

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
TEKNI-PLEX, INC.		11/14/2008	CORPORATION: DELAWARE
PURETEC CORPORATION		11/14/2008	CORPORATION: DELAWARE
NATVAR HOLDINGS, INC.		11/14/2008	CORPORATION: DELAWARE
TRI-SEAL HOLDINGS, INC.		11/14/2008	CORPORATION: DELAWARE
PLASTIC SPECIALTIES AND TECHNOLOGIES, INC.		11/14/2008	CORPORATION: DELAWARE
BURLINGTON RESINS, INC.		11/14/2008	CORPORATION: DELAWARE
PLASTIC SPECIALTIES AND TECHNOLOGIES INVESTMENTS, INC.		11/14/2008	CORPORATION: DELAWARE
DISTRIBUTORS RECYCLING, INC.		11/14/2008	CORPORATION: DELAWARE
TPI/ACQUISITION SUBSIDIARY, INC.		11/14/2008	CORPORATION: DELAWARE
TP/ELM ACQUISITION SUBSIDIARY, INC.		11/14/2008	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	OCM TEKNI-PLEX HOLDINGS II, L.P.
<b>Street Address:</b>	333 S. Grand Avenue
<b>Internal Address:</b>	28th Floor
<b>City:</b>	Los Angeles
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	90071
<b>Entity Type:</b>	LIMITED PARTNERSHIP: DELAWARE

**PROPERTY NUMBERS Total: 81**

Property Type	Number	Word Mark
Registration Number:	2220816	COLORITE
Registration Number:	2213716	COLORITE POLYMERS

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Registration Number:	2110026	FLEXRITE
Registration Number:	3243779	FLEXCHEM
Registration Number:	3150561	TUFF & FLEXIBLE
Registration Number:	3400317	
Registration Number:	3477415	HOUSEMATES
Registration Number:	3477417	DURAFLOW
Registration Number:	3128885	CONTINUOUS FLOW
Registration Number:	0653086	COLORITE
Registration Number:	3006619	AQUACOLORS
Registration Number:	3477416	AERO-TUBE
Registration Number:	2966501	KINK FREE
Registration Number:	2581037	WATER COLORS
Registration Number:	0729302	ABLEX
Registration Number:	1628320	COLORITE WATERWORKS
Registration Number:	1838680	FINGERTITE
Registration Number:	1296200	PLASMED
Registration Number:	1825140	ULTRALITE
Registration Number:	1486598	UNICHEM
Registration Number:	2052098	COLORITE POLYMERS
Registration Number:	1821346	CYBERCELL
Registration Number:	1822764	CYBEREX
Registration Number:	1822763	CYBERLAST
Registration Number:	1822762	CYBERMOLD
Registration Number:	1821345	CYBERSHIELD
Registration Number:	1821348	CYBERTECH
Registration Number:	1821347	CYBERTECH
Registration Number:	1822761	CYBERTUFF
Registration Number:	2126655	ELASTICHEM
Registration Number:	1721946	MULTICHEM
Registration Number:	1731102	SELF-FROSTING
Registration Number:	0926056	FOAMSEAL
Registration Number:	1245310	KOOL-PAK
Registration Number:	0921959	SARASEAL
Registration Number:	0913545	SOLVSEAL
Registration Number:	2330295	SUNNY DAY

