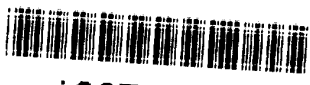


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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

IN 15 1998

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To the Honorable Commissioner of Patents and Trademarks	
1. Name of Party(ies) conveying an interest: Ultra Pac, Inc. 21925 Industrial Blvd. Rogers, Minnesota 55374 <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation <u>Minnesota</u> <input type="checkbox"/> Other Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2. Name of Party(ies) receiving an interest: Name: <u>NationsBank, N.A., As Agent</u> Internal Address: <u>Independence Center, 15th Floor</u> Street Address: <u>101 North Tryon Street</u> City: <u>Charlotte</u> State: <u>North Carolina</u> Zip: <u>28255</u> <input type="checkbox"/> Individual(s) citizenship <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation <input checked="" type="checkbox"/> Other <u>National Banking Association</u> Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
3. Nature of Conveyance: <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input checked="" type="checkbox"/> Other <u>Notice of Grant of Security Interest In Trademarks</u> Execution Date: <u>October 2, 1997</u>	
4. Application number(s) or registration number(s): A. Trademark Application No (s): <u>N/A</u> Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	B. Trademark Registration No.(s): <u>2,117,754</u>
5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Arlene D. Hanks, Esq.</u> Internal Address: <u>Moore & Van Allen, PLLC</u> Street Address: <u>2200 West Main Street, Suite 800</u> City: <u>Durham</u> State: <u>NC</u> ZIP: <u>27705</u>	6. Total number of applications and registrations involved: <u>1</u> 7. Total fee (37 CFR 3.4): \$ <u>40.00</u> <input checked="" type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account (Any Deficiency)
	8. Deposit account number: <u>13-4365</u> (Attach duplicate copy of this form if paying by deposit account).
DO NOT USE THIS SPACE	
9. Statement and signature. <i>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.</i> <u>Arlene D. Hanks, Esq.</u> <u>6-11-98</u> Name of Person Signing Signature Date Total number of pages including cover sheet, attachments and document: <u>54</u>	
Mail documents to be recorded with required cover sheet information to: Commissioner of Patents and Trademarks Box Assignments Washington, D.C. 20231	CERTIFICATE OF MAILING I hereby certify that this paper is being deposited with the United States Postal Service as first class mail in an envelope addressed to the Commissioner Of Patent And Trademarks, Washington, DC 20231, BOX ASSIGNMENTS. <u>Brian Steklloff</u> (Typed or printed name of person signing the certificate) (Signature of the person signing the certificate) <u>6/11/98</u> (Date of Signature)

06/22/1998 JUMKINS 000015 2117754

**NOTICE OF GRANT OF SECURITY INTEREST
IN TRADEMARKS**

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of October 2, 1997 (the "Security Agreement") by and among the Credit Parties party thereto (each a "Credit Party" and collectively, the "Credit Parties") and NationsBank, N.A., as Agent (the "Agent") for the lenders referenced therein (the "Lenders"), the undersigned Credit Party has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications shown below to the Agent for the ratable benefit of the Lenders:

TRADEMARKS

<u>Description of Trademark Item</u>	<u>Trademark No.</u>	<u>Date of Trademark</u>
ULTRA PAC	Registration No. 2,117,754	12/02/97

Trademark Applications

<u>Trademark Applications No.</u>	<u>Description of Trademark Applied For</u>	<u>Date of Trademark Applications</u>
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NONE

The Credit Parties and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

IPC, INC.
ULTRA PAC, INC.

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

NATIONSBANK, N.A., as Agent

By: *Kevin J. Donoghue*
Name: *Kevin J. Donoghue*
Title: *Senior Vice President*

MOORE & VAN ALLEN, PLLC

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DURHAM, NORTH CAROLINA 27702-3843
<http://www.mvalaw.com>

OTHER OFFICES:
CHARLOTTE, NC
RALEIGH, NC
CHARLESTON, SC

June 11, 1998

Commissioner of Patents and Trademarks
BOX ASSIGNMENTS
Washington, D.C. 20231

Via Certified Mail
Z 445 764 152

Re: Recordation Of Notice Of Grant Of Security Interest In Trademarks.

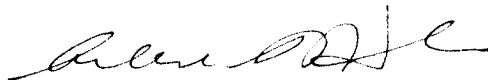
Dear Sir/Madam:

Please find enclosed the following documents for recordation with the Patent and Trademark Office.

1. Recordation Form Cover Sheet - Trademarks;
2. Notice of Grant of Security Interest In Trademarks, executed October 2, 1997, between Ultra Pac, Inc. and NationsBank, N.A., As Agent;
3. Check No. 26253 in the amount of Forty Dollars (\$40.00);
4. Post Card acknowledgment of filed Notice of Grant of Security Interest In Trademarks documents.

Sincerely yours,

MOORE & VAN ALLEN, PLLC



Arlene D. Hanks

CERTIFICATE OF MAILING

I hereby certify that this paper is being deposited with the United States Postal Service as first class mail in an envelope addressed to the Commissioner of Patent And Trademarks, BOX ASSIGNMENTS, Washington, DC 20231.

Brian Steklloff
(Typed or printed name of person signing the certificate)

Brian Steklloff
(Signature of the person signing the certificate)

6/11/98
(Date of Signature)