

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MEMORANDUM AND NOTICE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
KELLY PAPER COMPANY		06/30/2009	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	BANK OF AMERICA, N.A., as Agent
Street Address:	55 South Lake Avenue, Suite 900
City:	Pasadena
State/Country:	CALIFORNIA
Postal Code:	91101
Entity Type:	National Association:

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Registration Number:	3275128	SHASTA
Registration Number:	3348540	KELLY
Registration Number:	3362486	KELLY PAPER
Registration Number:	3359762	SEQUOIA
Registration Number:	3381964	PRESSLINE
Registration Number:	2365043	PRESSLINE
Registration Number:	1659721	HAVE A HEART FOR THE ENVIRONMENT
Registration Number:	1508670	KELLY

CORRESPONDENCE DATA

Fax Number: (949)720-0182
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Email: trademark@buchalter.com
 Correspondent Name: Sandra P. Thompson
 Address Line 1: 18400 Von Karman Avenue, Suite 800

CH \$215.00 3275128

Address Line 4: Irvine, CALIFORNIA 92612

ATTORNEY DOCKET NUMBER:

B0660-0082

NAME OF SUBMITTER:

Sandra P. Thompson

Signature:

/spt/

Date:

06/30/2009

Total Attachments: 6

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MEMORANDUM AND NOTICE OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY

KELLY PAPER COMPANY, a California corporation, whose address is 288 Brea Canyon Road, City of Industry, California 91789 ("Debtor") hereby acknowledges that it has granted to BANK OF AMERICA, N.A., as Administrative Agent, whose address is 55 South Lake Avenue, Suite 900, Pasadena, California 91101 ("Secured Party"), for the ratable benefit of the financial institutions from time to time party to the Agreement (as defined below), as lenders, a security interest in and to all of Debtor's right, title and interest in and to: (a) the trademarks and trademark registrations and applications therefor which are identified on Exhibit A attached hereto and herein incorporated by this reference owned by Debtor (the "Trademarks"), together with the goodwill and assets of the business, as set forth in the Agreement; (b) the patents and patent applications which are identified on Exhibit B attached hereto and herein incorporated by this reference owned by Debtor (the "Patents"); and (c) the copyright registrations which are identified on Exhibit C attached hereto and herein incorporated by this reference owned by Debtor (the "Copyrights"), and all actions for infringement concerning the foregoing.

The terms and conditions of the aforementioned security interest are contained in that certain Loan and Security Agreement dated as of June 30, 2009 (the "Agreement"), by and between, among others, Debtor and Secured Party, as security for the Obligations as set forth in the Agreement and other agreements referred to therein. Nothing contained in this Memorandum and Notice of Security Interest in Intellectual Property shall be construed as a present or absolute assignment of any of the collateral nor as limiting any interest which Secured Party may have in any other collateral described in the Agreement or otherwise.

[Signature page to follow.]

IN WITNESS WHEREOF, the undersigned has duly executed this document as of the
22nd day of June, 2009.

KELLY PAPER COMPANY,
a California corporation

By: 
Name: Anthony J. Kennedy
Title: Secretary

EXHIBIT A
TRADEMARKS

OWNER	TRADEMARK	SERIAL NO./ REG. NO.	FILE DATE/ REG. DATE
Kelly Paper Company	SHASTA	3,275,128	08/07/2007
Kelly Paper Company	KELLY	3,348,540	12/04/2007
Kelly Paper Company	KELLY PAPER	3,362,486	01/01/2008
Kelly Paper Company	SEQUOIA	3,359,762	12/25/2007
Kelly Paper Company	PRESSLINE	3,381,964	02/12/2008
Kelly Paper Company	PRESSLINE	2,365,043	07/04/2000
Kelly Paper Company	HAVE A HEART FOR THE ENVIRONMENT	1,659,721	10/08/1991
Kelly Paper Company	KELLY	1,508,670	10/11/1988

OWNER	TRADEMARK	SERIAL NO./ REG. NO.	FILE DATE/ REG. DATE
Kelly Paper Company	KELLY	California 84999	09/30/1987

Exhibit A

BN 3543909v2

TRADEMARK
REEL: 004014 FRAME: 0844

EXHIBIT B
PATENTS

None.

Exhibit B

BN 3543909v2

TRADEMARK
REEL: 004014 FRAME: 0845

EXHIBIT C
COPYRIGHTS

None.

Exhibit C

BN 3543909v2

RECORDED: 06/30/2009

TRADEMARK
REEL: 004014 FRAME: 0846