Registration Number:	2505226	TEKNI-FILMS
Registration Number:	2355527	TEKNIFLEX
Registration Number:	2425170	TEKNIFLEX
Registration Number:	0913544	VAPOSEAL S
Registration Number:	0909590	VINYLSEAL
Registration Number:	1285283	TUFF STUFF
Registration Number:	2368983	TUFF STUFF
Registration Number:	2215093	TUFF STUFF
Registration Number:	1284374	TUFF STUFF FOAMPLATES
Registration Number:	1393243	COUNTRY CLUB
Registration Number:	1546425	EARTH QUENCHER
Registration Number:	1208332	FAIRLAWN
Registration Number:	1008815	FORMULA Z7
Registration Number:	1346137	GRIPPER
Registration Number:	1950653	KEEP GROWING WITH SWAN
Registration Number:	1511770	MAXFLEX
Registration Number:	1314600	MEDALLION
Registration Number:	1917956	PERFECT GARDENER
Registration Number:	1733042	PERMAFLOW
Registration Number:	1016341	PRESSURE MASTER
Registration Number:	1504846	PROFLEX
Registration Number:	1296205	RV3
Registration Number:	2229710	SEAL-TITE
Registration Number:	1132212	SOFT & SUPPLE
Registration Number:	0740032	SWAN
Registration Number:	0951370	SWAN
Registration Number:	1337908	WEATHER MASTER
Registration Number:	1528240	WEATHERFLEX
Registration Number:	1015801	WEATHER-FLEX
Registration Number:	2305696	YARD GARD
Registration Number:	1380431	YARD MATE
Registration Number:	3198252	TRI-FOIL
Registration Number:	1675065	F-217
Registration Number:	1252942	SOR
Registration Number:	1278994	TRI-GARD

Registration Number:	2271443	TRI-GARD SPE
Registration Number:	2216083	TRI-GARD SPET
Registration Number:	1486151	TRI-LAM
Registration Number:	1463496	TRI-SEAL
Registration Number:	2342590	TRI-SHIELD
Serial Number:	77148563	SURE BOND
Serial Number:	77294731	FLEXINYL
Serial Number:	77223565	MATCH YOUR HOSE TO YOUR HOUSE
Serial Number:	77444056	WATERH2OSE

**CORRESPONDENCE DATA**

Fax Number: (212)492-0304

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: 2123733304

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Correspondent Name: Julie Feldman

Address Line 1: 1285 Avenue of the Americas

Address Line 2: c/o Paul, Weiss, LLP

Address Line 4: New York, NEW YORK 10019-6064

ATTORNEY DOCKET NUMBER:	18863-001
NAME OF SUBMITTER:	Julie Feldman
Signature:	/s/ Julie Feldman
Date:	11/14/2008

**Total Attachments: 6**

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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 201 Industrial Parkway Somerville, New Jersey 08876, hereby grants to OCM Tekni-Plex Holdings II, L.P., as Junior Lien 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 Junior Lien 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; provided, however, that no security interest shall be granted in any Mark that is the subject of an intent-to-use trademark application solely to the extent that the grant of a security interest therein would impair the validity or enforceability of such Mark under applicable federal law, and only until such time as an amendment to allege use or statement of use is filed with the United States Patent and Trademark Office for such application.

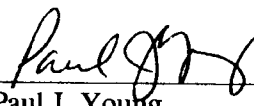
THIS GRANT is made to secure the satisfactory performance and payment of all the obligations of each Grantor in the Junior Lien Security Agreement among the Grantors, the other assignors from time to time party thereto and the Grantee, dated as of November 14, 2008 (as amended, modified, restated and/or supplemented from time to time, the "Junior Lien Security Agreement"). Upon the occurrence of the Termination Date (as defined in the Junior Lien 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 Junior Lien Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Junior Lien 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 Junior Lien Security Agreement, the provisions of the Junior Lien Security Agreement shall govern.

**[Remainder of this page intentionally left blank; signature page follows]**

IN WITNESS WHEREOF, the undersigned have executed this Grant as of  
the 14<sup>th</sup> day of November, 2008.

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: Paul J. Young  
Title: Chief Executive Officer

ACCEPTED AND AGREED:

OCM TEKNI-PLEX HOLDINGS II, L.P.,  
as Junior Lien Administrative Agent

By: Oaktree Fund GP, LLC, its General Partner

By: Oaktree Fund GP I, L.P., its Managing Member

By:

Name: **Rajath Shourie**

Title: **Managing Director**

By:

Name:

Title:

