

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Grant of Security Interest in United States Trademarks		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Tekni-Plex, Inc.		06/10/2005	INC. ASSOCIATION:

RECEIVING PARTY DATA	
Name:	Citicorp USA, Inc.
Street Address:	388 Greenwich Street
City:	New York
State/Country:	NEW YORK
Postal Code:	10013
Entity Type:	INC. ASSOCIATION:

PROPERTY NUMBERS Total: 87

Property Type	Number	Word Mark
Registration Number:	2581037	WATER COLORS
Registration Number:	3198252	TRI-FOIL
Registration Number:	2966501	KINK FREE
Registration Number:	1733042	PERMAFLOW
Registration Number:	740032	SWAN
Registration Number:	1208332	FAIRLAWN
Registration Number:	1721946	MULTICHEM
Registration Number:	1822761	CYBERTUFF
Registration Number:	1821348	CYBERTECH
Registration Number:	1821347	CYBERTECH
Registration Number:	1821346	CYBERCELL
Registration Number:	1822763	CYBERLAST
Registration Number:	1822764	CYBEREX
Registration Number:	1488020	CP

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Registration Number:	1821345	CYBERSHIELD
Registration Number:	729302	ABLEX
Registration Number:	1822762	CYBERMOLD
Registration Number:	1628320	COLORITE WATERWORKS
Registration Number:	2126655	ELASTICHEM
Registration Number:	1838680	FINGERTITE
Registration Number:	926056	FOAMSEAL
Registration Number:	2110026	FLEXRITE
Registration Number:	1486151	TRI-LAM
Registration Number:	1675065	F-217
Registration Number:	1463496	TRI-SEAL
Registration Number:	2271443	TRI-GARD SPE
Registration Number:	2216083	TRI-GARD SPET
Registration Number:	1512689	SPIRALCAST
Registration Number:	2330295	SUNNY DAY
Registration Number:	913545	SOLVSEAL
Registration Number:	1252942	SOR
Registration Number:	921959	SARASEAL
Registration Number:	1245310	KOOL-PAK
Registration Number:	1296200	PLASMED
Registration Number:	2342590	TRI-SHIELD
Registration Number:	70260	BOLSTERS
Registration Number:	1825140	ULTRALITE
Registration Number:	1278994	TRI-GARD
Registration Number:	2355527	TEKNIFLEX
Registration Number:	2505226	TEKNI-FILMS
Registration Number:	1486598	UNICHEM
Registration Number:	909590	VINYLSEAL
Registration Number:	2425170	TEKNIFLEX
Registration Number:	951370	SWAN
Registration Number:	1314600	MEDALLION
Registration Number:	1511770	MAXFLEX
Registration Number:	1950653	KEEP GROWING WITH SWAN
Registration Number:	1504845	THERM-O-BLUE
Registration Number:	3243779	FLEXCHEM

Registration Number:	1528240	WEATHERFLEX
Registration Number:	1015801	WEATHER-FLEX
Registration Number:	1337908	WEATHER MASTER
Registration Number:	1008815	FORMULA Z7
Registration Number:	1346137	GRIPPER
Registration Number:	1917956	PERFECT GARDENER
Registration Number:	2229710	SEAL-TITE
Registration Number:	1380431	YARD MATE
Registration Number:	1504846	PROFLEX
Registration Number:	1016341	PRESSURE MASTER
Registration Number:	1132212	SOFT & SUPPLE
Registration Number:	1296205	RV3
Registration Number:	2305696	YARD GARD
Registration Number:	1546425	EARTH QUENCHER
Registration Number:	1393243	COUNTRY CLUB
Registration Number:	653086	COLORITE
Registration Number:	913544	VAPOSEAL S
Registration Number:	2220816	COLORITE
Registration Number:	2052098	COLORITE POLYMERS
Registration Number:	2213716	COLORITE POLYMERS
Registration Number:	2668647	VALU-FOAM
Registration Number:	1731102	SELF-FROSTING
Registration Number:	1285283	TUFF STUFF
Registration Number:	2368983	TUFF STUFF
Registration Number:	2215093	TUFF STUFF
Registration Number:	1284374	TUFF STUFF FOAMPLATES
Registration Number:	3150561	TUFF & FLEXIBLE
Registration Number:	3128885	CONTINUOUS FLOW
Registration Number:	3006619	AQUACOLORS
Serial Number:	77223565	MATCH YOUR HOSE TO YOUR HOUSE
Serial Number:	77294731	FLEXINYL
Serial Number:	77172119	DECORATING ELVES MAKE IT LOOK AWESOME
Serial Number:	77113564	HOUSEMATES
Serial Number:	77113570	AERO-TUBE
Serial Number:	77113577	DURAFLOW

