

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Notice and confirmation of grant of Security Interest in Trademarks		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Reynolds Foil, Inc.		02/29/2008	CORPORATION: DELAWARE

<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	Credit Suisse, Sydney Branch
<b>Street Address:</b>	One Madison Avenue
<b>City:</b>	New York
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10010
<b>Entity Type:</b>	Bank:

**PROPERTY NUMBERS Total: 65**

Property Type	Number	Word Mark
Registration Number:	654671	R
Registration Number:	662070	REYNOLON
Registration Number:	677909	REYNOLDS WRAP
Registration Number:	681870	REYNOLDS REVIEW
Registration Number:	705599	R
Registration Number:	748108	REYNOLDS
Registration Number:	843913	R
Registration Number:	847228	CUT-RITE
Registration Number:	853906	REYNOLDS
Registration Number:	906205	SLP
Registration Number:	906206	GSP
Registration Number:	909949	DIAMOND
Registration Number:	1067092	REYNOLDS WRAP
Registration Number:	1070888	

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Registration Number:	1194637	REYNOLON
Registration Number:	1213955	REYNOLDS
Registration Number:	1454172	CUT-RITE
Registration Number:	1464551	REYNOLDS
Registration Number:	1507798	
Registration Number:	1508112	
Registration Number:	1510680	BAKER'S CHOICE
Registration Number:	1521521	CAPITAL
Registration Number:	1554397	DIAMOND
Registration Number:	1564451	CRYSTAL COLOR
Registration Number:	1591687	REYNOLDS
Registration Number:	1591981	REYNOLDS
Registration Number:	1624804	QWIK SEAL
Registration Number:	1646013	UNIGARD
Registration Number:	1717088	DIAMOND
Registration Number:	1974345	VALUE BUY
Registration Number:	2124403	STAY CLOSED TAB
Registration Number:	2246676	HOT BAGS
Registration Number:	2432237	REYNOLDS
Registration Number:	2538207	FRANK'N SNACKERS
Registration Number:	2557300	ULTRA
Registration Number:	2566147	BRIGHT IDEAS
Registration Number:	2572121	DAZZLE
Registration Number:	2619005	RELEASE
Registration Number:	2626698	QWIK-SLIDE
Registration Number:	2632121	DIAMOND
Registration Number:	2635500	METRO LINE
Registration Number:	2636653	REYNOLDS
Registration Number:	2640226	CORN CORRALS
Registration Number:	2641084	METRO LINE
Registration Number:	2641346	SUMMER PRINTS
Registration Number:	2641347	HOLIDAY PRINTS
Registration Number:	2644513	CREATIVE ESSENTIALS
Registration Number:	2644826	PATRIOTIC PRINTS
Registration Number:	2698709	CREATIVE ESSENTIALS

Registration Number:	2751459	DIAMOND
Registration Number:	2780859	
Registration Number:	2826403	VOYAGER
Registration Number:	2926378	THE SIMPLE SECRET TO BETTER BAKING
Registration Number:	2928908	POT LUX
Registration Number:	2944841	EZ SLIDE
Registration Number:	2950883	
Registration Number:	3092462	FESTIVE WINTER
Registration Number:	3143854	
Registration Number:	3143855	
Registration Number:	3143856	
Registration Number:	3219017	FESTIVE
Registration Number:	765763	REYNOLDS
Registration Number:	1543553	REYNOLDS
Serial Number:	77144527	THE TOUGHER THE BETTER
Serial Number:	78837019	HANDI-VAC

**CORRESPONDENCE DATA**

Fax Number: (866)826-5420  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 3016380511  
Email: ipresearchplus@comcast.net  
Correspondent Name: IP Research Plus, Inc.  
Address Line 1: 21 Tadcaster Circle  
Address Line 2: Attn: Penelope J.A. Agodoa  
Address Line 4: Waldorf, MARYLAND 20602

ATTORNEY DOCKET NUMBER:	33135
NAME OF SUBMITTER:	Penelope J.A. Agodoa
Signature:	/pja/
Date:	04/10/2008

Total Attachments: 10  
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### RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

**1. Name of conveying party(ies):**

Reynolds Foil, Inc.