*Aaron Bendish*

*Jr. Vice President*

SIGNATURE PAGE TO GRANT OF SECURITY INTEREST IN TRADEMARKS

## Schedule A

### U.S. Federal Trademark Registrations

<b>OWNER</b>	<b>MARK</b>	<b>Reg. No</b>	<b>Reg. Date</b>
Plastic Specialties and Technologies Investments, Inc.	COLORITE	2,220,816	01/26/1999
Plastic Specialties and Technologies Investments, Inc.	COLORITE POLYMERS	2,213,716	12/29/1998
Plastic Specialties and Technologies Investments, Inc.	FLEXRITE	2,110,026	10/28/1997
Plastic Specialties and Technologies Investments, Inc.	FLEXCHEM	3,243,779	05/22/2007
Plastic Specialties and Technologies, Inc.	TUFF & FLEXIBLE	3,150,561	10/03/2006
Plastic Specialties And Technologies, Inc.	Miscellaneous Design (Blue Stripe)	3,400,317	03/18/2008
Plastic Specialties And Technologies, Inc	HOUSEMATES	3,477,415	07/29/2008
Plastic Specialties and Technologies, Inc.	DURAFLOW	3,477,417	07/29/2008
Plastic Specialties and Technologies, Inc	CONTINUOUS FLOW	3,128,885	08/15/2006
Plastic Specialties and Technologies, Inc.	COLORITE	653,086	12/15/1957
Plastic Specialties and Technologies, Inc.	AQUCOLORS	3,006,619	10/11/2005
Plastic Specialties And Technologies, Inc.	AERO-TUBE	3,477,416	07/29/2008
Plastic Specialties and Technologies, Inc.	KINK FREE	2,966,501	07/12/2005
Plastic Specialties and Technologies, Inc	WATER COLORS	2,581,037	07/13/2000
Plastic Specialties and Technologies, Inc.	ABLEX	729,302	04/03/1962
Plastic Specialties and Technologies, Inc.	COLORITE WATERWORKS	1,628,320	12/18/1990
Plastic Specialties and Technologies, Inc.	FINGERTITE	1,838,680	06/07/1994
Plastic Specialties and Technologies, Inc.	PLASMED	1,296,200	09/18/1984
Plastic Specialties and Technologies, Inc.	ULTRALITE	1,825,140	03/08/1994
Plastic Specialties and Technologies, Inc.	UNICHEM	1,486,598	05/03/1988
PureTec Corporation	COLORITE POLYMERS	2,052,098	04/15/1997
PureTec Corporation	CYBERCELL	1,821,346	02/15/1994
PureTec Corporation	CYBEREX	1,822,764	02/22/1994



