

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
CNA Holdings, Inc.		04/02/2007	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Deutsche Bank AG, New York Branch, as Collateral Agent
Street Address:	60 Wall Street
City:	New York
State/Country:	NEW YORK
Postal Code:	10005
Entity Type:	Bank:

PROPERTY NUMBERS Total: 24

Property Type	Number	Word Mark
Registration Number:	0700305	CELCON
Registration Number:	1383843	VECTRA
Registration Number:	1423954	CELEBRATE!
Registration Number:	1430295	CELEBRATE!
Registration Number:	1432612	CELSTRAN
Registration Number:	1466836	VANDAR
Registration Number:	1466837	RITFLEX
Registration Number:	1476425	IMPET
Registration Number:	1762255	
Registration Number:	1763888	ENCORE
Registration Number:	1771518	
Registration Number:	1917196	INSPEC
Registration Number:	2106973	RODMAP
Registration Number:	2106974	RODMAP

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Registration Number:	2370370	SMOKE SIGNALS
Registration Number:	2413563	THE SCIENCE OF CIGARETTE FILTRATION
Registration Number:	2547437	MICROSAFE
Registration Number:	2657246	CELECTRA
Registration Number:	0694414	AMCEL
Registration Number:	0682715	AMCEL
Registration Number:	0545328	FORMCEL
Registration Number:	1452706	FORTRON
Registration Number:	2058874	AQF
Registration Number:	2058876	AQF

CORRESPONDENCE DATA

Fax Number: (202)756-9299
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 8002210770
Email: matthew.mayer@thomson.com
Correspondent Name: Corporation Service Company
Address Line 1: 1133 Avenue of the Americas
Address Line 2: Suite 3100
Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER:	CSC # 493945
NAME OF SUBMITTER:	Matthew Mayer
Signature:	/Matthew Mayer/
Date:	03/21/2008

Total Attachments: 5
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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, CNA HOLDINGS, INC. (the "Grantor") with principal offices at 550 US Highway 202/206, Suite 310, Bedminster, New Jersey 07921, hereby assigns and grants to DEUTSCHE BANK AG, NEW YORK BRANCH, as Collateral Agent, (the "Grantee"), a security interest in (i) all of the Grantor's right, title and interest in and to the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all proceeds 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 Obligations of the Grantor, as such term is defined in the Guarantee and Collateral Agreement among the Grantor, the other assignors from time to time party thereto and the Grantee, dated as of April 2, 2007 (as amended from time to time, the "Collateral Agreement"). Upon the occurrence of the termination of the Collateral Agreement, the Grantee shall, upon such satisfaction, execute, acknowledge, and deliver to the Grantor 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 Collateral Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Collateral 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 Collateral Agreement, the provisions of the Collateral Agreement shall govern.

This Assignment shall be governed by the law of the state of New York irrespective of its conflict of law principles.

This Assignment may be executed in any number of counterparts, all of which shall constitute one and the same instrument, and any party hereto may execute this Assignment by signing and delivering one or more counterparts.

* * *

IN WITNESS WHEREOF, the undersigned has executed this Agreement on the date first written above.

CNA HOLDINGS, INC., Grantor

By: 


Name: James E. Shields

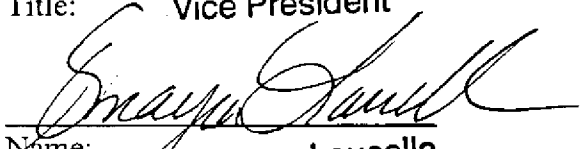
Title: President and Treasurer

[Trademark Agreement]

TRADEMARK
REEL: 003744 FRAME: 0680

DEUTSCHE BANK AG, NEW YORK
BRANCH, as Collateral Agent, Grantee

By: 
Name: Evelyn Thierry
Title: Vice President

By: 
Name: Omayra Laucella
Title: Vice President

SCHEDULE A

CNA HOLDINGS, INC.

Mark	Grantor	Registration/Serial No.
Celcon	CNA Holdings, Inc.	700,305
Vectra	CNA Holdings, Inc.	1,383,843
Celebrate!	CNA Holdings, Inc.	1,423,954
Celebrate!	CNA Holdings, Inc.	1,430,295
Celstran	CNA Holdings, Inc.	1,432,612
Vandar	CNA Holdings, Inc.	1,466,836
Riteflex	CNA Holdings, Inc.	1,466,837
Impet	CNA Holdings, Inc.	1,476,425
Snowflake & Design	CNA Holdings, Inc.	1,762,255
Encore	CNA Holdings, Inc.	1,763,888
Starburst & Design	CNA Holdings, Inc.	1,771,518
Inspec	CNA Holdings, Inc.	1,917,196
Rodmap	CNA Holdings, Inc.	2,106,973
Rodmap	CNA Holdings, Inc.	2,106,974
Smoke Signals	CNA Holdings, Inc.	2,370,370
The Science of Cigarette Filtration	CNA Holdings, Inc.	2,413,563
Microsafe	CNA Holdings, Inc.	2,547,437
Celectra	CNA Holdings, Inc.	2,657,246
AMCEL	CNA Holdings, Inc.	694414
AMCEL	CNA Holdings, Inc.	682715
FORMCEL	CNA Holdings, Inc.	545328
FORTRON	CNA Holdings, Inc.	1452706
AQF	CNA Holding, Inc.	2,058,874
AQF	CNA Holdings, Inc.	2,058,876