

01-14-2004

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Form PTO-1594  
(Rev. 03/01)  
OMB No. 0651-0027 (exp. 5/31/2002)



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

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

1. Name of conveying party(ies):  
Cloud Packaging Solutions LLC

Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation-State  
 Other Delaware Limited Liability Company

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

3. Nature of conveyance:  
 Assignment                               Merger  
 Security Agreement                       Change of Name  
 Other First Amend to Trademark Agreement

Execution Date: 12/18/03

2. Name and address of receiving party(ies)  
Name: LaSalle Bank National Association, as  
Internal  
Address: Administrative Agent

Street Address: 211 N. Broadway, Suite 4050  
City: St. Louis State: MO Zip: 63102

Individual(s) citizenship  
 Association National Banking Association  
 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

4. Application number(s) or registration number(s):  
A. Trademark Application No.(s) \_\_\_\_\_  
\_\_\_\_\_

B. Trademark Registration No.(s) See Schedule A  
attached hereto and made a part hereof.

Additional number(s) attached  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
Name: Terri Branson  
Internal Address: Lewis, Rice & Fingersh, L.C.  
\_\_\_\_\_

Street Address: 500 N. Broadway, Suite 2000  
\_\_\_\_\_

City: St. Louis State: MO Zip: 63102

6. Total number of applications and registrations involved: ..... **9**

7. Total fee (37 CFR 3.41).....\$ 240.00  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:  
\_\_\_\_\_

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ASSIGNMENTS DIV  
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DO NOT USE THIS SPACE

9. Signature.  
Terri Branson                              *Terri Branson*                              1/12/04  
Name of Person Signing                              Signature                              Date

Total number of pages including cover sheet, attachments, and document: **8**

01/15/2004 LMUELLER 00000019 913075

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

01 FC:8521                              40.00 OP  
02 FC:8522                              200.00 OP

TRADEMARK  
REEL: 002896 FRAME: 0083

**SCHEDULE A****ISSUED TRADEMARK REGISTRATIONS**

<b><u>Title</u></b>	<b><u>Trademark Registration Number</u></b>	<b><u>Serial Number</u></b>	<b><u>Date Filed</u></b>	<b><u>Registration Date</u></b>	<b><u>Country/State</u></b>
Cloud	913,075	72-364,287	July 6, 1970	June 8, 1971	United States
Cloud	912,900	72-325,844	April 26, 1969	June 8, 1971	United States
Cloud Original	2,089,786	75-002,650	October 6, 1995	August 19, 1997	United States
Cumulus	2,089,620	74-661,638	April 17, 1995	August 19, 1997	United States
Flex Works	2,084,246	74-501,615	March 18, 1994	July 29, 1997	United States
MVP	2,082,032	74-661,575	April 17, 1995	July 22, 1997	United States
Cloud Logo	1,589,723	73-795,322	April 24, 1989	April 3, 1990	United States
Cloud	883,939	72-325,843	April 29, 1969	January 6, 1970	United States
EZ-DOSE	N/A	76-334,227	November 5, 2001	N/A	United States

**FIRST AMENDMENT**  
to  
**TRADEMARK SECURITY AGREEMENT**

This FIRST AMENDMENT to TRADEMARK SECURITY AGREEMENT (this "Amendment") is entered into and effective as of December 18, 2003, by and between Cloud Packaging Solutions LLC, formerly known as Cloud LLC, a Delaware limited liability company ("Debtor"), and LaSalle Bank National Association, a national banking association, as Administrative Agent for the ratable benefit of itself and each of the other Lenders ("Secured Party").

**Recitals:**

- A. Debtor and Span Packaging Services LLC, a Delaware limited liability company (separately and collectively, "Borrower"), Secured Party, and the Lenders are parties to that certain Loan Agreement dated as of June 17, 2003, as amended from time to time (the "Loan Agreement").
- B. Debtor and Secured Party are parties to that certain Trademark Security Agreement, dated as of June 17, 2003, which has been recorded with the United States Patent and Trademark Office at Reel/Frame 002771/0339 on June 18, 2003 (the "Trademark Agreement").
- C. Cloud LLC was incorporated under the laws of the State of Delaware on November 24, 1999. On December 9, 2003, Cloud LLC filed a Certificate of Name Change with the Secretary of State of the State of Delaware evidencing that Cloud LLC was changing its name to Cloud Packaging Solutions LLC and that the current and accurate name of such limited liability company is now Cloud Packaging Solutions LLC. A file stamped copy of the Certificate of Name Change is attached hereto as Exhibit A.
- D. Debtor and Secured Party have agreed to amend the Trademark Agreement on the terms and conditions contained herein.