Serial Number:	77173119	FRESH AIR
Serial Number:	77165484	
Serial Number:	77148563	SURE BOND

CORRESPONDENCE DATA

Fax Number: (212)310-8007
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 2123108000
Email: jeff.morneau@weil.com, jolee.adamich@weil.com,
jessica.siegel@weil.com, suzanne.inglis@weil.com
Correspondent Name: Jeff Morneau c/o Weil, Gotshal & Manges
Address Line 1: 767 Fifth Avenue
Address Line 4: New York, NEW YORK 10153

ATTORNEY DOCKET NUMBER:	35899.0236.6847
NAME OF SUBMITTER:	Jeff Morneau
Signature:	/Jeff Morneau/
Date:	02/07/2008

Total Attachments: 8
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GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, each of the entities listed on the signature pages hereto (each, a "Grantor" and collectively, the "Grantors"), each with principal offices at 260 North Denton Tap Rd., Suite 150, Coppell, TX 75019, hereby grants to Citicorp USA, Inc., as Administrative Agent (the "Grantee"), a security interest in (i) all of such Grantor's right, title and interest in and to the United States trademarks, trademark registrations and trademark applications, including all appurtenant goodwill of any and all of the foregoing (the "Marks") set forth opposite its name as on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Security Agreement referred to below) 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 Secured Obligations of each Grantor, as such term is defined in the Security Agreement among the Grantors, the other assignors from time to time party thereto and the Grantee, dated as of June 10, 2005 (as amended, modified, restated and/or supplemented from time to time, the "Security Agreement"). Upon the occurrence of the Termination Date (as defined in the Security Agreement), the Grantee shall execute, acknowledge, and deliver to the Grantors 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 Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security 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 Security Agreement, the provisions of the Security Agreement shall govern.

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IN WITNESS WHEREOF, the undersigned have executed this Grant as of the
10th day of June, 2005.

TEKNI-PLEX, INC.
PURETEC CORPORATION
NATVAR HOLDINGS, INC.
TRI-SEAL HOLDINGS, INC.
PLASTIC SPECIALTIES AND
TECHNOLOGIES, INC.
BURLINGTON RESINS, INC.
PLASTIC SPECIALTIES AND
TECHNOLOGIES INVESTMENTS, INC.
DISTRIBUTORS RECYCLING, INC.
TPI ACQUISITION SUBSIDIARY, INC.
TP/ELM ACQUISITION SUBSIDIARY, INC.,
as Grantors

By: 

Name:

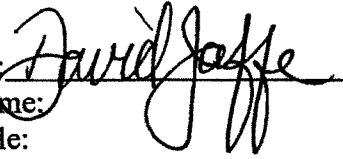
James E. Condon

Title:

Chief Financial Officer

ACCEPTED AND AGREED:

CITICORP USA, INC.,
as Administrative Agent

By: 
Name:
Title:
David Jaffe
Vice President

SCHEDULE A

SCHEDULE OF MARKS AND APPLICATIONS

Trademark:	Country	Owner Name:	Status	Application No.	Filing Date:	Registration No.	Registration Date:
MATCH YOUR HOSE TO YOUR HOUSE	United States	Tekni-Plex, Inc.	Published	77/223,565	06-Jul-2007		
WATER COLORS	United States	Plastic Specialties and Technologies, Inc.	Registered	76/088,433	13-Jul-2000	2,581,037	18-Jun-2002
TRI-FOIL	United States	TRI-SEAL HOLDINGS, INC.	Registered	78/683,012	01-Aug-2005	3,198,252	16-Jan-2007
KINK FREE	United States	Plastic Specialties and Technologies, Inc.	Registered	78/322,142	03-Nov-2003	2,966,501	12-Jul-2005
FLEXINYL	United States	Tekni-Plex, Inc.	Pending	77/294,731	03-Oct-2007		
PERMAFLOW	United States	TPI Acquisition Subsidiary, Inc	Registered	74/259,378	26-Mar-1992	1,733,042	17-Nov-1992
SWAN	United States	TPI Acquisition Subsidiary, Inc	Registered	107,800	03-Nov-1960	740,032	30-Oct-1962
FAIRLAWN	United States	TPI Acquisition Subsidiary, Inc	Registered	161,786	12-May-1980	1,208,332	14-Sep-1982
MULTICHEM	United States	PureTec Corporation	Registered	74/241,188	29-Jan-1992	1,721,946	06-Oct-1992
CYBERTUFF	United States	Plastic Specialties and Technologies, Inc.	Renewed	74/398,016	07-Jun-1993	1,822,761	22-Feb-1994
CYBERTECH	United States	PureTec Corporation	Renewed	74/398,693	07-Jun-1993	1,821,348	15-Feb-1994
CYBERTECH (Stylized)	United States	PureTec Corporation	Renewed	74/398,692	07-Jun-1993	1,821,347	15-Feb-1994
CYBERCELL	United States	PureTec Corporation	Renewed	74/398,676	07-Jun-1993	1,821,346	15-Feb-1994
CYBERLAST	United States	PureTec Corporation	Renewed	74/398,228	07-Jun-1993	1,822,763	22-Feb-1994
CYBEREX	United States	PureTec Corporation	Renewed	74/398,566	07-Jun-1993	1,822,764	22-Feb-1994
CP and Design	United States	Plastic Specialties and Technologies, Inc.	Registered	73/649,998	18-Mar-1987	1,488,020	17-May-1988
CYBERSHIELD	United States	PureTec Corporation	Renewed	74/398,229	07-Jun-1993	1,821,345	15-Feb-1994
ABLEX	United States	Plastic Specialties and Technologies, Inc.	Registered	72/114,441	27-Feb-1961	729,302	03-Apr-1962

Trademark:	Country	Owner Name:	Status	Application No.	Filing Date:	Registration No.	Registration Date:
CYBERMOLD	United States	PureTec Corporation	Renewed	74/398,017	07-Jun-1993	1,822,762	22-Feb-1994
COLORITE WATERWORKS	United States	Plastic Specialties and Technologies, Inc.	Registered	73/748,033	24-Aug-1988	1,628,320	18-Dec-1990
ELASTICHEM	United States	PureTec Corporation	Registered	75/099,673	06-May-1996	2,126,655	06-Jan-1998
FINGERTITE	United States	Plastic Specialties and Technologies, Inc.	Registered	74/342,052	18-Dec-1992	1,838,680	07-Jun-1994
FOAM SEAL	United States	Tekni-Plex, Inc.	Renewed	72/372,269	01-Oct-1970	926,056	28-Dec-1971
FLEXRITE	United States	Plastic Specialties and Technologies, Inc.	Registered	75/163,250	09-Sep-1996	2,110,026	28-Oct-1997
TRI-LAM	United States	Tri-Seal International, Inc.	Registered	612,054	30-Jul-1986	1,486,151	26-Apr-1988
F-217	United States	TRI-SEAL HOLDINGS, INC.	Renewed	74/035,714	07-Mar-1990	1,675,065	11-Feb-1992
TRI-SEAL	United States	TRI-SEAL HOLDINGS, INC.	Registered	73/652,824	03-Apr-1987	1,463,496	03-Nov-1987
TRI-GARD SPE	United States	TRI-SEAL HOLDINGS, INC.	Registered	75/347,686	27-Aug-1997	2,271,443	24-Aug-1999
TRI-GARD SPET	United States	Tri-Seal International, Inc.	Registered	75/347,685	27-Aug-1997	2,216,083	05-Jan-1999
SPIRALCAST	United States	Plastic Specialties and Technologies, Inc.	Registered	73/722,451	15-Apr-1988	1,512,689	15-Nov-1988
SUNNY DAY	United States	Tekni-Plex, Inc.	Registered	75/506,086	22-Jun-1998	2,330,295	14-Mar-2000
SOLVSEAL	United States	Tekni-Plex, Inc.	Registered	72/343,439	13-Nov-1969	913,545	08-Jun-1971
SOR	United States	TRI-SEAL HOLDINGS, INC.	Registered	330,246	29-Sep-1981	1,252,942	04-Oct-1983
SARASEAL	United States	Tekni-Plex, Inc.	Registered	372,270	01-Oct-1970	921,959	12-Oct-1971
KOOL-PAK	United States	Tekni-Plex, Inc.	Renewed	327,661	11-Sep-1981	1,245,310	12-Jul-1983
PLASMED	United States	Plastron Inc.	Registered	73/436,404	26-Jul-1983	1,296,200	18-Sep-1984
TRI-SHIELD	United States	TRI-SEAL HOLDINGS, INC.	Registered	75/547,698	03-Sep-1998	2,342,590	18-Apr-2000
PLASMED (STATE REGISTRATION)	California	Plastron Inc.	Renewed	70260	27-Jul-1983	70260	27-Jul-1983

