FORM PTO-1594
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)

RECORDATION FORM COVER SHEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

07-31-2000 LY 7.6.00

Tab settings ⇨ ⇨ ⇨ ▼

101418347

JUL 0 6 2000 PATENT & TRADEMARK OFFICE

To the Honorable Commissioner of ... attached original documents or copy thereof.

1. Name of conveying party(ies):

Sweetheart Cup Company In

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

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

2. Name and address of receiving party(ies)

Name: Bank of America, N.A.

Internal Address:

Street Address: 40 East 52nd Street

City: New York State: N.Y. ZIP: 10022

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

3. Nature of conveyance:

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

Execution Date: June 15, 2000

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,877,619

Additional numbers attached? ☒ Yes ☐ No

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

Name: Sita Ramnarace

Internal Address: Kaye Scholer Fierman Hays, & Handler, LLP

Street Address: 425 Park Avenue

City: New York State: N.Y. ZIP: 10022

6. Total number of applications and registrations involved: 19

7. Total fee (37 CFR 3.41).....$ 490.00

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

8. Deposit account number:

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

DO NOT USE THIS SPACE

07/26/2000 NTHAI1 00000289 1877619
01 FC:481 40.00 OP
02 FC:482 450.00 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.

Sita Ramnarace — Name of Person Signing

Signature

7/18/2000 — Date

Total number of pages including cover sheet, attachments, and document:

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

Doc #30117599.WPD

SCHEDULE A
TO COLLATERAL ASSIGNMENT
FOR SECURITY IN
U.S. TRADEMARKS

Trademarks

Reg. Number	Mark	Reg. Date
1,877,619	FLEXGUARD (stylized)	02/07/95
1,904,482	METEOR	07/11/95
1,910,009	FLEX-E-FORM	08/08/95
1,914,543	FOOD PAC	08/29/95
1,920,930	SHADES	09/19/95
1,936,166	THE GOURMET LID	11/14/95
1,949,536	GUARDIAN CARRIER	01/16/96
2,278,854	HIGHLIGHTS	09/21/99
2,334,533	MISC. DESIGN (JAZZ)	03/28/98
1,833,111	FLEX-E-FORM	04/26/94
1,838,692	MISC. DESIGN - PREFERENCE	06/07/94
1,852,422	BASIX	09/06/94
1,860,417	PINNACLE	10/25/94
1,865,264	FLEXGUARD	11/29/94
2,121,107	SIMPLE ELEGANCE	12/16/97
2,344,556	MISC. DESIGN (JAZZ)	04/25/00
2,347,713	CLEARLIGHT	05/02/00
2,336,329	MAXIMIZERS	03/28/00
2,346,331	SQUEEZE UP	05/02/00

Doc #30117399.WPD

COLLATERAL ASSIGNMENT FOR SECURITY IN U.S. TRADEMARKS

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, SWEETHEART CUP COMPANY INC., a Delaware corporation ("Assignor"), with principal offices at 10100 Reisterstown Road, Owings Mills, Maryland 21117, hereby grants to BANK OF AMERICA, N.A. (as successor-in-interest to BankAmerica Business Credit, Inc.) with principal offices at 40 East 52nd Street, New York, New York 10022, as Agent (in such capacity, the "Assignee") for the benefit of the Secured Creditors (as defined in the Borrower Security Agreement referred to below), a security interest in all of Assignor's right, title and interest in and to the U.S. trademark and service mark registrations and applications therefor set forth on Schedule A hereto (the "Marks"), together with the goodwill of the business symbolized by the Marks, and all claims for damages for past infringement of such Marks.

This Collateral Assignment for Security is made to secure the satisfactory performance of all of the Obligations, as such term is defined in the Amended and Restated Borrower Security Agreement, dated as of October 24, 1997 (as further amended, modified and supplemented from time to time, the "Borrower Security Agreement"), between the Assignor and the Assignee, and is subject to the terms of such Borrower Security Agreement. This Collateral Assignment shall terminate on the Payment and Termination Date (as defined in the Borrower Security Agreement) at which time, at the request and expense of the Assignor, the Assignee shall execute and deliver to Assignor a proper instrument or instruments acknowledging the satisfaction and termination of the Borrower

Security Agreement as to the Assignor and releasing (without representation or warranty) the security interest in the Marks acquired under this Collateral Assignment.

[INTENTIONALLY LEFT BLANK]

TRADEMARK
REEL: 002111 FRAME: 0837

IN WITNESS WHEREOF, the undersigned, by and through its authorized officer, has caused this instrument to be executed on the date first written below.

SWEETHEART CUP COMPANY INC.

By _____
Title: Vice President

Dated: June 15th, 2000

TRADEMARK
REEL: 002111 FRAME: 0838

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

On this 15th day of June, 2000, before me personally appeared Daniel M. Carson, to me known who, being by me duly sworn, did depose and say that (s)he resides at 2941 Hunt Valley, Dr Glenwood, MD, 21738 and that (s)he is the Vice President of SWEETHEART CUP COMPANY INC. described herein and which executed the foregoing instrument, and that (s)he signed his or her name thereto pursuant to the authority granted by SWEETHEART CUP COMPANY INC.

Notary Public

J. SITA RAMNARACE
Notary Public, State of New York
No. 01RA6008809
Qualified in Queens County
Commission Expires June 15, 2000

Doc #1483425.WPD