- Individual(s)
- General Partnership
- Corporation- State: DE
- Other \_\_\_\_\_

- Association
- Limited Partnership

Citizenship (see guidelines) \_\_\_\_\_

Additional names of conveying parties attached?  Yes  No

**3. Nature of conveyance )/Execution Date(s) :**

Execution Date(s) February 29, 2008

- Assignment
- Security Agreement
- Other Notice and Confirmation of Grant of Security Interest in Trademarks
- Merger
- Change of Name

**2. Name and address of receiving party(ies)**

Additional names, addresses, or citizenship attached?  Yes  No

Name: Credit Suisse, Sydney Branch  
 Internal Address: \_\_\_\_\_  
 Address: \_\_\_\_\_  
 Street Address: One Madison Avenue  
 City: New York  
 State: New York  
 Country: \_\_\_\_\_ Zip: 10010

- Association Citizenship \_\_\_\_\_
- General Partnership Citizenship \_\_\_\_\_
- Limited Partnership Citizenship \_\_\_\_\_
- Corporation Citizenship \_\_\_\_\_
- Other Bank Citizenship \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designations must be a separate document from assignment)

**4. Application number(s) or registration number(s) and identification or description of the Trademark.**

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

Additional sheet(s) attached?  Yes  No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

**5. Name & address of party to whom correspondence concerning document should be mailed:**

Name: IP Research Plus  
 Internal Address: \_\_\_\_\_  
Attn: Penelope J.A. Agorloa  
 Street Address: \_\_\_\_\_  
21 Tadcaster Circle  
 City: Waldorf  
 State: MD Zip: 20602  
 Phone Number: 301-638-0511  
 Fax Number: 866-826-5420  
 Email Address: orders@ipresearchplus.com

**6. Total number of applications and registrations involved:** 65

**7. Total fee (37 CFR 2.6(b)(6) & 3.41)** \$ 1640.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

**8. Payment Information:**

a. Credit Card Last 4 Numbers \_\_\_\_\_  
 Expiration Date \_\_\_\_\_  
 b. Deposit Account Number \_\_\_\_\_  
 Authorized User Name \_\_\_\_\_

**9. Signature:**

Signature

Date

Name of Person Signing

Total number of pages including cover sheet, attachments, and document:

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:  
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

NOTICE AND CONFIRMATION OF GRANT OF  
SECURITY INTEREST IN TRADEMARKS

NOTICE AND CONFIRMATION OF GRANT OF SECURITY INTEREST IN TRADEMARKS (the "Notice"), effective as of February 29, 2008, made by Reynolds Foil Inc., a Delaware corporation having a principal place of business at 6603 West Broad Street, Richmond, Virginia, 23230 (the "Grantor"), in favor of Credit Suisse, Sydney Branch, having a principal place of business at Level 41, 101 Collins Street, Melbourne, Victoria 3000, Australia, as facility agent and security trustee (the "Security Trustee") for itself and certain banks and financial institutions (the "Lenders"), each of which is party to the Facilities Agreement (as defined below).

WHEREAS, pursuant to the Senior Secured Facilities Agreement, dated as of February 21, 2008, among Reynolds Packaging Group (NZ) Limited, Closure Systems International Inc., Reynolds Consumer Products Holdings Inc., Closure Systems International B.V., Reynolds Treasury (NZ) Limited, the Joint Lead Arrangers and Underwriters, the Security Trustee and the Lenders (as amended, supplemented or otherwise modified from time to time, the "Facilities Agreement"), the Lenders have agreed to make certain Facilities available to the Borrowers upon the terms and subject to the conditions set forth therein; and

WHEREAS, in connection with the Facilities Agreement, the Grantor has executed and delivered a U.S. Collateral Agreement, dated as of February 29, 2008, in favor of the Security Trustee (as amended, supplemented or otherwise modified from time to time, the "Collateral Agreement"); and

WHEREAS, pursuant to the Collateral Agreement, the Grantor granted to the Security Trustee, for the ratable benefit of the Secured Parties, a security interest in all right, title and interest in or to any and all of its Intellectual Property, including the Trademarks; and

WHEREAS, the Grantor has duly authorized the execution, delivery and performance of this Notice.

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, and in order to induce the Lenders to make the Facilities available to the Borrowers pursuant to the Facilities Agreement, the Grantor agrees, for the ratable benefit of the Secured Parties, as follows:

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SECTION 1. Definitions. Unless otherwise defined herein or the context otherwise requires, terms used in this Notice, including its preamble and recitals, have the meanings provided in the Facilities Agreement or the Collateral Agreement.

SECTION 2. Confirmation of Grant of Security Interest. The Grantor hereby confirms that, pursuant to the Collateral Agreement it has granted to the Security Trustee, its successors and assigns, for the ratable benefit of the Secured Parties, a security interest in or to any and all of its Trademarks, including, without limitation, the Trademarks listed on Schedule I hereto, as security for the payment or performance, as the case may be, in full of the Obligations.

SECTION 3. Purpose. This Notice has been executed and delivered by the Grantor for the purpose of recording the grant of security interest with the United States Patent and Trademark Office. This Notice is expressly subject to the terms and conditions of the Collateral Agreement. The Collateral Agreement (and all rights and remedies of the Secured Parties thereunder) shall remain in full force and effect in accordance with its terms.

SECTION 4. Acknowledgment. The Grantor does hereby further acknowledge and affirm that the rights and remedies of the Secured Parties with respect to the security interest in the Trademarks are more fully set forth in the Collateral Agreement, the terms and provisions of which (including the remedies provided for therein) are incorporated by reference herein as if fully set forth herein.


