

ASSIGNMENT OF TRADEMARKS

This ASSIGNMENT OF TRADEMARKS (the "Assignment") is made and entered into as of June 30, 2005 (the "Effective Date") by and between MeadWestvaco Corporation, a corporation formed under the laws of Delaware ("Assignor"), and MeadWestvaco Air Systems, LLC, a Delaware limited liability company ("Assignee").

WHEREAS, Assignor and Assignee are parties to the Withdrawal Agreement dated as of June 30, 2005 (the "Withdrawal Agreement"), providing for the transfer of certain assets in connection with Assignor's withdrawal as a member of Assignee, all upon the terms and conditions set forth in the Withdrawal Agreement;

WHEREAS, Assignor is the registered owner of the trademarks and trademark applications listed on the attached Schedule A (collectively, the "Assigned Trademarks"); and

WHEREAS, Assignee desires to acquire all of Assignor's right, title, and interest in and to the Assigned Trademarks, and Assignor desires to assign same to Assignee;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns, sells and transfers unto Assignee, its successors and assigns, all of its right, title and interest throughout the world in perpetuity, including common law rights, in and to the Assigned Trademarks, together with the goodwill associated therewith, and the right to sue and recover for all past, present and future infringements and other violations of the Assigned Trademarks, the same to be held and enjoyed by Assignee, its successors and assigns to the same extent that such would have been held and enjoyed by Assignor had this assignment not been made. Assignor hereby covenants and agrees to provide any further necessary documentation and do all further acts reasonably requested by Assignee in this regard to confirm and perfect title in and to the Assigned Trademarks in Assignee, its successors, assigns or other legal representatives.

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IN WITNESS WHEREOF, Assignor and Assignee have executed this Assignment as an instrument under seal as of the Effective Date.

ASSIGNOR: MEADWESTVACO CORPORATION

By: _____
Name:
Title:

CERTIFICATE OF ACKNOWLEDGMENT

STATE OF _____
COUNTY OF _____

ss.:

On this ____ day of _____, 2005, before me, the undersigned, personally appeared _____, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her capacity, and that by his/her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

[NOTARY SEAL]

ASSIGNEE: MEADWESTVACO AIR SYSTEMS, LLC
By *Brooklynn, Inc, Managing Member*

By: *[Signature]*
Name: *STEPHEN H. ZIMM*
Title: *President*

CERTIFICATE OF ACKNOWLEDGMENT

STATE OF New Jersey
COUNTY OF Camden

ss.:

On this 30th day of June, 2005, before me, the undersigned, personally appeared _____, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her capacity, and that by his/her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

[Signature]
[NOTARY SEAL]

DEBRA L. BAY
NOTARY PUBLIC OF NEW JERSEY
Commission Expires 02/22/2008

IN WITNESS WHEREOF, Assignor and Assignee have executed this Assignment as an instrument under seal as of the Effective Date.

ASSIGNOR: MEADWESTVACO CORPORATION

By: Ben F. Ward
Name: Ben F. Ward
Title: PRESIDENT, SPECIALTY CHEMICALS DIVISION

CERTIFICATE OF ACKNOWLEDGMENT

STATE OF So. Carolina ss:
COUNTY OF Berkeley

On this Ben F. Ward day of _____, 2005, before me, the undersigned, personally appeared _____, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her capacity, and that by his/her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

Nathaniel P. Loudermill
[NOTARY SEAL]

My Commission Expires October 5, 2010

ASSIGNEE: MEADWESTVACO AIR SYSTEMS, LLC

By: _____
Name:
Title:

CERTIFICATE OF ACKNOWLEDGMENT

STATE OF _____ ss:
COUNTY OF _____

On this _____ day of _____, 2005, before me, the undersigned, personally appeared _____, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her capacity, and that by his/her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

[NOTARY SEAL]

SCHEDULE A
UNITED STATES
TRADEMARK APPLICATIONS

<u>Mark</u>	<u>Status</u>	<u>Ser. No.</u>	<u>Filing Date</u>	<u>Class(es)</u>
WE LIVE AND BREATHE IT.	Pending	78/381698	10 March 2004	1
WE LIVE AND BREATHE IT.	Pending	78/377567	3 March 2004	9
WE LIVE AND BREATHE IT.	Pending	78/377576	3 March 2004	11