**Amendment**

Therefore, in consideration of the mutual agreements herein and other sufficient consideration, the receipt of which is hereby acknowledged, Debtor and Secured Party hereby amend the Trademark Agreement as follows:

- 1. **Definitions.** All references to the "Agreement" in the Trademark Agreement and in this Amendment shall be deemed to be references to the Trademark Agreement as it is amended hereby and as it may be further amended, restated, extended, renewed, replaced, or otherwise modified from time to time. Capitalized terms used and not otherwise defined herein have the meanings given them in the Loan Agreement.
- 2. **Amendment to Trademark Agreement.** All references to Debtor as "Cloud LLC" in the Trademark Agreement shall be deemed amended to "Cloud Packaging Solutions LLC."
- 3. **Representations and Warranties of Debtor.** Debtor hereby represents and warrants to Secured Party and each Lender as of the date hereof that (i) this Amendment has been duly authorized by Debtor's members, and (ii) this Amendment constitutes the legal, valid and binding obligation of Debtor enforceable against Debtor in accordance with its terms except as the enforcement thereof may be limited by bankruptcy, insolvency or other laws related to creditors rights generally or by the application of equity principles.

**4. Governing Law.** This Amendment has been executed and delivered in Chicago, Illinois, and shall be governed by and construed under the laws of the State of Illinois without giving effect to choice or conflicts of law principles thereunder.


**5. Section Titles.** The section titles in this Amendment are for convenience of reference only and shall not be construed so as to modify any provisions of this Amendment.

**6. Counterparts; Facsimile Transmissions.** This Amendment may be executed in one or more counterparts and on separate counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument. Signatures to this Amendment may be given by facsimile or other electronic transmission, and such signatures shall be fully binding on the party sending the same.

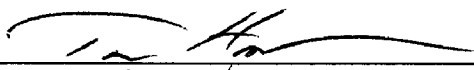
*{remainder of page intentionally left blank; signature pages immediately follow}*

IN WITNESS WHEREOF, this Amendment has been duly executed as of the date first above written.

CLOUD PACKAGING SOLUTIONS LLC,  
formerly Cloud LLC

By:   
Name: Gaby Sahrman  
Title: Executive Vice President

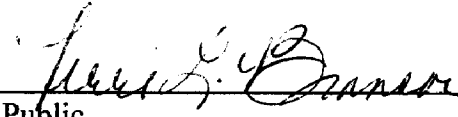
LASALLE BANK NATIONAL ASSOCIATION,  
as Administrative Agent for itself and the other  
Lenders

By:   
Name: Tom Harman  
Title: First Vice President

STATE OF MISSOURI )  
 ) SS.  
CITY OF ST. LOUIS )

On this 18th day of December, 2003, before me personally appeared Gary Sahrman, to me personally known, who, being by me duly sworn, did say that he is the Executive Vice President of Cloud Packaging Solutions LLC, formerly Cloud LLC, a Delaware limited liability company, and that said instrument was signed in behalf of said limited liability company, by authority of its Members; and said Gary Sahrman acknowledged said instrument to be the free act and deed of said limited liability company.

IN TESTIMONY WHEREOF, I have hereunto set my hand in the City and State aforesaid, the day and year first above written.

  
\_\_\_\_\_  
Notary Public

My Commission expires:



STATE OF MISSOURI )  
 ) SS.  
CITY OF ST. LOUIS )

On this 18th day of December, 2003 before me personally appeared Tom Harmon, to me personally known, who, being by me duly sworn, did say that he is a First Vice President of LaSalle Bank National Association, a national banking association, and that said instrument was signed in behalf of said association by authority of its Board of Directors; and said Tom Harmon acknowledged said instrument to be the free act and deed of said association.

IN TESTIMONY WHEREOF, I have hereunto set my hand in the City and State aforesaid, the day and year first above written.

  
\_\_\_\_\_  
Notary Public

My Commission expires:

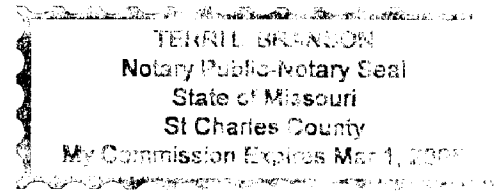


Exhibit A

Certificate of Name Change

See attached.

**CERTIFICATE OF AMENDMENT TO CERTIFICATE OF FORMATION  
OF  
CLOUD LLC**

It is hereby certified that:

1. The name of the limited liability company (hereinafter called the "limited liability company") is Cloud LLC.
2. The Certificate of Formation of the limited liability company is hereby amended by striking out Article First thereof and by substituting in lieu of said Article the following new Article:

"FIRST: The name of the limited liability company (hereinafter called the limited liability company") is Cloud Packaging Solutions LLC.

Executed on December 8, 2003

/s/ Gary F. Sahrman  
Gary F. Sahrman, Authorized Person