Trademark:	Country	Owner Name:	Status	Application No.	Filing Date:	Registration No.	Registration Date:
ULTRALITE	United States	Plastic Specialties and Technologies, Inc.	Registered	74/401,942	15-Jun-1993	1,825,140	08-Mar-1994
TRI-GARD	United States	TRI-SEAL HOLDINGS, INC.	Registered	73/423,390	27-Apr-1983	1,278,994	22-May-1984
TEKNIFLEX	United States	Tekni-Plex, Inc.	Registered	75/154,629	22-Aug-1996	2,355,527	06-Jun-2000
TEKNI-FILMS	United States	Tekni-Plex, Inc.	Registered	75/766,319	02-Aug-1999	2,505,226	06-Nov-2001
UNICHEM	United States	Plastic Specialties and Technologies, Inc.	Registered	73/647,066	02-Mar-1987	1,486,598	03-May-1988
VINYLSEAL	United States	Tekni-Plex, Inc.	Renewed	72/343,436	13-Nov-1969	909,590	09-Mar-1971
TEKNIFLEX	United States	Tekni-Plex, Inc.	Registered	75/909,252	03-Feb-2000	2,425,170	30-Jan-2001
SWAN and Design	United States	TPI Acquisition Subsidiary, Inc	Renewed	72/422,598	27-Apr-1972	951,370	23-Jan-1973
MEDALLION	United States	TPI Acquisition Subsidiary, Inc	Registered	73/441,533	29-Aug-1983	1,314,600	15-Jan-1985
MAXFLEX	United States	Anchor Swan, Inc.	Registered	73/720,897	07-Apr-1988	1,511,770	08-Nov-1988
KEEP GROWING WITH SWAN	United States	TPI Acquisition Subsidiary, Inc	Registered	74/585,847	14-Oct-1994	1,950,653	23-Jan-1996
THERM-O-BLUE	United States	TPI Acquisition Subsidiary, Inc	Registered	73/710,849	12-Feb-1988	1,504,845	20-Sep-1988
FLEXCHEM	United States	Plastic Specialties and Technologies, Inc.	Registered	78/721,420	27-Sep-2005	3,243,779	22-May-2007
WEATHERFLEX	United States	TPI Acquisition Subsidiary, Inc	Registered	73/710,855	12-Feb-1988	1,528,240	07-Mar-1989
WEATHER-FLEX	United States	TPI Acquisition Subsidiary, Inc	Renewed	73/034,753	16-Oct-1974	1,015,801	15-Jul-1975
WEATHER MASTER	United States	TPI Acquisition Subsidiary, Inc	Registered	73/505,381	24-Oct-1984	1,337,908	28-May-1985
FORMULA Z7 and Design	United States	TPI Acquisition Subsidiary, Inc	Renewed	73/015,672	12-Mar-1974	1,008,815	15-Apr-1975
GRIPPER	United States	TPI Acquisition Subsidiary, Inc	Registered	73/442,912	08-Sep-1983	1,346,137	02-Jul-1985
PERFECT GARDENER	United States	TPI Acquisition Subsidiary, Inc	Registered	74/585,849	14-Oct-1994	1,917,956	12-Sep-1995

