05-08-2003

Joseph Choi

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102442504

Form PTO-1594 1-31-92		U.S. DEPARTMENT OF COMMERCE **Patent and Trademark Office**

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

1. Name of conveying party(ies):

Silgan Tubes Corporation 5.5.03

☐ Individuals ☐ 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: Deutsche Bank Trust Company Americas
Internal Address:
Street Address: 31 West 52nd Street
City: New York State: NY ZIP: 10019

☐ Individual(s) citizenship
☐ Association
☐ General Partnership
☐ Limited Partnership
☐ Corporation-
Other Collateral Agent

MAY 5 2003

3. Nature of conveyance:

☐ Assignment ☐ Merger
☒ Security Interest ☐ Change of Name
☐ Other

Execution Date: January 15, 2003

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

A. Trademark Application No.(s)

Trademark Registration No.(s)
1679067
2427293
2654394

Additional numbers attached? ☐ Yes ☒ No

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

Name: Meredith Schorr
Internal Address: c/o White & Case

Street Address: 1155 Avenue of the Americas
City: New York State: NY ZIP: 10036

6. Total number of applications and registration involved: 3

7. Total fee (37 CFR 3.41): ..... $ 90.00
☐ Enclosed
x Authorized to be charged to deposit account

8. Deposit account number:
23-1705 (in event of deficiency)
(Attach duplicate copy of this page if paying by deposit account)

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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.

Meredith Schorr — Name of Person Signing
Meredith Schorr — Signature
5/5/2003 — Date

Total number of pages comprising cover sheet: 1

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~~
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Washington, D.C. 20231

Mail Stop Assignment Recordation Services
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PO Box 1450
Alexandria VA 22313-1450

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01 FC:8521 40.00 CH
02 FC:8522 50.00 CH

4/15/2003 11:37 AM (2K)
NEWYORK 873521
bhb-blank assignment cover sheet

GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, Silgan Tubes Corporation, a Delaware corporation (the "Grantor") with principal offices at 14515 N. Outer Forty, Chesterfield, MO 63017, hereby assigns and grants to DEUTSCHE BANK TRUST COMPANY AMERICAS, as Collateral Agent, with principal offices at 31 West 52nd Street, New York, New York 10019 (the "Grantee"), a security interest in (i) all of the Grantor's right, title and interest in and to the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

THIS GRANT is made to secure the satisfactory performance and payment of all the Obligations of the Grantor, as such term is defined in the US Security Agreement among the grantors from time to time party thereto and the Grantee, dated as of June 28, 2002 (as amended from time to time, the "Security Agreement") to which the Grantor has become a party pursuant to that certain Subsidiary Assumption Agreement dated as of January 15, 2003. Upon the occurrence of the Termination Date (as defined in the Security Agreement), the Grantee shall execute, acknowledge, and deliver to the Grantor an instrument in writing releasing the security interest in the Marks acquired under this Grant.

This Grant has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

*****

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the 15th day of January, 2003.

SILGAN TUBES CORPORATION, Grantor

By: Frank W Hogan III
Name: Frank W. Hogan, III
Title: Vice President, General Counsel and Secretary

DEUTSCHE BANK TRUST COMPANY AMERICAS, as Collateral Agent and Grantee

By:_____
Name:
Title:

TRADEMARK
REEL: 002727 FRAME: 0942

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the 15th day of January, 2003.

SILGAN TUBES CORPORATION, Grantor

By: _____
Name: Frank W. Hogan, III
Title: Vice President, General Counsel and Secretary

DEUTSCHE BANK TRUST COMPANY AMERICAS, as Collateral Agent and Grantee

By: _____
Name:
Title: **Mary Kay Coyle**
Managing Director

TRADEMARK
REEL: 002727 FRAME: 0943

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

On this 28th day of April, 2003, before me personally came Mary Kay Coyle who she, being by me duly sworn, did state as follows: that she is a Managing Director of DEUTSCHE BANK TRUST COMPANY AMERICAS, that she is authorized to execute the foregoing Grant on behalf of said bank and that she did so by appropriate authority of said bank.

Notary Public
JOJEAN TRAVIS
Registration No. 01TR5013241
New York County
July 15, 2003

STATE OF Connecticut)
) ss.:
COUNTY OF Fairfield)

On this 3rd day of March, 2003, before me personally came Frank W. Hogan, III who, being by me duly sworn, did state as follows: that he is the Vice President, General Counsel and Secretary of Silgan Tubes Corporation, that he is authorized to execute the foregoing Grant on behalf of said Silgan Tubes Corporation and that he did so by authority of the Board of Directors of said Silgan Tubes Corporation.

Barbara Gilkoski
Notary Public
Barbara Gilkoski

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Schedule A

MARK	REG. NO.	REG. DATE
Thatcher Tubes	1,679,067	March 10, 1992
Smart-Seal	2,427,293	February 6, 2001
Thatcher Tubes	2,654,394	November 26, 2002