

MDP
5-24-99

RECORDATION OF
TRADEMARK

05-28-1999



DEPARTMENT OF COMMERCE
Patent and Trademark Office

101050654

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

1. Name of conveying party(ies): **Pasadena Paper Company**

- ☐ Individual(s) ☐ Association
☐ General Partnership ☒ Limited Partnership- Texas
☐ Corporation - State
☐ Other

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

3. Nature of conveyance:

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

Execution Date: **May 11, 1999**

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

Name: **Bank of America National Trust and Savings Association**

Internal Address: **55 South Lake Avenue, Suite 900, Pasadena,**

California 91101

Street Address: **55 South Lake Avenue, Suite 900, Pasadena,**
California 91101

- ☐ Individual(s) citizenship
☐ Association
☐ General Partnership
☐ Limited Partnership
☐ Corporation-State
☒ Other **National Banking Association**

If assignee is not domiciled in the United States, a domestic representative designation is attached:

☐ Yes ☐ No
(Designation 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)

B. Trademark Registration No.(s)

1,893,611

Additional numbers attached? ☐ Yes ☒ No

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

Name:

Sallie K. Carlisle

Street Address:

**Jenkins and Gilchrist P.C.
1100 Louisiana Street, Suite 1800
Houston, Texas 77002-5214**

6. Total number of applications and registrations involved: **1**

7. Total fee (37 CFR 3.41): **\$ 40.00**

- ☒ Enclosed
☐ Authorized to be charged to deposit account.

(If check is not received with this correspondence or additional fees are required, please charge to deposit account 10-0447.)

8. Deposit Account number: **10-0447**
(Attach duplicate copy of this page if paying by deposit account)

05/27/1999 JSRABAZZ 00000193 1893611

DO NOT USE THIS SPACE

01/00/99

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.

Sallie K. Carlisle

Name of Person Signing

Sallie K. Carlisle

Signature

5/20/99

Date

Total number of pages comprising cover sheet: 1

Date of Deposit

May 20, 1999

I hereby certify under 37 CFR 1.8(a) that this correspondence is being deposited with the United States Postal Service as **first class mail** with sufficient postage on the date indicated above and is addressed to the Commissioner of Patents and Trademarks, Box ASSIGNMENT, Washington, D.C. 20231.

Sallie Carlisle

Sallie Carlisle

TRADEMARK AND TRADE NAME SECURITY AGREEMENT

WHEREAS, PASADENA PAPER COMPANY LP, a Texas limited partnership, with its chief executive office at North Shaver and Washburn Tunnel, P.O. Box 872, Pasadena, Texas 77501-0872, (hereinafter referred to as "Debtor"), has acquired, adopted and used, and is using, the trademarks and/or trade names listed in Exhibit "A" attached hereto and made a part hereof, which, as indicated in Exhibit "A", are registered in the United States Patent and Trademark Office; and

WHEREAS, Debtor and Bank of America National Trust and Savings Association, a Delaware corporation, having an office at 55 South Lake Avenue, Suite 900, Pasadena, California 91101 (herein referred to as "Secured Party"), have entered into a Loan and Security Agreement (herein referred to as the "Loan Agreement"), of even date herewith, by which Secured Party has acquired security interests in said trademarks and trade names and the applications or registrations thereof;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Debtor does hereby grant, transfer, assign and convey a security interest to Secured Party in all rights, titles and interests in and to the said trademarks and trade names, together with the goodwill of the business symbolized by the trademarks and trade names, and in the registrations or applications for registration thereof.

Debtor further covenants and warrants to Secured Party:

(a) that Debtor is the sole and exclusive owner of the trademarks and trade names and all rights comprised in the trademarks and trade names, subject to limitations imposed by law, and has the full authority to make this assignment;

(b) that the trademarks and trade names have not heretofore been pledged, hypothecated or otherwise encumbered, and are in all aspects free and clear of any encumbrances;

(c) that to its knowledge the validity of the trademarks and trade names has never been questioned;

(d) that Debtor has not entered into any contract or made any commitment that will or may impair Secured Party's rights hereunder; and

(e) that the trademarks and trade names and all rights comprised in the trademarks and trade names shall not be licensed or assigned in any manner without prior permission from Secured Party.

THIS TRADEMARK AND TRADE NAME SECURITY AGREEMENT HAS BEEN EXECUTED, DELIVERED AND ACCEPTED AT AND SHALL BE DEEMED TO HAVE

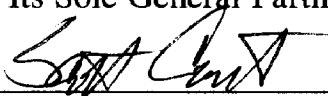
BEEN MADE AT DALLAS, TEXAS, AND SHALL BE INTERPRETED AND THE RIGHTS AND OBLIGATIONS OF THE PARTIES HERETO DETERMINED IN ACCORDANCE WITH APPLICABLE FEDERAL LAW AND THE INTERNAL LAWS OF THE STATE OF TEXAS, APPLICABLE TO AGREEMENTS EXECUTED, DELIVERED AND PERFORMED THEREIN.

IN WITNESS WHEREOF, Debtor and Secured Party have executed this Trademark and Trade Name Security Agreement as of this 11th day of May, 1999.

PASADENA PAPER COMPANY LP

By: Texas Paper Inc.


Its Sole General Partner

By: 

Name: Scott Conant

Title: Controller and Treasurer

BANK OF AMERICA NATIONAL TRUST AND SAVINGS ASSOCIATION

By: 

Name: Richard G. Burke

Title: Vice President


THE STATE OF TEXAS §
 §
COUNTY OF DALLAS §

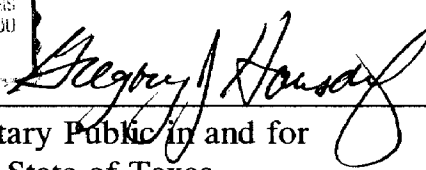
BEFORE ME, the undersigned Notary Public, on this day personally appeared Scott Conant, the Controller and Treasurer of Texas Paper Inc., a Delaware corporation, the Sole General Partner of Pasadena Paper Company LP, proved to me to be the person and officer whose name is subscribed to the foregoing instrument and acknowledged to me that the same was the act of said corporation, and that he executed the same as the act of said corporation for the purpose and consideration therein expressed and in the capacity therein stated.

GIVEN UNDER MY HAND AND OFFICIAL SEAL this 11th day of May, 1999.

[S E A L]

My Commission Expires: _____


Gregory J. Hausdorf
Notary Public, State of Texas
My Comm. Expires 08/19/00


Notary Public in and for
the State of Texas

THE STATE OF TEXAS

§

§

COUNTY OF DALLAS

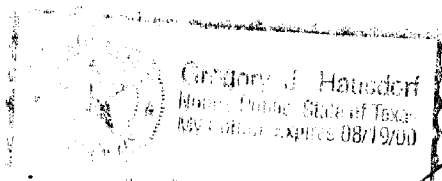
§

BEFORE ME, the undersigned Notary Public, on this day personally appeared Richard G. Burke, the Vice President of Bank of America National Trust and Savings Association, a Delaware corporation, and proved to me to be the person and officer whose name is subscribed to the foregoing instrument and acknowledged to me that the same was the act of said corporation, and that he executed the same as the act of said corporation for the purposes and consideration therein expressed and in the capacity therein stated.

GIVEN UNDER MY HAND AND OFFICIAL SEAL this 1st day of May, 1999.

[SEAL]

My Commission Expires:



Gregory J. Hausdorf
Notary Public in and for
the State of Texas

Exhibit "A"

Trademarks

U.S. Trademarks		
Trademark	Serial/Registration Number	Filing/Registration Date
LAREDO	1,893,611	May 9, 1995