

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Nice-Pak Products, Inc.		06/22/2004	CORPORATION: NEW YORK

RECEIVING PARTY DATA

Name:	Bank of America, N.A., as Administrative Agent
Street Address:	231 South LaSalle Street
Internal Address:	IL1-231-08-30
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60697
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 30

Property Type	Number	Word Mark
Registration Number:	3108134	SANI-SURFACE
Registration Number:	3070275	SHIELD 'N PROTECT
Serial Number:	78916464	PROCHLORA
Serial Number:	78864463	THE HYGIENE KIDS
Serial Number:	78861613	THE GLOBAL WET WIPE EXPERTS
Serial Number:	78850859	SANI-SURFACE GREEN
Serial Number:	78850832	GOOD TO GO
Serial Number:	78792952	ONE WIPE DISPENSING
Serial Number:	78787640	BATHROOM BUDDIES
Serial Number:	78761348	NATURALLY INSPIRED
Serial Number:	78751149	CHG-IPA SWABSTICK
Serial Number:	78751145	CHG-IPA SWAB
Serial Number:	78751137	CHG-IPA MAXI SWABSTICK

OP \$765.00 3108134

Serial Number:	78750524	SANI-GLASS
Serial Number:	78744663	SOAP 'N WATER
Serial Number:	78744660	SOAP 'N WATER TO GO
Serial Number:	78717727	SANI-CENTER
Serial Number:	78712798	WIPE SCRIPTIONS
Serial Number:	78671458	NP NICE PAK
Serial Number:	78660754	SANI-KIDS
Serial Number:	78659044	SANI-LAV
Serial Number:	78654330	CHG SWABSTICK
Serial Number:	78654324	CHG MAXI SWABSTICK
Serial Number:	78653323	SANI-DEX ALC
Serial Number:	78653300	SANI-STETH
Serial Number:	78645440	QWIK BATH
Serial Number:	78559771	2 GO
Serial Number:	78529975	WITH GENTLE CLEANING PILLOWS
Serial Number:	78509270	I GO
Serial Number:	78431033	CHLORASCRUB

CORRESPONDENCE DATA

Fax Number: (919)416-8339
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 919 286-8049
Email: PTO_TMconfirmation@mvalaw.com
Correspondent Name: Moore & Van Allen PLLC
Address Line 1: 430 Davis Drive
Address Line 2: Suite 500
Address Line 4: Morrisville, NORTH CAROLINA 27560

ATTORNEY DOCKET NUMBER:	017625.2690NT1NICEPAKCLE
NAME OF SUBMITTER:	Charles L. Evans
Signature:	/Charles L. Evans/
Date:	08/22/2006

Total Attachments: 4
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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

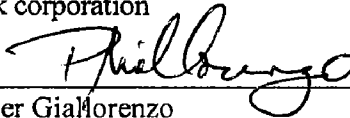
Please be advised that pursuant to the Security Agreement (as the same may be amended, modified, extended or restated from time to time, the "Security Agreement") dated as of June 22, 2004 among the Grantors party thereto (each a "Grantor" and collectively, the "Grantors") and Bank of America, N.A., as Administrative Agent (the "Administrative Agent") for the holders of the Secured Obligations referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon the registered trademarks and trademark registration applications set forth on Schedule 1 attached hereto to the Administrative Agent for the ratable benefit of the holders of the Secured Obligations.

The undersigned Grantor and the Administrative Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the trademarks and trademark applications set forth on Schedule 1 attached hereto (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

[Signature Pages Follow]

Very truly yours,

NICE-PAK PRODUCTS, INC.,
a New York corporation

By: 
Name: Peter Giallorenzo
Title: Chief Financial Officer

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: _____
Name:
Title:

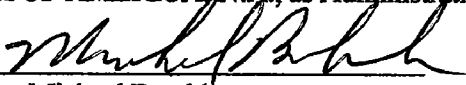
Very truly yours,

NICE-PAK PRODUCTS, INC.,
a New York corporation

By: _____
Name: Peter Giallorenzo
Title: Chief Financial Officer

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Administrative Agent

By: 
Name: Michael Brashler
Title: Vice President

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TRADEMARK
REEL: 003374 FRAME: 0450

**Nice-Pak Products, Inc.
(New York Corporation)**

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
SANI-SURFACE	3108134	06/20/06
SHIELD 'N PROTECT	3070275	03/21/06

Pending Applications

Mark	Application No.	Filing Date
PROCHLORA	78916464	06/26/06
THE HYGIENE KIDS	78864463	04/19/06
THE GLOBAL WET WIPE EXPERTS	78861613	04/14/06
SANI-SURFACE GREEN	78850859	03/31/06
GOOD TO GO	78850832	03/31/06
ONE WIPE DISPENSING and Design	78792952	01/17/06
BATHROOM BUDDIES	78787640	01/09/06
NATURALLY INSPIRED	78761348	11/28/05
CHG-IPA SWABSTICK	78751149	11/10/05
CHG-IPA SWAB	78751145	11/10/05
CHG-IPA MAXI SWABSTICK	78751137	11/10/05
SANI-GLASS	78750524	11/09/05
SOAP 'N WATER	78744663	11/01/05
SOAP 'N WATER TO GO	78744660	11/01/05
SANI-CENTER	78717727	09/21/05
WIPE SCRIPTIIONS	78712798	09/14/05
NP NICE PAK and Design	78671458	07/15/05
SANI-KIDS	78660754	06/29/05
SANI-LAV	78659044	06/27/05
CHG SWABSTICK	78654330	06/20/05
CHG MAXI SWABSTICK	78654324	06/20/05
SANI-DEX ALC	78653323	06/17/05
SANI-STETH	78653300	06/17/05
QWIK BATH	78645440	06/07/05
2 GO	78559771	02/03/05
WITH GENTLE CLEANING PILLOWS and Design	78529975	12/09/04
I GO	78509270	11/01/04
CHLORASCRUB	78431033	06/07/04