

INTELLECTUAL PROPERTY ASSIGNMENT AGREEMENT

This INTELLECTUAL PROPERTY ASSIGNMENT AGREEMENT (the "Agreement"), dated as of July 1, 1999, is entered by and between AMERICAN NATIONAL CAN COMPANY, a Delaware corporation, having a place of business at 8770 W. Bryn Mawr Avenue, Chicago, Illinois ("ANC"), and PECHINEY PLASTIC PACKAGING, INC., a Delaware corporation, having a place of business at 8770 W. Bryn Mawr Avenue, Chicago, Illinois ("Pechiney Plastics").

WHEREAS, ANC and Pechiney Plastics have entered into a Contribution, Assignment and Assumption Agreement, dated as of July 1, 1999 (the "Contribution Agreement");

WHEREAS, the Contribution Agreement requires ANC and Pechiney Plastics to execute and deliver this Agreement;

NOW, THEREFORE, in consideration of the premises and mutual agreements and covenants set forth herein, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

SECTION 1. Definitions. As used in this Agreement, the following terms shall have the meanings set forth below.

"Patents" means the patents and patent applications set forth on Schedule A, all reissues, divisions, continuations, continuations-in-part, extensions and reexaminations thereof, and all rights therein provided by international treaties or conventions.

"Trademarks" means the trademarks and service marks set forth on Schedule B, the goodwill of the business symbolized thereby, all common law rights with respect thereto, all applications and registrations thereof, all rights therein provided by international treaties or conventions, and all extensions and renewals thereof.

SECTION 2. Transfer and Assignment of Intellectual Property. ANC hereby sells, assigns, and transfers to Pechiney Plastics all of its right, title and interest in and to the Patents, Trademarks, and the goodwill of the business symbolized by the Trademarks.

SECTION 3. Governmental Filings. ANC shall furnish Pechiney Plastics with such necessary information and reasonable assistance, including execution of such other required

documents, as Pechiney Plastics may reasonably request in connection with recording its ownership interest in the Patents and Trademarks, with any governmental authority.

SECTION 4. Construction. The parties agree that, to the extent that any terms or provisions of this Agreement differ or conflict with any provision or term of the Contribution Agreement, the applicable terms and provisions of the Contribution Agreement shall control and take precedence.

SECTION 5. Governing Law. This Agreement shall be governed by, and construed in accordance with, the laws of the State of Illinois, United States of America, without giving effect to the conflicts of law principles thereof.

SECTION 6. Counterparts. This Agreement may be executed in one or more counterparts, each of which shall be deemed to be an original but all of which taken together shall constitute one and the same instrument.

IN WITNESS WHEREOF, the parties hereto have duly executed this Agreement
as of the day and year first above written.

AMERICAN NATIONAL CAN COMPANY

By: _____
Name: Modin
Title: _____

PECHINEY PLASTIC PACKAGING, INC.