<b>OWNER</b>	<b>MARK</b>	<b>Reg. No</b>	<b>Reg. Date</b>
PureTec Corporation	CYBERLAST	1,822,763	02/22/1994
PureTec Corporation	CYBERMOLD	1,822,762	02/22/1994
PureTec Corporation	CYBERSHIELD	1,821,345	02/15/1994
PureTec Corporation	CYBERTECH	1,821,348	02/15/1994
PureTec Corporation	CYBERTECH (Stylized)	1,821,347	02/15/1994
PureTec Corporation	CYBERTUFF	1,822,761	02/22/1994
Puretec Corporation	ELASTICHEM	2,126,655	01/06/1998
PureTec Corporation	MULTICHEM	1,721,946	10/06/1992
PureTec Corporation	SELF-FROSTING	1,731,102	11/10/1992
Tekni-Plex, Inc.	FOAMSEAL	926,056	12/28/1971
Tekni-Plex, Inc.	KOOL-PAK	1,245,310	07/12/1983
Tekni-Plex, Inc.	SARASEAL	921,959	10/12/1971
Tekni-Plex, Inc.	SOLVSEAL	913,545	06/08/1971
Tekni-Plex, Inc.	SUNNY DAY	2,330,295	03/14/2000
Tekni-Plex, Inc.	TEKNI-FILMS	2,505,226	11/06/2001
Tekni-Plex, Inc.	TEKNIFLEX	2,355,527	06/06/2000
Tekni-Plex, Inc.	TEKNIFLEX	2,425,170	01/30/2001
Tekni-Plex, Inc.	VAPOSEAL S	913,544	06/08/1971
Tekni-Plex, Inc.	VINYLSEAL	909,590	03/09/1971
TP/ELM Acquisition Subsidiary, Inc.	TUFF STUFF	1,285,283	07/10/1984
TP/ELM Acquisition Subsidiary, Inc.	TUFF STUFF and Design	2,368,983	07/18/2000
TP/ELM Acquisition Subsidiary, Inc.	TUFF STUFF and Design	2,215,093	12/29/1998
TP/ELM Acquisition Subsidiary, Inc.	TUFF STUFF FOAMPLATES	1,284,374	07/3/1984
TPI Acquisition Subsidiary, Inc.	COUNTRY CLUB	1,393,243	05/13/1986
TPI Acquisition Subsidiary, Inc.	EARTH QUENCHER	1,546,425	07/04/1989
TPI Acquisition Subsidiary, Inc.	FAIRLAWN	1,208,332	09/14/1982
TPI Acquisition Subsidiary, Inc.	FORMULA Z7 and design	1,008,815	04/15/1975
TPI Acquisition Subsidiary, Inc.	GRIPPER	1,346,137	07/02/1985
TPI Acquisition Subsidiary, Inc.	KEEP GROWING WITH SWAN	1,950,653	01/23/1996
TPI Acquisition Subsidiary, Inc.	MAXFLEX	1,511,770	11/8/1988
TPI Acquisition Subsidiary, Inc.	MEDALLION	1,314,600	01/15/1985
TPI Acquisition Subsidiary, Inc.	PERFECT GARDENER	1,917,956	09/12/1995
TPI Acquisition Subsidiary, Inc.	PERMAFLOW	1,733,042	11/17/1992
TPI Acquisition Subsidiary, Inc.	PRESSURE MASTER	1,016,341	07/22/1995
TPI Acquisition Subsidiary, Inc.	PROFLEX	1,504,846	09/20/1988
TPI Acquisition Subsidiary, Inc.	RV3	1,296,205	09/18/1984
TPI Acquisition Subsidiary, Inc.	SEAL-TITE	2,229,710	03/02/1999
TPI Acquisition Subsidiary, Inc.	SOFT & SUPPLE	1,132,212	04/01/1980
TPI Acquisition Subsidiary, Inc.	SWAN	740,032	10/30/1962
TPI Acquisition Subsidiary, Inc.	SWAN and design	951,370	01/23/1973
TPI Acquisition Subsidiary, Inc.	WEATHER MASTER	1,337,908	05/28/1985
TPI Acquisition Subsidiary, Inc.	WEATHERFLEX	1,528,240	03/07/1989
TPI Acquisition Subsidiary, Inc.	WEATHER-FLEX	1,015,801	07/15/1975
TPI Acquisition Subsidiary, Inc.	YARD GARD	2,305,696	01/04/2000

SCHEDULE A TO GRANT OF SECURITY INTEREST IN TRADEMARKS

**TRADEMARK**  
**REEL: 003888 FRAME: 0286**

<b>OWNER</b>	<b>MARK</b>	<b>Reg. No</b>	<b>Reg. Date</b>
TPI Acquisition Subsidiary, Inc.	YARD MATE	1,380,431	01/28/1986
Tri-Seal Holdings, Inc.	TRI-FOIL	3,198,252	01/16/2007
Tri-Seal Holdings, Inc.	F-217	1,675,065	02/11/1992
Tri-Seal Holdings, Inc.	SOR	1,252,942	10/04/1983
Tri-Seal Holdings, Inc.	TRI-GARD	1,278,994	05/22/1984
Tri-Seal Holdings, Inc.	TRI-GARD SPE	2,271,443	08/24/1999
Tri-Seal Holdings, Inc.	TRI-GARD SPET	2,216,083	01/05/1999
Tri-Seal Holdings, Inc.	TRI-LAM	1,486,151	04/26/1988
Tri-Seal Holdings, Inc.	TRI-SEAL	1,463,496	11/03/1987
Tri-Seal Holdings, Inc.	TRI-SHIELD	2,342,590	04/18/2000

### U.S. Federal Trademark Applications

<b>OWNER</b>	<b>MARK</b>	<b>Application No.</b>	<b>Application Date</b>
Navtar Holdings, Inc.	SURE BOND	77/148,563	04/04/2007
Tekni-Plex, Inc.	FLEXINYL	77/294,731	10/03/2007
Tekni-Plex, Inc.	MATCH YOUR HOSE TO YOUR HOUSE	77/223,565	07/06/2007
Tekni-Plex, Inc.	WATERH2OSE	77/444,056	04/09/2008