

MRD 8-7-98

08-11-1998

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To the Honorable Commissioner of P

100789678

attached original documents or copy thereof.

1. Name of conveying party(ies):

Jefferson Smurfit Corporation (U.S.)
8182 Maryland Avenue
Clayton, Missouri 63105

- Individual(s)
- General Partnership
- Corporation-State - Delaware
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Correction of Security Agreement
- Merger
- Change of Name

Execution Date: August 3, 1998

2. Name and address of receiving party(ies):

Name: The Chase Manhattan Bank

Internal Address: _____

Street Address: 270 Park Avenue

City: New York State: NY ZIP: 10017

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State A New York banking Corp
- Other _____

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)

NONE

B. Trademark registration No.(s)

1,603,011

1,607,011

Additional numbers attached? Yes No

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

Name: Allen H. Harrison, Jr.

Internal Address: 750 West

Street Address: 1100 New York Avenue, N.W.

City: Washington State: D.C. ZIP: 20005

6. Total number of applications and registrations involved: _____

2

7. Total fee (37 CFR 3.41):..... \$ 65.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

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

08/11/1998 DNGUYEN 00000047 1603011

DO NOT USE THIS SPACE

01 FC:481 40.00 OP
02 FC:482 25.00 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.

Allen H. Harrison, Jr.
Name of Person Signing

Allen H. Harrison, Jr. Aug 5, 1998
Signature Date

Total number of pages comprising cover sheet: **ONE**

OMB No. 0651-0011 (exp. 4/94)

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

TRADEMARK

REEL: 1765 FRAME: 0828

Time for recording for this sample cover sheet is estimated to average about 30 minutes per

CORRECTION OF SECURITY AGREEMENT

THIS CORRECTION OF SECURITY AGREEMENT is made as of the 3rd day of AUGUST, 1998, among JEFFERSON SMURFIT CORPORATION, a Delaware corporation ("JSC"), JEFFERSON SMURFIT CORPORATION (U.S.), a Delaware corporation (the "Borrower"), each other subsidiary of JSC listed on the signature pages hereof (each such subsidiary, JSC and Borrower individually, a "Guarantor" and a "Grantor" and, collectively, the "Guarantors" and the "Grantors"), and THE CHASE MANHATAN BANK, a New York banking corporation ("Chase") as collateral agent (in such capacity, the "Collateral Agent") for the Secured Parties (as defined in that certain PATENT, TRADEMARK AND COPYRIGHT SECURITY AGREEMENT dated as of March 24, 1998 ("Security Agreement") mentioned herein below).

WHEREAS, the above-mentioned Security Agreement among the parties hereto was filed and recorded in the records of the Assignment Division of the United States Patent and Trademark Office on April 27, 1998 on Reel 1720 beginning on Frame 0239, whereby the Borrower granted to Chase a security interest in thirty one (31) of its trademarks and the related United States Trademark Registrations; and

WHEREAS, through inadvertence, one of the Trademark Registration Numbers was incorrectly listed and is found alone on the page of that part of Schedule II titled "Jefferson Smurfit Corporation (U.S.)", namely United States

Trademark Registration Number 1,603,011 which should have been listed as United States Trademark Registration Number 1,607,011.

NOW THEREFORE, in order to correct the above-mentioned Schedule II to the Security Agreement, the parties hereto agree to delete United States Trademark Registration Number 1,603,011 as listed alone on the page of the aforesaid Schedule II titled "Jefferson Smurfit Corporation (U.S.)" and in its place add 1,607,011.

IN WITNESS WHEREOF, the parties hereto have duly executed this CORRECTION OF SECURITY AGREEMENT as of the date first above written.

JEFFERSON SMURFIT CORPORATION,

by M. Tierney

NAME: Michael E. Tierney

TITLE: Vice President

JEFFERSON SMURFIT CORPORATION (U.S.),

by M. Tierney

NAME: Michael E. Tierney

TITLE: Vice President

JSCE, INC.,

by M. Tierney

NAME: Michael E. Tierney

TITLE: Vice President

SMURFIT NEWSPRINT CORPORATION,

by M. Geary

NAME: Michael E. Tierney

TITLE: Secretary

THE CHASE MANHATTAN BANK, as
Collateral Agent,

by [Signature]

NAME: **William P. Rindfus**

TITLE: **Vice President**

DONELAN, CLEARY, WOOD & MASER, P.C.

ATTORNEYS AND COUNSELORS AT LAW

SUITE 750

1100 NEW YORK AVENUE, N.W.
WASHINGTON, D.C. 20005-3934

OFFICE: (202) 371-9500

TELECOPIER: (202) 371-0900

August 5, 1998

Assignment Branch
Correction of Security Agreement
Jefferson Smurfit Corporation (U.S.)/The Chase Manhattan Bank
Delete One and Add One U.S. Trademark Registration.

Dear Sir:

On behalf of The Chase Manhattan Bank, a New York banking corporation, assignee, 270 Park Avenue, New York, New York 10017, I submit for filing and recording in the assignment records of the United States Patent and Trademark Office the enclosed executed counterpart of a document entitled "Correction of Security Agreement" (hereinafter "Correction"), made as of August 3, 1998.

As is noted in the Correction, the Correction is for the purpose of deleting a trademark registration encumbered by error in a certain recorded security agreement document and in its place adding the correct trademark registration to be subject to the security agreement whereby Jefferson Smurfit Corporation (U.S.) grants a security interest to The Chase Manhattan Bank in, among other things, the added trademark registration.

To facilitate the indexing, there is attached a "Trademarks Only" Recordation Form Cover Sheet ("Cover Sheet").

Enclosed is a check in the amount of sixty-five (\$65.00) dollars in payment of the filing/indexing fees for the two (2) trademark registrations as listed in the attached Cover Sheet (namely \$40 for the document and one mark plus \$25.00 per each mark after one, for a total of \$65.00).

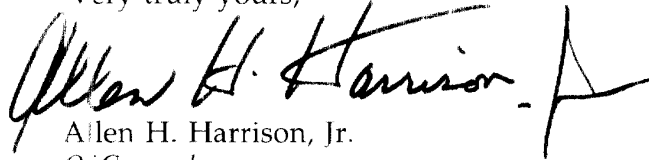
Once the Correction is recorded in both the trademark registration number index and the Assignor/Assignee Index, it should be returned to me at the following address:

Allen H. Harrison, Jr.
Suite 705 West
1100 New York Avenue, N.W.
Washington, D.C. 20005-3934

TRADEMARK
REEL: 1765 FRAME: 0832

I thank you for your help and assistance, and if there are any questions concerning this matter, I can be reached locally at 202-371-9500.

Very truly yours,

A handwritten signature in black ink, reading "Allen H. Harrison, Jr." with a stylized flourish at the end.

Allen H. Harrison, Jr.
Of Counsel

Box Assignments
Commission of Patents and Trademarks
Washington, D.C. 20231

Enclosures

CERTIFIED MAIL-RETURN RECEIPT REQUESTED

Certified Mail No. Z 203 548 550

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