By: _____
Name: Booris
Title: _____

SCHEDULE B

ANC TRADEMARKS AND TRADEMARK APPLICATIONS

Country	Mark Name	Status	Curr App No	Curr App Dt	Curr Reg No	Curr Reg. D
Argentina CLASS:	GLAMINATE: 16 GOODS: ALL GOODS IN CLASS 16, INCLUDING LAMINATED SQUEEZE TUBES COMPRISING A LAMINATE OF PLASTIC, FOIL, AND SOMETIMES PAPER, USEFUL TO PACKAGE TOOTHPASTE AND SIMILAR PRODUCTS	Registered	1.721.925	01/22/90	1.381.115	04/30/90
	6 GOODS: METAL TUBES	Registered	1.721.924	01/22/90	1.381.114	04/30/90
	17 GOODS: ALL GOODS IN CLASS 17, INCLUDING MULTILAYER FILM COMPRISED OF PLASTIC AND SUFTABLE FOR THE MANUFACTURE OF TUBULAR STRUCTURES	Registered	1.940.923	10/11/94	1.565.816	07/03/95
Australia CLASS:	GLAMINATE: 20 GOODS: PLASTIC AND OTHER CONTAINERS IN THIS CLASS, INCLUDING CONTAINERS HAVING A LAMINATED BODY OF PLASTICS, FOIL, AND PAPER AND CONTAINERS IN THE FORM OF TUBES OF THE SQUEEZE-TO-USE TYPE	Registered	642936	10/12/94	642936	10/12/94
	17 GOODS: PLASTIC FILMS AND SHEETS; FILMS AND SHEETS PREDOMINANTLY MADE OF PLASTIC, INCLUDING MULTILAYER AND COMPOSITE FILMS; PIPES AND TUBULAR STRUCTURES COMPRISED OF PLASTIC	Registered	618594		345182	04/13/97
Benelux Belgium Holland Luxembourg CLASS:	GLAMINATE: 20 GOODS: PLASTIC CONTAINERS IN THE FORM OF SQUEEZE-TO-USE TUBES	Registered			25389	12/25/92
	TUBOPLAST	Registered				
	CLASSSES: 1, 2, 6, 7, 9, 16, 17, 20, 21 GOODS: ALL GOODS IN THESE CLASSES, INCLUDING TUBES, PLASTIC MATERIALS, SYNTHETIC RESINS	Registered	05713	04/30/98	46275-C	04/30/98
Bolivia CLASS:	GLAMINATE: 17 GOODS: PACKAGING, NAMELY TUBES FOR SQUEEZING MADE OF PLASTIC AND OTHER MATERIALS	Registered	818220805	12/22/94	818220805	03/18/97
Brazil CLASS:	GLAMINATE: 17.10 GOODS: MULTILAYER FILM COMPRISED OF PLASTIC SUFTABLE FOR THE MANUFACTURE OF TUBULAR STRUCTURES	Registered	039013	08/18/98	006748830	11/24/98
	20.35 GOODS: PLASTIC CONTAINERS IN THE FORM OF TUBES	Registered			23019H	09/08/93
Canada NO CLASS	GLAMINATE: GOODS: TUBES, NAMELY CONTAINERS IN THE FORM OF TUBES OF THE SQUEEZE-TO-USE TYPE	Registered			335478	12/24/87
	GOODS: LAMINATED TUBES AND TUBE SEALS; PLASTIC ORIFICES OF PLASTIC TUBES FOR CONSUMER USE	Registered				
Chile CLASS: CLASS:	GLAMINATE: 6 GOODS: ALL GOODS IN THIS CLASS 17 GOODS: ALL GOODS IN THIS CLASS	Registered		08/20/90	361646	11/08/90

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Country	Mark Name	Status	Curr App No	Curr App Dt	Curr Reg No	Curr Reg. D
Chile	TUBOPLAST	Filed	A335.2026	02/23/96		
CLASS:	7 GOODS: ALL GOODS IN THIS CLASS					
	20 GOODS: ALL GOODS IN THIS CLASS					
	21 GOODS: ALL GOODS IN THIS CLASS					
	7, 20, 21 TUBOPACK					
Colombia	GLAMINATE	Registered	92/268.109	03/22/95	129023	03/23/95
CLASS:	20 GOODS: ALL GOODS IN THIS CLASS, ESPECIALLY CONTAINERS, PARTICULARLY SQUEEZABLE TUBES, MADE OF PLASTIC AND OTHER MATERIALS					
	GLAMINATE	Registered	45721	06/10/94	173366	01/30/95
CLASS:	17 GOODS: ALL GOODS IN THIS CLASS, INCLUDING MULTILAYER FILM COMPRISED OF PLASTIC AND SUITABLE FOR THE MANUFACTURE OF TUBULAR STRUCTURES					
Costa Rica	GLAMINATE	Registered		05/11/87	68367	11/17/97
CLASS:	20 GOODS: CONTAINERS, PARTICULARLY SQUEEZABLE TUBES, MADE OF PLASTIC AND OTHER MATERIALS IN CLASS 20					
	GLAMINATE	Registered	93,411	02/09/95	92,458	08/25/95
CLASS:	17 GOODS: MULTILAYER FILM COMPRISED OF PLASTIC AND SUITABLE FOR THE MANUFACTURE OF TUBULAR STRUCTURES					
Dominican Republic	GLAMINATE	Registered		11/16/87	43659	11/16/87
CLASS:	19 GOODS: TUBES AND ALL ARTICLES PROTECTED BY THIS CLASS (CALDRONS, TUBES, BARRIERS, RECIPIENTS, METALLIC OR WOODEN)					
El Salvador	GLAMINATE	Registered	722	05/21/87	6	06/27/91
CLASS (NAT'L):	127 GOODS: CONTAINERS, PARTICULARLY SQUEEZABLE TUBES, MADE OF PLASTIC AND OTHER MATERIALS					
Finland	GLAMINATE	Registered			75852	12/22/80
CLASS:	20 GOODS: CONTAINERS, E.G. IN THE FORM OF TUBES OF THE SQUEEZE-TO-USE TYPES					
France	GLAMINATE	Registered		07/27/98	1485872	08/30/98
CLASS:	17 GOODS: MATERIALS MADE OF PLASTIC SHEETS, IN PARTICULAR TUBES AND CONTAINERS MADE OF THESE MATERIALS					
	20 GOODS: MATERIALS MADE OF PLASTIC SHEETS, IN PARTICULAR TUBES AND CONTAINERS MADE OF THESE MATERIALS					
Germany	GLAMINATE	Registered			968,193	05/01/97
CLASS:	20 GOODS: CONTAINERS, ESPECIALLY TUBES, OF SYNTHETIC MATERIALS OR LAMINATIONS					
Gr. Britain	GLAMINATE	Registered			1077208	04/20/98
CLASS:	20 GOODS: ARTICLES MADE USUALLY OR PRINCIPALLY OF PLASTICS; CONTAINERS; ALL INCLUDED IN CLASS 20 AND ALL BEING LAMINATED; AND PARTS AND FITTINGS INCLUDED IN CLASS 20 FOR ALL THE ABOVE SAID GOODS					
Guatemala	GLAMINATE	Registered			61150	04/02/90
CLASS:	20 GOODS: CONTAINERS, PARTICULARLY SQUEEZABLE TUBES, MADE OF PLASTIC AND OTHER MATERIALS					
Honduras	GLAMINATE	Registered		09/25/97	48646	12/07/97
CLASS:	20 GOODS: CONTAINERS, PARTICULARLY SQUEEZABLE TUBES, MADE OF PLASTIC AND OTHER MATERIALS					