SECTION 5. Counterparts. This Notice may be executed and delivered (including by facsimile transmission or otherwise electronically) in counterparts, each of which will be deemed an original, but all of which together constitute one and the same original.

\* \* \*

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK.]

IN WITNESS WHEREOF, the parties hereto have caused this Notice to be duly executed and delivered by their respective officers thereunto duly authorized.

**REYNOLDS FOIL INC.**

By: 

Name: Helen Golding

Title: Assistant Secretary

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**EXECUTED** on behalf of **CREDIT  
SUISSE** Sydney Branch as Security  
Trustee by its duly appointed  
attorney:


and witnessed by:

  
\_\_\_\_\_  
Signature of witness

Michael Douglas Lott  
~~Solicitor~~  
Wellington

Occupation

\_\_\_\_\_  
City/town of residence

  
\_\_\_\_\_  
Signature of attorney  
Guy Letbridge  
\_\_\_\_\_  
Name of attorney

**CERTIFICATE OF NON-REVOCATION OF POWER OF ATTORNEY**

I, Guy Lethbridge of Wellington, solicitor, certify that:

- (a) by deed dated 14 February 2008, Credit Suisse, Sydney Branch ("**Appointor**"), having its registered office at Sydney, appointed me the Appointor's attorney on the terms, and subject to the conditions, set out in that deed; and
- (b) at the date of this certificate, I have not received any notice or information of the revocation of that appointment by the dissolution of the Appointor or otherwise.

**DATED:** 27 March 2008

**SIGNED:**



Guy Lethbridge

SCHEDULE I

Trademark Registrations

See attached

Trademark Applications

See attached

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Schedule I (Trademark Registrations - Reynolds Foil Inc.)

Trademark	Registration Number
Knight, Horse & Dragon Design	654671
REYNOLON	662,070
REYNOLDS WRAP	677909
REYNOLDS REVIEW	681870
Knight, Horse & Dragon Design	705,599
REYNOLDS	748,108
Knight, Horse & Dragon Design	843913
CUT-RITE	847,228
REYNOLDS	853906
SLP	906,205
GSP	906,206
DIAMOND	909,949
REYNOLDS WRAP and Design	1,067,092
(Reynolds Wrap) Design	1,070,888
REYNOLON	1,194,637
REYNOLDS	1,213,955
CUT-RITE	1,454,172
REYNOLDS	1,464,551
Baker's Head in a Rounded Square Design	1,507,798
Baker's Head in a Rounded Square Design	1,508,112
BAKER'S CHOICE	1,510,680
CAPITAL	1,521,521
Diamond Carton Panel Design	1,554,397
CRYSTAL COLOR	1,564,451
REYNOLDS	1,591,687
REYNOLDS	1,591,981
QWIK SEAL	1,624,804
UNIGARD	1,646,013
DIAMOND	1,717,088
VALUE BUY	1,974,345
STAY CLOSED TAB	2,124,403
HOT BAGS	2,246,676
REYNOLDS	2,432,237
FRANK 'N SNACKERS	2,538,207
ULTRA	2,557,300
BRIGHT IDEAS	2,566,147
DAZZLE	2,572,121
RELEASE	2,619,005
QWIK-SLIDE	2,626,698
DIAMOND & Design (1998)	2,632,121
METRO LINE	2,635,500
REYNOLDS	2,636,653
CORN CORRALS	2,640,226
METRO LINE	2,641,084
SUMMER PRINTS	2,641,346
HOLIDAY PRINTS	2,641,347
CREATIVE ESSENTIALS	2,644,513
PATRIOTIC PRINTS	2,644,826

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Schedule I (Trademark Registrations - Reynolds Foil Inc.)

<b>Trademark</b>	<b>Registration Number</b>
CREATIVE ESSENTIALS	2,698,709
DIAMOND	2,751,459
Diamond Carton Panel Design	2,780,859
VOYAGER	2,826,403
The Simple Secret to Better Baking	2,926,378
POT LUX	2,928,908
EZ Slide	2,944,841
Easter Design	2,950,883
Festive Winter	3,092,462
Hearts Design (ALCOA BAKING CUPS DESIGN)	3,143,854
Patriotic Design - ALCOA BAKING CUPS DESIGN (STARS & STRIPES)	3,143,855
Party Design (ALCOA BAKING CUPS DESIGN)	3,143,856
Festive and Design	3,219,017
Reynolds	765763
REYNOLDS	1,543,553

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Schedule I (Trademark Applications - Reynolds Foil Inc.)

<b>Trademark</b>	<b>Application Number</b>
THE TOUGHER THE BETTER	77/144,527 ✓
Handi-Vac	78/837,019 ✓

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