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SEAL-TITE	United States	TPI Acquisition Subsidiary, Inc	Registered	75/319,774	07-Jul-1997	2,229,710	02-Mar-1999
YARD MATE	United States	TPI Acquisition Subsidiary, Inc	Registered	73/541,511	05-Jun-1985	1,380,431	28-Jan-1986
PROFLEX	United States	TPI Acquisition Subsidiary, Inc	Registered	73/710,852	12-Feb-1988	1,504,846	20-Sep-1988
PRESSURE MASTER	United States	TPI Acquisition Subsidiary, Inc	Renewed	73/034,751	16-Oct-1974	1,016,341	22-Jul-1975
SOFT & SUPPLE	United States	TPI Acquisition Subsidiary, Inc	Renewed	73/196,627	12-Dec-1978	1,132,212	01-Apr-1980
RV3	United States	TPI Acquisition Subsidiary, Inc	Registered	73/443,405	12-Sep-1983	1,296,205	18-Sep-1984
YARD GARD	United States	TPI Acquisition Subsidiary, Inc	Registered	75/528,344	31-Jul-1998	2,305,696	04-Jan-2000
EARTH QUENCHER	United States	TPI Acquisition Subsidiary, Inc	Registered	73/711,024	12-Feb-1988	1,546,425	04-Jul-1989
COUNTRY CLUB	United States	TPI Acquisition Subsidiary, Inc	Registered	73/540,644	31-May-1985	1,393,243	13-May-1986
COLORITE	United States	Plastic Specialties and Technologies, Inc.	Renewed	72/022,359	10-Jan-1957	653,086	15-Oct-1957
VAPOSEALS	United States	Tekni-Plex, Inc.	Registered	343,437	13-Nov-1969	913,544	08-Jun-1971
COLORITE	United States	Plastic Specialties and Technologies, Inc.	Registered	75/206,355	02-Dec-1996	2,220,816	26-Jan-1999
COLORITE POLYMERS	United States	PureTec Corporation	Registered	75/007,049	16-Oct-1995	2,052,098	15-Apr-1997
COLORITE POLYMERS	United States	Plastic Specialties and Technologies, Inc.	Registered	75/207,603	03-Dec-1996	2,213,716	29-Dec-1998
VALU-FOAM	United States	ELM PACKAGING COMPANY L.P.	Registered	76/336,903	13-Nov-2001	2,668,647	31-Dec-2002
SELF-FROSTING	United States	PureTec Corporation	Renewed	74/241,186	29-Jan-1992	1,731,102	10-Nov-1992
TUFF STUFF	United States	TP/ELM Acquisition Subsidiary	Registered	73/417,908	18-Mar-1983	1,285,283	10-Jul-1984
TUFF STUFF and design	United States	TP/ELM Acquisition Subsidiary	Registered	75/176,684	03-Oct-1996	2,368,983	18-Jul-2000

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TUFF STUFF and design	United States	TP/ELM Acquisition Subsidiary	Registered	75/176,685	03-Oct-1996	2,215,093	29-Dec-1998
TUFF STUFF FOAMPLATES	United States	TP/ELM Acquisition Subsidiary	Registered	73/439,658	17-Aug-1983	1,284,374	03-Jul-1984
FRESH AIR	United States	Plastic Specialties, Inc.	Pending	77/173,119	04-May-2007		
TUFF & FLEXIBLE	United States	Plastics Specialties and Technologies, Inc.	Registered	78/558,844	02-Feb-2005	3,150,561	03-Oct-2006
CONTINUOUS FLOW	United States	Plastics Specialties and Technologies, Inc.	Registered	78/558,843	02-Feb-2005	3,128,885	15-Aug-2006
HOUSEMATES	United States	Plastics Specialties and Technologies, Inc.	Pending	77/113,564	22-Feb-2007		
AQUACOLORS	United States	Plastics Specialties and Technologies, Inc.	Registered	78/393,924	31-March-2004	3,006,619	11-Oct-2005
AERO-TUBE	United States	Plastic Specialties and Technologies, Inc.	Allowed	77/113,570	22-Feb-2007		
DURAFLOW	United States	Plastic Specialties and Technologies, Inc.	Allowed	77/113,577	22-Feb-2007		
DURAFLOW	United States	Plastic Specialties, Inc.	Pending	77/173,119	04-May-2007		
Miscellaneous Design (Blue Stripe)	United States	Plastic Specialties and Technologies, Inc.	Pending	77/165,484	25-Apr-2007		
SURE BOND	United States	Natvar Holdings, Inc.	Published	77/148,563	04-Apr-2007		