TRADEMARK

REEL: 002290 FRAME: 0065

ANC TRADEMARKS AND TRADEMARK APPLICATIONS

Country	Mark Name	Status	Curr App No	Curr App DI	Curr Reg No	Curr Reg. D
Israel CLASS:	GLAMINATE CONTAINERS IN THE FORM OF TUBES MADE WHOLLY OR PRINCIPALLY OF PLASTICS	Registered			44776	09/20/98
Israel CLASS:	TUBOPLAST MACHINES AND DIES BEING PARTS OF SUCH MACHINES FOR THE MANUFACTURE OF PLASTIC CONTAINERS IN TUBE OR TUBE LIKE FORM	Registered			R26430	09/09/87
Italy CLASS:	TUBOPLAST PIPES AND TUBES, ALL MADE OF PLASTICS AND INCLUDED IN CLASS 17	Registered			R26431	09/09/87
Italy CLASS:	GLAMINATE PLASTIC CONTAINERS IN THE FORM OF TUBES OF THE SQUEEZE-TO-USE TYPE	Registered	33588C88	03/08/88	520558	03/08/88
Jamaica CLASS:	GLAMINATE ALL GOODS IN THIS CLASS	Registered	RM95C000114	01/11/95	712268	01/11/95
Japan CLASS:	GLAMINATE CONTAINERS, PARTICULARLY SQUEEZABLE TUBES, MADE OF PLASTIC AND OTHER MATERIALS	Registered			22352	04/16/87
Leichtenstein	GLAMINATE LAMINATED MATERIAL CONSISTING OF LAYERS OF PLASTIC, PAPER AND FOIL USED FOR MAKING SQUEEZE-TO-TUBES	Registered	722946/92		R1545751	10/27/82
Mexico CLASS:	GLAMINATE TUBES, SQUEEZABLE PLASTIC CONTAINERS AND PLASTIC SHEET LAMINATED WITH MATERIAL LAYERS SUCH AS ALUMINUM FOIL AND PAPER	Registered			6476	06/29/83
Mexico CLASS:	GLAMINATE 5, 6, 9, 15, 16, 18, 20, 21, 22 GOODS: DISTINGUISHED CONTAINERS IN THESE CLASSES	Registered			328561	07/07/87
New Zealand CLASS:	GLAMINATE MULTILAYER FILM COMPRISED OF PLASTIC AND SUITABLE FOR THE MANUFACTURE OF TUBULAR STRUCTURES	Registered			484903	10/28/94
Nicaragua CLASS:	GLAMINATE PLASTIC AND OTHER CONTAINERS, INCLUDING CONTAINERS HAVING A LAMINATED BODY OF PLASTICS, FOIL AND PAPER AND CONTAINERS IN THE FORM OF TUBES OF THE SQUEEZE-TO-USE TYPE	Registered			119370	04/17/98
Panama CLASS:	GLAMINATE CONTAINERS, PARTICULARLY SQUEEZABLE TUBES, MADE OF PLASTIC AND OTHER MATERIALS IN CLASS 20	Registered			18429CC	11/07/98
Peru CLASS:	GLAMINATE TUBES	Registered			49722	11/17/89
Peru CLASS:	GLAMINATE FURNITURE, MIRRORS, PICTURE FRAMES; GOODS (NOT INCLUDED IN OTHER CLASSES) OF WOOD, CORK, REED, CANE WICKER, HORN, BONE, IVORY, WHALEBONE, SHELL, AMBER, MOTHER-OF-PEARL, MERSCHAUM, GELULOID, SUBSTITUTES FOR ALL THESE MATERIALS, OR OF PLASTICS AND ALL OTHER GOODS IN THIS CLASS.	Registered			70512	09/14/87

