

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		SECURITY INTEREST	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
IESI MO Champ Landfill, LLC		01/03/2011	LIMITED LIABILITY COMPANY: MISSOURI
RECEIVING PARTY DATA			
Name:	Bank of America, N.A., as Administrative Agent		
Street Address:	100 Federal Street		
City:	Boston		
State/Country:	MASSACHUSETTS		
Postal Code:	02110		
Entity Type:	Federally Chartered Bank: UNITED STATES		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	77745902	METHANE TO MEGAWATTS	
Serial Number:	77888971	METHANE TO MEGAWATTS	
CORRESPONDENCE DATA			
Fax Number:	(617)574-7659		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	617-574-4153		
Email:	lbillone@goulstonstorrs.com		
Correspondent Name:	Lisa Billone		
Address Line 1:	400 Atlantic Avenue		
Address Line 4:	Boston, MASSACHUSETTS 02110		
NAME OF SUBMITTER:	Lisa Billone		
Signature:	/Lisa Billone/		
Date:	01/20/2011		

OP \$65.00 77745902

Total Attachments: 5

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NOTICE OF SECURITY INTEREST IN TRADEMARKS

This Notice of Security Interest in Trademarks is made as of January 3, 2011, by IESI MO Champ Landfill, LLC ("IESI MO Champ"), a Missouri limited liability company having its principal place of business at 2301 Eagle Parkway, Suite 200, Fort Worth, Texas 76177, with reference to the following facts:

WHEREAS, IESI Corporation and certain of its Subsidiaries and Affiliates (collectively, the "Original Borrowers") entered into a certain Amended and Restated Credit Agreement (as amended, modified, supplemented or restated and in effect from time to time, the "Credit Agreement"), dated as of June 14, 2010, among the Original Borrowers, the lending institutions from time to time party thereto (the "Lenders") and Bank of America, N.A., as the Administrative Agent, Swing Line Lender, and L/C Issuer; and

WHEREAS, the Original Borrowers also entered into certain Loan Documents (as such term is defined in the Credit Agreement), including an Amended and Restated Security Agreement (as amended, modified, supplemented or restated and in effect from time to time, the "Security Agreement") and an Intellectual Property Security Agreement (as amended, modified, supplemented or restated and in effect from time to time, the "Intellectual Property Security Agreement"), each dated as of June 14, 2010, between the Original Borrowers and the Administrative Agent, under which certain obligations referred to in the Security Agreement and the Intellectual Property Security Agreement have been secured in favor of the Administrative Agent, for the benefit of the Administrative Agent and the other Secured Parties (as such term is defined in the Credit Agreement); and

WHEREAS, IESI MO Champ entered into a Joinder Agreement (the "Joinder Agreement"), dated as of December 23, 2011, between IESI MO Champ, F.W. Disposal, L.L.C. and FW Disposal South, LLC (collectively, the "New Borrowers"), and the Administrative Agent, under which the New Borrowers have agreed to join the Credit Agreement and the Loan Documents and to comply with and be bound by all of the terms, conditions and covenants of the Credit Agreement and the other Loan Documents, including the Security Agreement and the Intellectual Property Security Agreement; and

WHEREAS, IESI MO Champ is party to a certain Asset Purchase Agreement, dated as of December 23, 2010, by and among IESI MO Corporation and IESI MO Champ, IESI Corporation, and Fred Weber, Inc., Crown Excel Disposal, LLC, and Weber Gas Energy, LLC, under which IESI MO Champ became the owner of the trademarks listed on Schedule 1 attached hereto (the "Weber Trademarks") and which Weber Trademarks are registered with the United States Patent and Trademark Office; and

WHEREAS, as collateral security for the performance and payment in full of the Obligations under (and as defined in) the Credit Agreement, under the Joinder Agreement the New Borrowers granted to the Administrative Agent, for the benefit of the Administrative Agent and the other Secured Parties, a continuing security interest in and lien on all of IESI MO Champ's trademarks, trademark applications, and trademark licenses, including the Weber Trademarks;

NOW, THEREFORE, for valuable consideration and pursuant to the Credit Agreement, Security Agreement, Intellectual Property Security Agreement, and Joinder Agreement, NOTICE IS HEREBY GIVEN THAT:

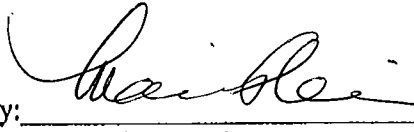
IESI MO Champ has granted to the Administrative Agent a security interest in all of IESI MO Champ's trademarks (whether or not registered with the United States Patent and Trademark Office), trademark applications, and trademark licenses, whether now owned or hereafter acquired by or accruing to IESI MO Champ, including the Weber Trademarks.

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Accepted and Agreed

BANK OF AMERICA, N.A.,
as Administrative Agent

Address:
100 Federal Street
Boston, Massachusetts 02110

By: 

Name: Maria F. Maia
Title: Managing Director

Signature Page to Notice of Security Interest in Trademarks

TRADEMARK
REEL: 004457 FRAME: 0246

SCHEDULE 1

Trademarks

<i>Owner</i>	<i>Mark</i>	<i>Country</i>	<i>Application Number</i>	<i>Application Date</i>	<i>Registration Number</i>	<i>Registration Date</i>	<i>Expiration Date</i>
IESI MO Champ Landfill, LLC	Methane to Megawatts	US	77/745,902	11/27/2009	3,857,793	10/5/2010	10/5/2020
IESI MO Champ Landfill, LLC	METHANE TO MEGAWATTS (design mark)	US	77/888,971	12/8/2009	3,821,464	7/20/2010	7/20/2020