



**GRANT OF SECURITY INTEREST  
IN UNITED STATES TRADEMARKS**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, CNA HOLDINGS, INC. (the "Grantor") with principal offices at 86 Morris Avenue, Summit, New Jersey 07901, hereby assigns and grants to DEUTSCHE BANK AG, NEW YORK BRANCH, as Collateral Agent, (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 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 Guarantee and Collateral Agreement among the Grantor, the other assignors from time to time party thereto and the Grantee, dated as of April 6, 2004 (as amended from time to time, the "Collateral Agreement"). Upon the occurrence of the termination of the Collateral Agreement, the Grantee shall, upon such satisfaction, 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 Collateral Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Collateral 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 Collateral Agreement, the provisions of the Collateral Agreement shall govern.

\* \* \*

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the 6<sup>th</sup> day of April, 2004.

CNA HOLDINGS, INC., Grantor

By *M. E. Grom*

Name: Michael E. Grom  
Title: Vice President, Principal Financial Officer & Treasurer

By *D. Andrew Spethakis*

Name: D. Andrew Spethakis  
Title: Vice President & Assistant Secretary

DEUTSCHE BANK AG, NEW YORK BRANCH,  
as Collateral Agent, Grantee

By *Albert Fischetti*

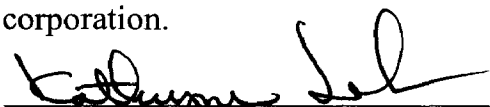
Name: ALBERT FISCHETTI  
Title: DIRECTOR

By *David Mayhew*

Name: David Mayhew  
Title: Director

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

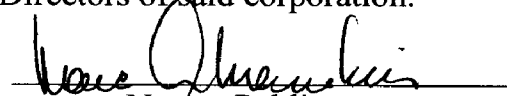
On this 7 day of April, 2004, before me personally came Michael E. Grom and D. Andrew Spadakis of CNA HOLDINGS, INC. who, being by me duly sworn, did state as follows: that he is authorized to execute the foregoing Grant on behalf of said corporation and that he did so by authority of the Board of Directors of said corporation.

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

**SWORN TO AND SUBSCRIBED  
BEFORE ME ON THIS DATE**  
  
APR 07 2004  
  
**KATHRYNE E. JOHNSON  
Notary Public of New Jersey  
Commission Expires 3/26/2008**

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

On this 30<sup>th</sup> day of April, 2004, before me personally came ALBERT FISCHETTI of DEUTSCHE BANK AG, NEW YORK BRANCH who, being by me duly sworn, did state as follows: that he is authorized to execute the foregoing Grant on behalf of said corporation and that he did so by authority of the Board of Directors of said corporation.

  
Notary Public

**MARC A. MENCHISE**  
Notary Public, State of New York  
No. 01ME6007174  
Qualified in Bronx County  
**Certificate** Filed in New York County  
**Commission Expires** May 18, 2006

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

On this 5<sup>th</sup> day of April, 2004, before me personally came  
David Mayhew of DEUTSCHE BANK AG, NEW YORK BRANCH who, being  
by me duly sworn, did state as follows: that he is authorized to execute the foregoing Grant on  
behalf of said corporation and that he did so by authority of the Board of Directors of said  
corporation.

  
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Notary Public

PETER W HELF  
Notary Public - State of New York  
No. 01HE6030586  
Qualified in Suffolk County  
My Commission Expires Sept. 13, 2005

**SCHEDULE A**

CNA Holdings, Inc.

Mark	Grantor	Registration No.
Arnel	CNA Holdings, Inc.	609,202
Celcon	CNA Holdings, Inc.	700,305
Durel	CNA Holdings, Inc.	1,256,463
Pbi	CNA Holdings, Inc.	1,340,809
Vectra	CNA Holdings, Inc.	1,383,843
Celebrate!	CNA Holdings, Inc.	1,423,954
Celebrate!	CNA Holdings, Inc.	1,430,295
Celstran	CNA Holdings, Inc.	1,432,612
Vandar	CNA Holdings, Inc.	1,466,836
Riteflex	CNA Holdings, Inc.	1,466,837
Impet	CNA Holdings, Inc.	1,476,425
Vectran	CNA Holdings, Inc.	1,520,977
Pbi Gold & Design	CNA Holdings, Inc.	1,748,571
Snowflake & Design	CNA Holdings, Inc.	1,762,255
Encore	CNA Holdings, Inc.	1,763,888
Starburst & Design	CNA Holdings, Inc.	1,771,518
Towplus	CNA Holdings, Inc.	1,801,462
Microsafe	CNA Holdings, Inc.	1,861,838

Inspec	CNA Holdings, Inc.	1,917,196
Rodmap	CNA Holdings, Inc.	2,106,973
Rodmap	CNA Holdings, Inc.	2,106,974
Microsafe	CNA Holdings, Inc.	2,158,942
Microsafe	CNA Holdings, Inc.	2,205,531
Smoke Signals	CNA Holdings, Inc.	2,370,370
The Science of Cigarette Filtration	CNA Holdings, Inc.	2,413,563
Microsafe	CNA Holdings, Inc.	2,547,437
Vectran	CNA Holdings, Inc.	2,550,762
Celectra	CNA Holdings, Inc.	2,657,246
Pbi (Design)	CNA Holdings, Inc.	2,730,613