TRADEMARK

REEL: 002290 FRAME: 0066

ANC TRADEMARKS AND TRADEMARK APPLICATIONS

Country	Mark Name	Status	Curr App No	Curr App Dt	Curr Reg No	Curr Reg. D
South Africa	GLAMINATE	Registered	9410963	10/11/94	9410963	11/11/97
CLASS:	17 GOODS: MULTILAYER FILM COMPRISED OF PLASTIC FOR THE MANUFACTURE OF TUBULAR STRUCTURES					
Spain	GLAMINATE	Registered	848,142/3		848,142/3	03/20/99
CLASS:	20 GOODS: TUBES FOR PRODUCT PACKAGING					
Switzerland	GLAMINATE	Registered	P288,108		P288,108	04/19/97
CLASS:	20 GOODS: PLASTIC CONTAINERS 21 GOODS: PLASTIC CONTAINERS					
Switzerland	TUBOPLAST	Registered	404,080		404,080	06/03/93
CLASSES:	1, 2, 7, 8, 9, 17, 20, 21 GOODS: PLASTIC AND THERMOPLASTIC MATERIALS (TO THE EXTENT INCLUDED IN CLASSES 1 AND 17); SYNTHETIC RESINS (TO THE EXTENT INCLUDED IN CLASSES 1 AND 17); TUBES, BOXES, PLASTIC RECEPTACLES OF ALL TYPES; MACHINES FOR THE MANUFACTURE OF TUBES, MACHINES FOR CLOSING, SOLDERING TUBES, INJECTION MACHINES, CAPS AND CLOSURES FOR CONTAINERS MADE OF PLASTIC MATERIALS; DEVICES FOR EMPTYING TUBES; COLORING MATERIALS FOR COLORING ARTICLES MADE OF PLASTIC MATERIALS; VARNISHES, LACQUERS, ORGANIC GLASSES; MACHINES, APPARATUS AND INSTRUMENTS FOR WORKING PLASTICS AND THERMOPLASTICS					
Trinidad & Tobago	GLAMINATE	Registered	16734		16734	08/25/91
CLASS (NAT'L):	50 GOODS: CONTAINERS, PARTICULARLY SQUEEZABLE TUBES MADE OF PLASTIC AND OTHER MATERIALS					
Venezuela	GLAMINATE	Registered	93254-F		93254-F	12/11/94
CLASS:	21 GOODS: CONTAINERS (FOREIGN AND DOMESTIC)					
USA	GLAMINATE	Registered	1210-95	02/03/95		04/26/96
CLASS:	17 GOODS: MULTILAYER FILM COMPRISED OF PLASTIC AND SUITABLE FOR THE MANUFACTURE OF TUBULAR STRUCTURES					
USA	GLAMASEAL	Registered	73-478,161	04/30/84	1,328,506	04/02/85
CLASS:	17 GOODS: PLASTIC SEALS FOR SEALING ORIFICES OF PLASTIC TUBES FOR CONSUMER USE					
USA	GLAMINATE	Registered			952964	02/13/93
CLASS:	20 GOODS: TUBES					
USA	GLAMINATE	Registered	74-55990	08/01/94	1,913,326	08/22/95
CLASS:	17 GOODS: MULTILAYER FILM COMPRISED OF PLASTIC SUITABLE FOR THE MANUFACTURE OF TUBULAR STRUCTURES					
International Reg. (covers Germany*, France Yugoslavia, Benelux**, Italy, Monaco, Romania, San Marino, Czech Republic, Slovak Republic, Croatia, Slovenia)	TUBOPLAST	Registered			2R160569	03/24/92
CLASSES:	1, 2, 7, 8, 9, 17, 20, 21 GOODS: ALL GOODS IN THESE CLASSES, INCLUDING PLASTIC TUBES, MACHINES, PLASTIC AND THERMOPLASTIC MATERIALS; ARTIFICIAL					

