'l Cl. 21 – bottles	Berlin Packaging, L.L.C.	Registered
QORPAK	Serial No. 73/594,614 Reg. No. 1,568,001	Filing Date 4/21/1986 Reg. Date 11/28/1989	Int'l Cl. 9 – laboratory equipment, comprising disposable weighing dishes for handling liquids and solids during the weighing, dispensing and storing processes Int'l Cl. 16 – fiberboard specimen mailers for bottles Int'l Cl. 20 – plastic or metal closures for containers	Berlin Packaging, L.L.C.	Registered
STURDEESEAL	Serial No. 73/402,965 Reg. No. 1,294,346	Filing Date 11/17/1982 Reg. Date 9/11/1984	Int'l Cl. 21 – closures for containers	Berlin Packaging, L.L.C.	Registered
STURDEESEAL	Serial No. 73/506,462 Reg. No. 1,342,739	Filing Date 10/31/1984 Reg. Date 6/18/1985	Int'l Cl. 21 – plastic and glass containers and insulation therefore for the shipment of hazardous material	- Berlin Packaging, L.L.C.	Registered
WHERE PERFORMANCE IS PART OF THE PACKAGE	Serial No. 76/339,672 Reg. No. 2,757,139	Filing Date 11/20/2001 Reg. Date 8/26/2003	Int'l Cl. 6 – containers for commercial use, namely metal caps, metal bottles, metal containers, pails and drums for storage and transportation of goods Int'l Cl. 20 – packing containers of plastic material Int'l Cl. 21 – bottles namely bottles sold empty	Berlin Packaging, L.L.C.	Registered
WORKING GLASS	Serial No. 75/152,638 Reg. No. 2,089,217	Filing Date 8/19/1996 Reg. Date 8/19/1997	Int'l Cl. 21 – bottles sold empty for commercial and industrial uses	Berlin Packaging, L.L.C.	Registered

 The color "green"	Serial No. 73/712,650 Reg. No. 1,568,401	Filing Date 2/22/1988 Reg. Date 11/28/1989	Int'l Cl. 20 – Polytetrafluoroethylene-lined plastic closures for bottles and containers	Berlin Packaging, L.L.C.	Registered
	Serial No. 73/600,040 Reg. No. 1,450,827	Filing Date 5/21/1986 Reg. Date 8/4/1987	Int'l Cl. 20 – plastic closures for containers	Berlin Packaging, L.L.C.	Registered
ANYTHING IS POSSIBLE	Serial No. 75/733,224 Reg. No. 2,889,395	Filing Date 6/21/1999 Reg. Date 9/28/2004	Int'l Cl. 6 – metal container closures and caps for packaging products, etc. Int'l Cl. 20 – non-metal container closures and caps made of glass and plastic, etc. Int'l Cl. 35 – distributorships in the field of packaging products, etc.	Berlin Packaging, L.L.C.	Registered
BERLIN	Serial No. 74/159,244 Reg. No. 1,780,321	Filing Date 4/22/1991 Reg. Date 7/6/1993	Int'l Cl.21 – packaging products; namely, glass used as containers for food; for cosmetics; for veterinary supplies; for vitamins; and for other materials	Berlin Packaging, L.L.C.	Registered
FREUND CONTAINER	Serial No. 75/906,130 Reg. No. 2,497,782	Filing Date 1/31/2000 Reg. Date 10/16/2001	Int'l Cl. 6 – metal drums, cans, pails and containers for the storage and transportation of goods and materials Int'l Cl. 16 – paper and cardboard boxes, cartons and containers, etc. Int'l Cl. 21 – glass and plastic bottles, jars and jugs, etc.	Berlin Packaging, L.L.C.	Registered
	Serial No. 78/457,087 Reg. No. 2,997,873	Filing Date 7/27/2004 Reg. Date 9/20/2005	Int'l Cl. 6 – metal drums, cans, pails and containers for the storage and transportation of goods and materials Int'l Cl. 16 – paper and cardboard boxes, cartons, etc. Int'l Cl. 21 – glass and plastic bottles, jars, and jugs, etc.	Berlin Packaging, L.L.C.	Registered
HYBRID PACKAGING SUPPLIER	Serial No. 77/610,169 Reg. No. 4,150,434	Filing Date 11/7/2008 Reg. Date 5/29/2012	Int'l Cl. 16 – packaging products, namely paper and cardboard boxes, etc. Int'l Cl. 20 – non-metal drums sold empty for the storage and transportation of goods Int'l Cl. 21 – packaging products, namely glass and plastic bottles, etc. Int'l Cl. 35 – distributorship services in the field of packaging products Int'l Cl. 42 – consultation services in the design of packaging products	Berlin Packaging, L.L.C.	Registered
CONTINENTAL PACKAGING SOLUTIONS	Serial No. 85/137,730 Reg. No. 4,055,027	Filing Date 9/24/2010 Reg. Date 11/15/2011	Int'l Cl. 35 – wholesale distributorship services in the field of product packaging, etc. Int'l Cl. 42 – design services in the field of product packaging	Continental Packaging Solutions	Registered
ONE CALL BRINGS IT ALL!	Serial No. 75/065,133 Reg. No. 2,087,109	Filing Date 2/29/1996 Reg. Date 8/12/1997	Int'l Cl. 42 – wholesale distributorship in the fields of glass containers, plastic containers, etc.	Continental Packaging Solutions	Registered

	Serial No. 85/137,765 Reg. No. 4,055,028	Filing Date 9/24/2010 Reg. Date 11/15/2011	Int'l Cl. 35 – wholesale distributorship services in the field of product packaging, etc. Int'l Cl. 42 – design services in the field of product packaging	Continental Packaging Solutions	Registered
	Serial No. 85/137,806 Reg. No. 4,148,573	Filing Date 9/24/2010 Reg. Date 5/29/2012	Int'l Cl. 20 – plastic containers for commercial packaging in the nature of bottles, jars, tubes, packettes, and spray pumps	Continental Packaging Solutions	Registered
UNITED STATES CONTAINER CORPORATION	Serial No. 74/041,719 Reg. No. 1,658,239	Filing Date 3/23/1990 Reg. Date 9/24/1991	Int'l Cl. 35 – distributorship services in the field of pails, cans, drums, bottles, and containers	Berlin Packaging, L.L.C.	Registered
U.S. CONTAINER	Serial No. 75/833,143 Reg. No. 2,713,834	Filing Date 10/27/1999 Reg. Date 5/6/2003	Int'l Cl. 35 – distributorships in the field of bottles, pails, cans, drums, and containers	Berlin Packaging, L.L.C.	Registered
	Serial No. 75/190,224 Reg. No. 2,161,432	Filing Date 10/31/1996 Reg. Date 6/2/1998	Int'l Cl. 35 – distributorship services in the field of pails, cans, drums, bottles and containers	Berlin Packaging, L.L.C.	Registered
	Serial No. 85/348,923 Reg. No. 4,101,834	Filing Date 6/17/2011 Reg. Date 2/21/2012	Int'l Cl. 35 – wholesale distributorship featuring bottles, containers, and bottle and container accessories	Berlin Packaging, L.L.C.	Registered

U.S. State and International Trademarks – None.