

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice and confirmation of grant of Security Interest in Trademarks

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Reynolds Packaging LLC	FORMERLY Alcoa Packaging LLC	02/29/2008	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

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

PROPERTY NUMBERS Total: 25

Property Type	Number	Word Mark
Registration Number:	755745	R
Registration Number:	855584	HSM
Registration Number:	861697	SM
Registration Number:	1113134	CW-II
Registration Number:	1197314	COMBO-PAK
Registration Number:	1507800	CATER-TIME
Registration Number:	1510995	CATER-TIME
Registration Number:	1564584	DEL-PAK
Registration Number:	1816644	DUOSEAL
Registration Number:	2011004	CUTTER GARD
Registration Number:	2055323	STAY PUT STRIP
Registration Number:	2157658	REYSHIELD
Registration Number:	2341615	PHARMA-POUCH
Registration Number:	2402623	REYNOWAVE

OP \$640.00 755745

Registration Number:	2406304	SAFETY-PAK
Registration Number:	2419278	DRUG-PAK
Registration Number:	2841596	INTEGRPEEL
Registration Number:	2854970	COMBO-PAK
Registration Number:	2973949	POUCH EXPRESS
Registration Number:	3012335	COLD FORM
Registration Number:	3218654	REFLECTIONS EASY LOCK
Serial Number:	77367263	DEL-PAK PACKABLES
Serial Number:	78505738	REFLECTIONS
Serial Number:	78674138	SURE-PEEL
Serial Number:	78837026	VAXMAX

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:	33132
NAME OF SUBMITTER:	Penelope J.A. Agodoa
Signature:	/pja/
Date:	04/10/2008

Total Attachments: 9
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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 Packaging LLC
(f/k/a Alcoa Packaging LLC)

- | | |
|---|--|
| <input type="checkbox"/> Individual(s) | <input type="checkbox"/> Association |
| <input type="checkbox"/> General Partnership | <input type="checkbox"/> Limited Partnership |
| <input type="checkbox"/> Corporation- State: _____ | |
| <input checked="" type="checkbox"/> Other Limited Liability Company - DE | |

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

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

Execution Date(s) **February 29, 2008**

- | | |
|--|---|
| <input type="checkbox"/> Assignment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Security Agreement | <input type="checkbox"/> Change of Name |
| <input checked="" type="checkbox"/> Other <small>Notice and Confirmation of Grant of Security Interest in Trademarks</small> | |

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: **Credit Suisse, Sydney Branch**

Internal

Address: _____

Street Address: **One Madison Avenue**

City: **New York**

State: **New York**

Country: _____ Zip: **10010**

- | | |
|---|-------------------|
| <input type="checkbox"/> Association | Citizenship _____ |
| <input type="checkbox"/> General Partnership | Citizenship _____ |
| <input type="checkbox"/> Limited Partnership | Citizenship _____ |
| <input type="checkbox"/> Corporation | Citizenship _____ |
| <input checked="" type="checkbox"/> 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. Agodaa

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: 25

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 640.00

- | |
|--|
| <input type="checkbox"/> Authorized to be charged by credit card |
| <input type="checkbox"/> Authorized to be charged to deposit account |
| <input type="checkbox"/> 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 Packaging LLC (f/k/a Alcoa Packaging LLC), a Delaware company 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:

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 PACKAGING LLC (F/K/A ALCOA PACKAGING LLC)

By: 

Name: Helen Golding

Title: Assistant Secretary

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

and witnessed by:

G. M. Letbridge

Signature of attorney

Guy Letbridge

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

Schedule I (Trademark Registrations - Reynolds Packaging LLC (f/k/a Alcoa Packaging LLC))

Trademark	Registration Number
R in a Triangle Design	755,745
HSM	855,584
SM	861,697
CW-II	1,113,134
COMBO-PAK	1,197,314
CATER-TIME	1,507,800
CATER-TIME	1,510,995
DEL-PAK	1,564,584
DUOSEAL	1,816,844
CUTTER GARD	2,011,004
STAY PUT STRIP	2,055,323
REYSHIELD	2,157,658
PHARMA-POUCH	2,341,615
REYNOWAVE	2,402,623
SAFETY-PAK	2,406,304
DRUG-PAK	2,419,278
INTEGRYPEEL	2,841,596
COMBO-PAK	2,854,970
Pouch Express	2,973,949
COLD FORM	3,012,335
Reflections Easy Lock	3,218,654

Schedule I (Trademark Applications - Reynolds Packaging LLC (f/k/a Alcoa Packaging LLC))

Trademark	Application Number
DEL-PAK PACKABLES	77/367,263
Reflections	78/505,738
SURE-PEEL	78/674,138
Vaxmax	78/837,026

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