ANC TRADEMARKS AND TRADEMARK APPLICATIONS

Country ----- Mark Name ----- Status ----- Curr App No ----- Curr App Dt ----- Curr Reg No ----- Curr Reg. D -----

OR SYNTHETIC RESINS; TUBES, BOXES, PLASTIC RECEPTACLES OF ALL TYPES; MACHINES FOR THE MANUFACTURE OF TUBES, MACHINES FOR CLOSING, SOLDERING TUBES, INJECTION MACHINES; CAPS AND CLOSURES FOR CONTAINERS MADE OF PLASTIC MATERIALS; DEVICES FOR EMPTYING TUBES; COLORING MATERIALS FOR COLORING ARTICLES MADE OF PLASTIC MATERIALS; VARNISHES, LACQUERS, ARTICLES MADE OF ORGANIC GLASSES; ORGANIC GLASSES; ELECTRICAL APPARATUS AND ACCESSORIES; MACHINES, APPARATUS AND INSTRUMENTS FOR WORKING PLASTICS AND THERMOPLASTICS.

*GOODS IN GERMANY: TUBES, BOXES AND CONTAINERS OF SMALL DIMENSION AND MADE OF PLASTIC MATERIALS

**GOODS IN HOLLAND: DEVICES FOR EMPTYING TUBES; COLORING MATERIALS FOR COLORING ARTICLES MADE OF PLASTIC MATERIALS; VARNISHES, LACQUERS, ORGANIC GLASSES; MACHINES, APPARATUS AND INSTRUMENTS FOR WORKING PLASTICS AND THERMOPLASTICS

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
TRADEMARK TRANSMITTAL FORM

Registrant: Pechiney Plastic Packaging, Inc.

Registration Nos.: 1913326 - GLAMINATE
1328506 - GLAMASEAL
952964 - GLAMINATE

Attorney Docket Nos.: 1700.023UST3, 1700.132UST1, 1700.023UST2

Box Assignment
Commissioner of Patents and Trademarks
Washington, D.C. 20231

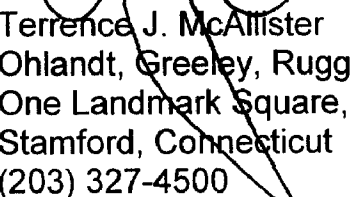
Dear Sir:

We are enclosing:

1. Recordation Form Cover Sheet;
2. Assignment;
3. Firm's Check for \$90;
4. Transmittal letter in duplicate; and
5. Postcard.

Dated: April 30, 2001

Respectfully submitted,


Terrence J. McAllister
Ohlandt, Greeley, Ruggiero & Perle, LLP
One Landmark Square, 10th Floor
Stamford, Connecticut 06901-2682
(203) 327-4500

CERTIFICATE OF MAILING

I HEREBY CERTIFY THAT THIS CORRESPONDENCE IS BEING DEPOSITED WITH THE U.S. POSTAL SERVICE AS FIRST CLASS MAIL IN AN ENVELOPE ADDRESSED TO: BOX ASSIGNMENTS, COMMISSIONER OF PATENTS AND TRADEMARKS, WASHINGTON, D.C. 20231 ON APRIL 30, 2001.

TERRENCE J. McALLISTER

NAME



SIGNATURE

4/30/01

DATE

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
TRADEMARK TRANSMITTAL FORM

Registrant: Pechiney Plastic Packaging, Inc.

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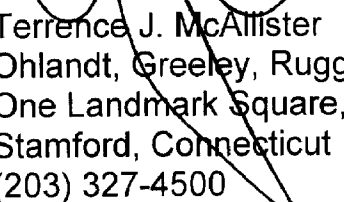
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Terrence J. McAllister
Ohlandt, Greeley, Ruggiero & Perle, LLP
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TERRENCE J. McALLISTER
NAME


SIGNATURE

4/30/01
DATE