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U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

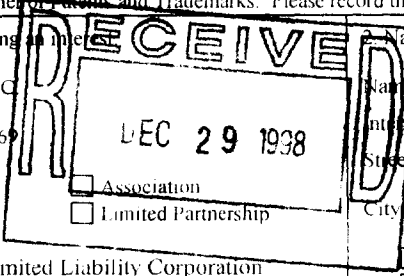
To the Honorable Commissioner of Patents and Trademarks. Please record the attached original document or copy thereof.

1 Name of Party(ies) conveying an interest: **Bagecraft Acquisition, L.L.C.**  
100 Tri-State  
Lincolnshire Illinois 60669

2 Name and Address of Party(ies) receiving an interest:  
Name: **NationsBank, N.A., As Agent**  
Internal Address: **Independence Center, NC 001-15-04**  
Street Address: **100 North Tryon Street, 15th Floor**  
City: **Charlotte** State: **North Carolina** Zip: **28255**

Individual(s)  
 General Partnership  
 Corporation  
 Other **Delaware Limited Liability Corporation**

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



3 Nature of Conveyance:  
 Assignment  Merger  
 Security Agreement  Change of Name  
 Other **Notice of Grant of Security Interest In Trademarks**  
Execution Date: **November 20, 1998**

Additional name(s) & address(es) attached?  Yes  No

4 Application number(s) or registration number(s):  
A. Trademark Application No.(s): **N/A**  
B. Trademark Registration No.(s): **Sec Attached**

Additional numbers attached?  Yes  No

5 Name and address of party to whom correspondence concerning document should be mailed:  
Name: **Arlene D. Hanks, Esq.**  
Internal Address: **Moore & Van Allen, PLLC**  
Street Address: **2200 West Main Street, Suite 800**  
City: **Durham** State: **NC** ZIP: **27705**

6 Total number of applications and registrations involved: **14**

7 Total fee (37 CFR 3.4): \$ **345.00**  
 Enclosed  
 Authorized to be charged to deposit account (Any Deficiency)

8 Deposit account number: **13-4365**  
(Attach duplicate copy of this form if paying by deposit account)

DO NOT USE THIS SPACE

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.*

**Arlene D. Hanks, Esq.** *[Signature]* **12-23-98**  
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments and document **4**

Main documents to be recorded with required cover sheet information to  
Commissioner of Patents and Trademarks  
Box Assignments  
Washington, D.C. 20231

12/31/1998 TTDN11 00000006 134365 1964134  
01 FC:481 40.00 DP  
02 FC:482 20.00 CH 305.00 DP

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

**Patrick T. Walls**  
(Typed or printed name of person signing the certificate)

*[Signature]*  
(Signature of the person signing the certificate)

**12/23/98**  
(Date of Signature)

**ATTACHMENT A**  
**Recordation Form Cover Sheet - Trademarks**

**4. Application Number(s) or Registration Number(s):**

**A. Trademark Application Numbers: N/A**

**B. Trademark Registration Numbers:**

<b>Mark</b>	<b>Registration No.</b>
BAGCRAFT (Stylized Letters)	1,964,134
CAMEO	1,531,968
DUBL-CLEAR	1,533,089
DUBL-HANDL	1,558,630
DUBL-VIEW	1,739,803
GRAZING BAGS	1,541,512
IDENTO	1,531,967
TRIO	1,531,969
BAGCRAFT (Stylized Letters)	602,576
DUBL-FRESH	804,067
DUBL-WAX	2,185,943
DUBL-PANEL	775,159
INVITE-A-BITE & Design	684,255
OPEN SESAME	746,055

NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of November 20, 1998 (as the same may be amended, modified, extended or restated from time to time) (the "Security Agreement") by and among the Obligors thereto (each an "Obligor" and collectively "Obligors") and NationsBank, N.A., as agent (the "Agent") for the lenders referenced therein (the "Lenders"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks, service marks, trademark applications and service mark applications on Schedule A hereto (the "Trademarks") to the Agent for the ratable benefit of the Lenders.

The Obligors and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the Trademarks (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 the Trademarks.

Very truly yours,



BAGCRAFT ACQUISITION, L.L.C.

By: G. Douglas Patterson  
Name: G. Douglas Patterson  
Title: Vice-President

Acknowledged and Accepted:

NATIONSBANK, N.A., as Agent

By: Lisa S. Donoghue  
Name: Lisa S. Donoghue  
Title: Sr. Vice President

SCHEDULE A TO NOTICE OF GRANT  
OF SECURITY INTEREST IN TRADEMARKS

<b>Bagcraft Acquisition, L.L.C Registered Trademarks</b>	
<b>Name of Trademark</b>	<b>Registration Number</b>
BAGCRAFT (Stylized letters)	1,964,134
CAMEO	1,531,968
DUBL-CLEAR	1,533,089
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