

11-30-2004

Form PTO-1594  
1-31-92

RE



U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

11/24/04

102891172

To the Honorable Commissioner of Patents

Submit the attached original documents or copy thereof.

1. Name of conveying party(ies):  
CNA Holdings, Inc.

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 18, 2004

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

A. Trademark Application No.(s):

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 29

7. Total fee (37 CFR 3.41): ..... \$ 740.00  
 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 11/24/04  
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 3

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.

11/29/2004 0651-0011-0000035 609202

01 FC:8521 40.00 OP  
 02 FC:8522 700.00 OP

NEWYORK 4483205 (2K)

**TRADEMARK**  
**REEL: 003084 FRAME: 0065**

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

**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 550 US Highway 202/206, Suite 310, Bedminster, New Jersey 07921, 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 October 5, 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 18 day of October, 2004.

CNA HOLDINGS, INC., Grantor,

By: Julie K. Chapin  
Name: Julie K. Chapin  
Title: Vice President – Law, Principal  
Executive Officer & Secretary

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

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

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

By   
Name:  
Title: **Gregory Shefrin**  
**Director**

STATE OF NEW JERSEY )  
 ) ss.:  
COUNTY OF SOMERSET )

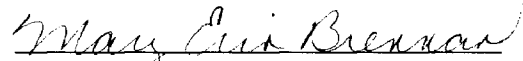
On this 18<sup>th</sup> day of October, 2004, before me personally came Julie K. Chapin, Vice President – Law, Principal Executive Officer & Secretary of CNA HOLDINGS, INC. who, being by me duly sworn, did state as follows: that he/she is authorized to execute the foregoing Grant on behalf of said corporation 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 JERSEY    )  
                                  ) ss.:  
COUNTY OF SOMERSET    )

On this 18<sup>th</sup> day of October, 2004, before me personally came Michael E. Grom,  
Vice President – Finance, Principal Financial Officer & Treasurer of CNA HOLDINGS, INC.  
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.

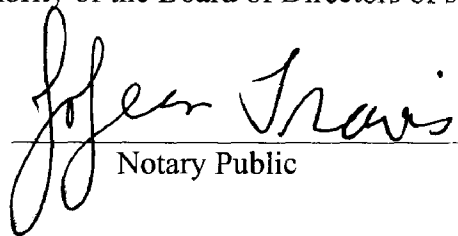
  
Notary Public

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



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

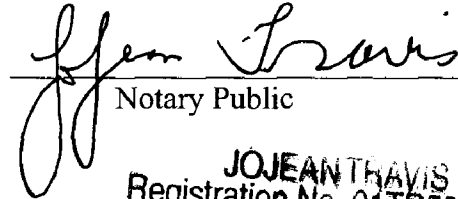
On this 18<sup>th</sup> day of October, 2004, before me personally came CARIN KEEGAN of DEUTSCHE BANK AG, NEW YORK BRANCH who, being by me duly sworn, did state as follows: that he/she is authorized to execute the foregoing Grant on behalf of said corporation and that he/she did so by authority of the Board of Directors of said corporation.

  
Notary Public

JOJEAN TRAVIS  
Registration No. 01TR5013241  
New York County  
July 15, 2007

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

On this 18<sup>th</sup> day of October, 2004, before me personally came  
GREGORY SHEFRIN of DEUTSCHE BANK AG, NEW YORK BRANCH 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.

  
Notary Public

JOJEAN TRAVIS  
Registration No. 01TR6013241  
New York County  
July 15, 2007

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