

**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

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Closure Systems International Inc.	FORMERLY Alcoa Closure Systems International, Inc.	02/29/2008	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

<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: 19**

Property Type	Number	Word Mark
Registration Number:	245388	RO
Registration Number:	1314346	MAGNA TORQ
Registration Number:	1314352	JETFLOW
Registration Number:	1659792	DOUBLE-LOK
Registration Number:	1661754	UNI-LOK
Registration Number:	2006179	MAGNA-TORQ 2000
Registration Number:	2402785	CAPTURE
Registration Number:	2507986	EXTRA-LOK
Registration Number:	2528424	NITRO-LOK
Registration Number:	2815826	ALCO-LOK
Registration Number:	2890317	OMNI-LOK
Registration Number:	2897558	OXYBLOCK
Registration Number:	3032785	EXTRA-LOK XT
Registration Number:	3166955	VINO-SEAL

OP \$490.00 245388

Registration Number:	1761402	AQUA-LOK
Registration Number:	2671737	SPORTS-LOK
Registration Number:	1324601	WING-LOK
Serial Number:	78902098	WE MAKE YOUR PACKAGING WORK
Serial Number:	74296812	AQUA-LOK

**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:	33138
NAME OF SUBMITTER:	Penelope J.A. Agodoa
Signature:	/pja/
Date:	04/10/2008

**Total Attachments: 9**

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**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 Closure Systems International Inc. (f/k/a Alcoa Closure Systems International, Inc.), a Delaware corporation having a principal place of business at 6625 Network Way, Suite 200, Indianapolis, Indiana, 46278 (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.

**CLOSURE SYSTEMS INTERNATIONAL INC. (F/K/A ALCOA CLOSURE SYSTEMS INTERNATIONAL, 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:

*G.M. Lefebvre*

Signature of attorney

*Guy Lefebvre*

Name of attorney

*MDL*

Signature of witness

**Michael Douglas Loan  
Solicitor  
Wellington**

Occupation

City/town of residence

**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 (Registered Trademarks - Closure Systems International Inc.  
(f/k/a Alcoa Closure Systems International Inc.))

<b>Trademark</b>	<b>Registration Number</b>
RO	245,388
Magna Torq	1,314,346
Jetflow	1,314,352
Double-Lok	1659792
Uni-Lok	1,661,754
Magna-Torq 2000	2,006,179
Capture	2,402,785
Extra-Lok	2,507,986
Nitro-Lok	2,528,424
Alco-Lok	2,815,826
Omni-Lok	2,890,317
Oxyblock	2,897,558
Extra-Lok XT	3,032,785
Vino-Seal	3,166,955
Aqua-Lok	1,761,402
Sports-Lok	2,671,737
Wing-Lok	1,324,601

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Schedule I (Trademark Applications - Closure Systems International Inc.  
(f/k/a Alcoa Closure Systems International, Inc.))

<b>Trademark</b>	<b>Application Number</b>
We Make Your Packaging Work	78/902,098
Aqua-Lok	74/296,812

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