

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
Pacific Bag, Inc.		07/13/2006	CORPORATION: WASHINGTON
RECEIVING PARTY DATA			
Name:	Roynat Business Capital Inc., as Collateral Agent		
Street Address:	100 North Tryon Street		
Internal Address:	Suite 3720		
City:	Charlotte		
State/Country:	NORTH CAROLINA		
Postal Code:	28202		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2204042	PACIFIC BAG INC.	
CORRESPONDENCE DATA			
Fax Number:	(919)416-8339		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
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:	032714.16 NTPACIFICBAGJES		
NAME OF SUBMITTER:	John E. Slaughter		
Signature:	/John E. Slaughter/		

OP \$40.00 2204042

Date:

09/12/2006

Total Attachments: 3

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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 and Pledge Agreement dated as of July 13, 2006 (as the same may be amended, modified, extended or restated from time to time, the "Agreement") by and among the Obligor party thereto (each an "Obligor" and collectively, the "Obligors"), Roynat Business Capital Inc., a Delaware corporation, as collateral agent (the "Collateral Agent") for the holders of the Secured Obligations referenced therein and Sterling Savings Bank, as control agent for the holders of the Secured Obligations referenced therein, the undersigned Obligor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications shown on Schedule 1 hereto to the Collateral Agent for the ratable benefit of the holders of the Secured Obligations.

The Obligor and the Collateral Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

PACIFIC BAG, INC., a Washington corporation

By: 

Name: Mark V. Howley

Title: President

Acknowledged and Accepted:

ROYNAT BUSINESS CAPITAL INC., as Collateral Agent

By: _____

Name:

Title:

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Very truly yours,

PACIFIC BAG, INC., a Washington corporation

By: _____

Name: Mark V. Howley

Title: President

Acknowledged and Accepted:

ROYNAT BUSINESS CAPITAL INC., as Collateral Agent

By:  _____

Name: David R. Swaine

Title: President & COO

Schedule 1

**Pacific Bag, Inc.
(Washington Corporation)**

U.S. Trademark

Registered Mark

Mark	Registration No.	Registration Date
PACIFIC BAG INC.	2204042	11/17/98