

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Grant of Security Interest		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
BWAY Corporation		10/23/2009	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Deutsche Bank Trust Company Americas		
Street Address:	60 Wall Street		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10005		
Entity Type:	as Collateral Agent: NEW YORK		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	1713532	PLASTITE	
Registration Number:	2990629	ULTIMITE	
CORRESPONDENCE DATA			
Fax Number:	(212)354-8113		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	2128198200		
Email:	fcutajar@whitecase.com		
Correspondent Name:	White & Case LLP		
Address Line 1:	1155 Avenue of the Americas		
Address Line 2:	Patents & Trademarks		
Address Line 4:	New York, NEW YORK 10036		
ATTORNEY DOCKET NUMBER:	1104031-0346		
NAME OF SUBMITTER:	Frances B. Cutajar		
Signature:	/Frances B. Cutajar/		

OP \$65.00 1713532

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**TRADEMARK
 REEL: 004085 FRAME: 0761**

Date:

10/27/2009

Total Attachments: 5

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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, BWAY Corporation, a Delaware corporation (the "Grantor") with principal offices at 8607 Roberts Drive, Atlanta, Georgia 30350, hereby grants to Deutsche Bank Trust Company Americas, as Collateral Agent, with principal offices at 60 Wall Street New York, New York 10005 (the "Grantee"), a security interest in (i) all of the Grantor's right, title and interest in and to the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the U.S. 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.

THIS GRANT is made to secure the satisfactory performance and payment of all the Obligations of the Grantor, as such term is defined in the U.S. Security Agreement among the Grantor, the other assignors from time to time party thereto and the Grantee, dated as of July 17, 2006 (as amended, modified, restated and/or supplemented from time to time, the "U.S. Security Agreement"). Upon the occurrence of the Termination Date (as defined in the U.S. Security Agreement), the Grantee shall execute, acknowledge, and


deliver to the Grantor 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 U.S. Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the U.S. 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 U.S. Security Agreement, the provisions of the U.S. Security Agreement shall govern.

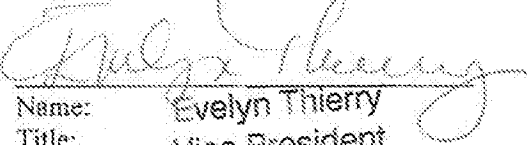
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23rd IN WITNESS WHEREOF, the undersigned have executed this Grant as of the
day of October, 2009.

BWAY Corporation, Grantor

By 
Name: Jeffrey M. O'Connell
Title: VP, Treasurer & Secretary

Deutsche Bank Trust Company Americas,
as Collateral Agent and Grantee

By 
Name: Evelyn Thierry
Title: Vice President

By 
Name: Carin Keegan
Title: Director

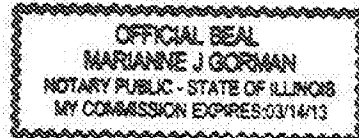
[Signature Page to Grant of Security Interest in Trademarks]

STATE of)
) ss:
COUNTY OF)

On this 23rd day of October, 2009, before me personally came Jeffrey M. O'Connell who, being by me duly sworn, did state as follows: that he is Vice President, Treasurer & Secretary of BWAY Corporation., that he is authorized to execute the foregoing Grant on behalf of said corporation and that he did so by authority of the Board of Directors of said corporation.



Notary Public



{Signature Page to Grant of Security Interest in Trademarks}

SCHEDULE A

MARK	REG. NO.	REG. DATE
PLASTITE	1,713,532	09/08/1992
ULTIMITE	2,990,629	08/30/2005

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