

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.		06/18/2007	CORPORATION: NEW YORK

RECEIVING PARTY DATA

Name:	Wachovia Bank, National Association, as Agent
Street Address:	201 South College Street
Internal Address:	CP-8
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28288-0680
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 45

Property Type	Number	Word Mark
Registration Number:	3225674	WITH GENTLE CLEANING PILLOWS
Registration Number:	3213949	I GO!
Registration Number:	3112708	BACK PACK BUDDIES
Registration Number:	2820454	SOLO
Registration Number:	3154445	
Registration Number:	2512397	CLEAN & EASY
Registration Number:	2560181	NP NICE PAK
Registration Number:	3151178	REAL CLOTH EZ ONES
Registration Number:	2491350	GRIME BOSS
Registration Number:	2453523	NICE 'N CLEAN SPORTSCLOTHS
Registration Number:	2579046	NICE 'N CLEAN
Registration Number:	1742641	
Registration Number:	1456021	NICE 'N CLEAN

OP \$1140.00 3225674

Registration Number:	1417136	RUB A DUBS
Registration Number:	1414675	PUDGIES
Registration Number:	1311906	N P
Registration Number:	1502415	NICE-PAK
Registration Number:	1239922	NICE CLEAN
Registration Number:	0719409	WET-NAP
Serial Number:	78970137	PDI CHLORASCRUB
Serial Number:	78970135	NICE 'N CLEAN
Serial Number:	78970129	GRIME BOSS
Serial Number:	78970121	SANI-SURFACE
Serial Number:	78970117	NO RINSE SANI-SURFACE
Serial Number:	78970112	SANI-SURFACE GREEN
Serial Number:	78970102	SANI HANDS
Serial Number:	78916464	PROCHLORA
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:	78712798	WIPE SCRIPTIONS
Serial Number:	78671458	NP NICE PAK
Serial Number:	78660754	SANI-KIDS
Serial Number:	78653323	SANI-DEX ALC
Serial Number:	78559771	2 GO
Serial Number:	78263957	TENDER BOTTOMS
Serial Number:	78149301	REAL CLOTH EZ ONES
Serial Number:	77172441	SANI-HANDS ALC
Serial Number:	77149717	CORY
Serial Number:	77149644	CORA
Serial Number:	77149616	WIPES
Serial Number:	77132806	SANI HANDS II

CORRESPONDENCE DATA

Fax Number: (919)416-8363

TRADEMARK
REEL: 003581 FRAME: 0559

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 9192868041
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:	512485.1607NTABLJES
NAME OF SUBMITTER:	John E. Slaughter
Signature:	/John E. Slaughter/
Date:	07/17/2007

Total Attachments: 5
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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

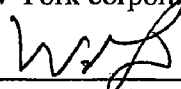
Please be advised that pursuant to the Loan and Security Agreement dated as of June 18, 2007 (as amended, modified, extended, restated, replaced, or supplemented from time to time, the "Loan and Security Agreement") by and among the Loan Parties party thereto (each an "Obligor" and collectively, the "Obligors") and Wachovia Bank, National Association, as administrative agent (the "Agent") for the lenders referenced therein (the "Lenders"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications shown on Schedule 1 attached hereto (the "Trademarks") to the Agent for the ratable benefit of the Lenders.

The Obligors and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the Trademarks (i) may only be terminated in accordance with the terms of the Loan and Security Agreement and (ii) is not to be construed as an assignment of any Trademark.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

Very truly yours,

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

By: 
Name: Mitchell P. Goldstein
Title: Chief Financial Officer

Acknowledged and Accepted:

WACHOVIA BANK, NATIONAL ASSOCIATION,
as Agent

By: _____
Name: _____
Title: _____

IP NOTICE - US TRADEMARKS (ABL)
NICE-PAK PRODUCTS, INC.

TRADEMARK
REEL: 003581 FRAME: 0562

Very truly yours,

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

By: _____

Name: _____

Title: _____

Acknowledged and Accepted:

WACHOVIA BANK, NATIONAL ASSOCIATION,
as Agent

By:  _____

Name: Howard Kim

Title: Managing Director

IP NOTICE - US TRADEMARKS (ABL)
NICE-PAK PRODUCTS, INC.

TRADEMARK
REEL: 003581 FRAME: 0563

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

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
WITH GENTLE CLEANING PILLOWS and Design	3225674	04/03/07
I GO	3213949	02/27/07
BACK PACK BUDDIES	3112708	07/04/06
SOLO	2820454	03/02/04
Design only	3154445	10/10/06
CLEAN & EASY	2512397	11/27/01
NP NICE PAK and Design	2560181	04/09/02
REAL CLOTH EZ ONES and Design	3151178	10/03/06
GRIME BOSS	2491350	09/18/01
NICE 'N CLEAN SPORTSCLOTHS	2453523	05/22/01
NICE 'N CLEAN	2579046	06/11/02
Design only	1742641	12/29/92
NICE 'N CLEAN	1456021	09/08/87
RUB A DUBS	1417136	11/18/86
PUDGIES	1414675	10/28/86
N P	1311906	01/01/85
NICE-PAK	1502415	08/30/88
NICE CLEAN	1239922	05/31/83
WET-NAP	0719409	08/01/61

Pending Applications

Mark	Application No.	Filing Date
PDI CHLORASCRUB	78970137	09/08/06
NICE 'N CLEAN	78970135	09/08/06
GRIME BOSS and Design	78970129	09/08/06
SANI-SURFACE	78970121	09/08/06
NO RINSE SANI-SURFACE and Design	78970117	09/08/06
SANI-SURFACE GREEN and Design	78970112	09/08/06
SANI HANDS and Design	78970102	09/08/06
PROCHLORA	78916464	06/26/06
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
WIPE SCRIPTIONS	78712798	09/14/05
NP NICE PAK and Design	78671458	07/15/05
SANI-KIDS	78660754	06/29/05

Mark	Application No.	Filing Date
SANI-DEX ALC	78653323	06/17/05
2 GO	78559771	02/03/05
TENDER BOTTOMS	78263957	06/18/03
REAL CLOTH EZ ONES and Design	78149301	07/31/02
SANI-HANDS ALC	77172441	05/03/07
CORY	77149717	04/05/07
CORA	77149644	04/05/07
WIPES and Design	77149616	04/05/07
SANI HANDS II and Design	77132806	03/16/07

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RECORDED: 07/17/2007

TRADEMARK
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