

10-01-2003

FORM PTO-1594 (Substitute)

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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

To the Director of the U.S. Patent and Trad

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ginal documents or copy thereof.

1. Name of conveying party(ies):

H & R INDUSTRIES, INC.

9-29-03

- Individual
- General Partnership
- Corporation-Illinois
- Other: _____
- Association
- Limited Partnership

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

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

Name: Tuscarora Incorporated

Address: 800 Fifth Avenue

City: New Brighton State: PA Zip: 15066

3. Nature of conveyance:

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

Execution Date: August 28, 2003

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Pennsylvania
- 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

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

A. Trademark Application No(s).

B. Trademark Registration No(s).

1535341, 1443230

Additional numbers attached? Yes No

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

Name: Jody L. Burtner, Senior Paralegal

REED SMITH LLP

Address: P.O. Box 488

City: Pittsburgh State: PA Zip: 15230-0488

6. Total number of applications and registrations involved: _____

7. Total fee (37 CFR 2.6(b)(6)): \$ 65

- Enclosed
- Authorized to be charged to deposit account
- Charge any deficiency to deposit account

8. Deposit account number:

18-0582

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

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SEP 29 AM 7:22

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 and correct copy of the original document.

Jody L. Burtner, Senior Paralegal
Name of Person Signing

Jody
Signature

September 26, 2003
Date

Total number of pages including cover sheet, attachments, and document: 5

Mail documents to be recorded with required cover sheet information to:

Mail Stop Assignment Recordation Services, Director of the U.S. Patent and Trademark Office,

P.O. Box 1450, Alexandria, VA 22313-1450

09/30/2003 EXCISEP 00000064 1535341

01 FC:0521
02 FC:0522

40.00 OP
25.00 OP

**ASSIGNMENT OF INTELLECTUAL PROPERTY-
TRADEMARKS, SERVICE MARKS AND TRADENAMES**

This Assignment, effective this 28th day of August, 2003, is by and among **H & R INDUSTRIES, INC., H & R INDUSTRIES, INC. SOUTHEAST, SALES MANAGEMENT, INC., GARY M. HASE** (collectively the "ASSIGNOR") and **TUSCARORA INCORPORATED**, ("ASSIGNEE").

WHEREAS, ASSIGNOR has adopted and used the trademarks, service marks and tradenames described in Schedule A attached hereto and made a part hereof (the "Marks and Tradenames"); and

WHEREAS, ASSIGNOR and ASSIGNEE have entered into an Asset Purchase Agreement dated August 28, 2003 ("Asset Purchase Agreement") pertaining to the sale and purchase of certain assets and liabilities of ASSIGNOR, including Intellectual Property relating to the Business (as defined in Section 3.11 therein), (hereinafter referred to collectively as the "Intellectual Property"); and ASSIGNOR has agreed, inter alia, to assign, and ASSIGNEE has agreed, inter alia, to acquire ASSIGNOR's entire right, title and interest in, to and under the Marks and Tradenames as set forth in at least the attached Schedule A or similar legal protection to be obtained therefor in the United States and in any and all foreign countries.

NOW, THEREFORE, TO ALL WHOM IT MAY CONCERN, intending to be legally bound, be it known that for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR hereby sells, assigns, transfers and conveys to ASSIGNEE, its successors, assigns and legal representatives, ASSIGNOR's entire right, title, interest in and to the Intellectual Property, including the Marks and Tradenames at least as set forth in the attached Schedule A attached hereto and to any and all applications for registration and registrations therefor, together with the goodwill of ASSIGNOR's business associated with the Marks, and any common law rights, including, without limitation, any and all prior causes of action and damages relating thereto worldwide.

ASSIGNOR hereby covenants that upon the reasonable request of ASSIGNEE, ASSIGNOR agrees to execute and deliver to ASSIGNEE or its legal representative any and all papers, instruments or affidavits reasonably necessary to confirm and perfect the transfer of such Intellectual Property to ASSIGNEE. Any and all reasonable expenses incurred by ASSIGNOR in connection with its obligations under this paragraph shall be paid by the ASSIGNEE (or its assigns) provided, however, that ASSIGNOR has obtained the prior written consent of ASSIGNEE (or its successors or assigns) to incur the expense for which ASSIGNOR seeks payment.

ASSIGNEE hereby confirms, agrees to and accepts this Assignment of Intellectual Property.

[Signature Page Follows]

WITNESS the due execution hereof as of the date first written above.

Gary M. Hase

GARY M. HASE

H & R INDUSTRIES, INC.

By: Gary M. Hase

Title: President

H & R INDUSTRIES, INC. SOUTHEAST

By: Gary M. Hase

Title: President

SALES MANAGEMENT, INC.

By: Gary M. Hase

Title: President

TUSCARORA INCORPORATED

Trent Shute, VP + CFO

Trent Shute, Vice President and Chief Financial Officer

SCHEDULE A - INTELLECTUAL PROPERTY

Trademark Registrations

<u>COUNTRY</u>	<u>TRADEMARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>	<u>STATUS</u>	<u>GOODS/SERVICES</u>	<u>OWNER OF RECORD</u>
US	FLX-SEAL	1535341	4/18/1989	REGISTERED	Insulated plastic containers for commerial storage of food and dry ice in IC 20	H & R Industries, Inc.
US	INSUL-STOR	1443230	6/16/1987	REGISTERED	Insulated Plastic Containers for Commerical Storage of Food and Dry Ice	H & R Fiberglass, Inc.

Applications for Trademark Registration

None

Unregistered Marks

Common law rights may be found in the following marks:



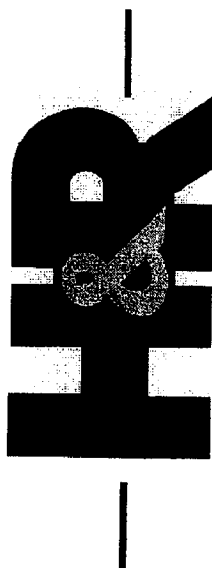


ULTRAFREEZE

FLEXICO₂LD

THE COLD CHAIN CONNECTION

Trade Names



H&R Industries