

11-30-2004  
102891169

Form PTO-1594  
1-31-92

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

11/23/04



To the Honorable Commissioner of Patent

original documents or copy thereof.

1. Name of conveying party(ies):  
Celanese International Corporation

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 AG, New York Branch  
Internal Address: \_\_\_\_\_  
Street Address: 60 Wall Street  
City: New York State: NY ZIP: 10005

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

3. Nature of conveyance:  
 Assignment                       Merger  
 Security Interest                 Change of Name  
 Other \_\_\_\_\_

Execution Date: October 29, 2004

4. Application number(s) or registration number(s):  
A. Trademark Application No.(s)  
**SEE ATTACHED SCHEDULE A**

Additional numbers attached?  Yes  No

Trademark Registration No.(s)  
**SEE ATTACHED SCHEDULE A**

5. Name and address of party to whom correspondence concerning document should be mailed:  
Name: Rachael Sanderson  
Internal Address: White & Case LLP  
  
Street Address: 1155 Avenue of the Americas  
City: New York State: New York ZIP: 10036

6. Total number of applications and registration involved 8

7. Total fee (37 CFR 3.41): ..... \$ 215.00  
 Enclosed  
 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)

**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 copy of the original document.*

Rachael Sanderson                      Rachael Sanderson                      11/23/04  
Name of Person Signing                      Signature                      Date

Total number of pages comprising cover sheet: 2

OMB No. 0651-0011 (exp. 4/94)

**Do not detach this portion**

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

**Mail Stop Assignment Recordation Services  
Director of US Patent and Trademark Office  
PO Box 1450  
Alexandria, VA 22313-1450**

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

01 FC:8521                      40.00 OP  
02 FC:8522                      175.00 OP

11/23/2004 10:16 AM (2K)  
NEWYORK 4473977  
rs-security interest form-celanese intl db

**TRADEMARK  
REEL: 003084 FRAME: 0050**

## Celanese International Corporation

Mark	Grantor	Registration/Serial No.
CHEMVIP	Celanese International Corporation	78347082
CELWHITE	Celanese International Corporation	78347114
THE SOLID CHOICE	Celanese International Corporation	78055717
CELVAM	Celanese International Corporation	78070072
VYTEK	Celanese International Corporation	78401617
CELPOL	Celanese International Corporation	2744919
CELDEFOAM	Celanese International Corporation	2580446
CELVOL	Celanese International Corporation	2560464

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

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, CELANESE INTERNATIONAL CORPORATION (the "Grantor") with principal offices at 1601 W. LBJ Freeway, Dallas, Texas 75234, 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.

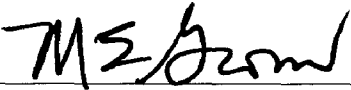
This Grant has been granted in conjunction with the security interest granted to the Grantee under the Collateral Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Collateral Agreement, all terms and provisions of which are 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 21 day of October, 2004.

CELANESE INTERNATIONAL  
CORPORATION, Grantor

By   
Name: D. Andrew Spathakis  
Title: Vice President & Assistant Secretary

By   
Name: Michael E. Grom  
Title: Treasurer

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

By Carin M. Keegan  
Name: Carin M. Keegan  
Title: Vice President

By Scottye Lindsey  
Name: Scottye Lindsey  
Title: Director

STATE OF New Jersey )  
COUNTY OF Essex ) ss.:


On this 28<sup>th</sup> day of October, 2004, before me personally came D. Andrew Spithakis of CELANESE INTERNATIONAL CORPORATION who, being by me duly sworn, did state as follows: that he/she is authorized to execute the foregoing Grant on behalf of said corporation and that he/she did so by authority of the Board of Directors of said corporation.

Mary Erin Brennan  
Notary Public

MARY ERIN BRENNAN  
NOTARY PUBLIC OF NEW JERSEY  
MY COMMISSION EXPIRES APRIL 15, 2008

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

On this 29 day of October, 2004, before me personally came  
Carin Keegan and Scottye Lindsey of DEUTSCHE BANK AG, NEW  
YORK BRANCH who, being by me duly sworn, did state as follows: that they are authorized to  
execute the foregoing Grant on behalf of said corporation and that they did so by authority of the  
Board of Directors of said corporation.

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

MAUREEN E. THOMAS  
Notary Public - State of New York  
No. 01TH6098264  
Qualified in Bronx County  
Certified in New York County  
My Commission Expires 9/08/2007

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

On this 29 day of October, 2004, before me personally came Carin Keegan and Scottye Lindsey of DEUTSCHE BANK AG, NEW YORK BRANCH who, being by me duly sworn, did state as follows: that they are authorized to execute the foregoing Grant on behalf of said corporation and that they did so by authority of the Board of Directors of said corporation.

Maureen E. Thomas  
Notary Public

MAUREEN E. THOMAS  
Notary Public - State of New York  
No. 01TH6098264  
Qualified in Bronx County  
Certified in New York County  
My Commission Expires 9/08/2007

NEWYORK 4419888  
(2K)

WYORK 4419888 (2K)

RECORDED: 11/23/2004

TRADEMARK  
REEL: 003084 FRAME: 0057