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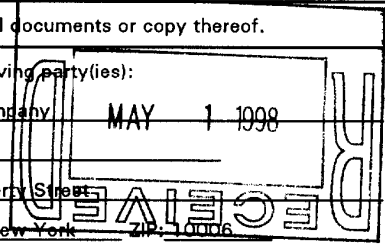
SHEET  
JLY

To the Honorable Commissic

he attached original documents or copy thereof.

1. Name of conveying party(ies):  
Corporate Express, Inc.  
 Individuals  
 General Partnership - New York  Limited Partnership  
Corporation - Colorado  
 Other  
Additional name(s) of conveying party(ies) attached? Yes X No

Name: Bankers Trust Company  
Internal Address:  
Street Address: 130 Liberty Street  
City: New York State: New York ZIP: 10006  
 Individual(s) citizenship  
 Association  
 General Partnership  
 Limited Partnership  
 Corporation  
 Other



3. Nature of conveyance:  
Assignment Merger  
 Security Agreement Change of Name  
 Other  
Execution Date: April 17, 1998

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)

Trademark Registration No.(s)  
1,606,908

Additional numbers attached X Yes No

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

Name: Paul A. Alfaks, Esq.

Internal Address: White & Case

Street Address: 1155 Avenue of the Americas

City: New York State: NY ZIP: 10036-2787

6. Total number of applications and registrations involved: 6

7. Total fee (37 CFR 3.41): \$165.00  
 Enclosed  
Authorized to be charged to deposit account

8. Deposit account number:

23-1705

(Attach duplicate copy of this page if paying by deposit account)

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40.00 OP  
125.00 OP

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.

Meredith Schorr

4/30/98

Name of Person Signing

Signature

date

Total number of pages comprising cover sheet:

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patents and Trademarks

Box Assignments

Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

Schedule A

**LIST OF SIGNIFICANT TRADEMARKS AND APPLICATIONS**

<u>Assignor Entity</u>	<u>Trademark/Logo</u>	<u>Number</u>	<u>Status</u>
Corporate Express, Inc.	Corporate Express	1,606,908	Registered
	Corporate Express Logo	1,719,176	Registered
	Corporate Express (class 35)	2,127,359	affidavit 1/6/02 renewal 1/2/07
	Corporate Express Logo (class 35)	2,130,484	affidavit 1/20/02 renewal 1/20/07
	Corporate Express (class 39)	2,132,583	affidavit 1/27/02 renewal 1/27/07
	Corporate Express Logo (class 39)	2,132,521	affidavit 1/27/02 renewal 1/27/07

ASSIGNMENT OF SECURITY INTEREST  
IN UNITED STATES TRADEMARKS

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, Corporate Express, Inc., a Colorado corporation (the "Assignor") with principal offices at 1 Environmental Way, Broomfield, Colorado 80021, hereby assigns and grants to Bankers Trust Company, as Collateral Agent, with principal offices at 130 Liberty Street, New York, New York 10006 (the "Assignee"), a security interest in (i) all of the Assignor'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, (ii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated, 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 ASSIGNMENT OF SECURITY INTEREST is made to secure the satisfactory performance and payment of all the Obligations of the Assignor, as such term is defined in the Security Agreement among the Assignor, the other assignors from time to time party thereto and the Assignee, dated as of

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April 17, 1998 (as amended from time to time, the "Security Agreement"). Upon termination of the Security agreement pursuant to Section 10.8 thereof, the Assignee shall, upon such satisfaction, execute, acknowledge, and deliver to the Assignor an instrument in writing releasing the security interest in the Marks acquired under this Assignment of Security Interest.

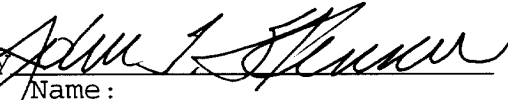
This Assignment of Security Interest has been granted in conjunction with the security interest granted to the Assignee under the Security Agreement. The rights and remedies of the Assignee with respect to the security interest granted herein are without prejudice to, and are in addition to those set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Assignment of Security Interest are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

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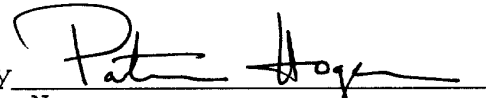
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IN WITNESS WHEREOF, the undersigned have executed  
this Assignment of Security Interest as of the 17<sup>m</sup> day of  
April, 1998.

CORPORATE EXPRESS, INC.,  
Assignor

By   
Name:  
Title:

BANKERS TRUST COMPANY,  
as Collateral Agent, Assignee

By   
Name:  
Title: **PATRICIA HOGAN**  
**PRINCIPAL**

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STATE OF NEW YORK            )  
  )  ss.:  
COUNTY OF NEW YORK        )

On this 17<sup>th</sup> day of April, 1998, before me personally came John T. Skinner who, being by me duly sworn, did state as follows: that he is Vice President of Corporate Express, Inc., a corporation of Colorado, that he is authorized to execute the foregoing Assignment of Security Interest on behalf of said corporation and that he did so by authority of the Board of Directors of said corporation.

Keri L. Sarajian  
Notary Public

KERI L. SARAJIAN  
Notary Public, State of New York  
No. 01SA5064764  
Qualified in New York County  
Commission Expires Aug. 26, 1998

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STATE OF NEW YORK     )  
                                  )    ss.:  
COUNTY OF NEW YORK )

On this 17<sup>th</sup> day of April, 1998, before me personally came Patricia Hogan who, being by me duly sworn, did state as follows: that she is Principal of Bankers Trust Company, that he is authorized to execute the foregoing Assignment of Security Interest on behalf of said corporation and that he did so by authority of the Board of Directors of said corporation.

Keri Sarajian  
Notary Public

KERI L. SARAJIAN  
Notary Public, State of New York  
No. 01SA5064764  
Qualified in New York County  
Commission Expires Aug. 26, 1998

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RECORDED: 05/01/1998

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