

01/26/2011

1-26-11

RE



103616942

To the Director of the U. S. Patent and T

Documents or the new address(es) below.

1. Name of conveying party(ies):

CEREPLAST, INC.

- Individual(s)
- General Partnership
- Corporation- State: Nevada
- Other
- Association
- Limited Partnership

Citizenship (see guidelines) U.S.; Incorporated in Nevada

Additional names of conveying parties attached?  Yes  No

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

Execution Date(s) December 21, 2010

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached?  Yes  No

Name: COMPASS HORIZON FUNDING COMPANY LLC

Internal

Address:

Street Address: 76 Batterson Park Road

City: Farmington

State: Connecticut

Country: USA Zip: 06032

- Association
- General Partnership
- Limited Partnership
- Corporation
- Other LLC

Citizenship Delaware  
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)

77/865,351 77/280,304 85/092,063

B. Trademark Registration No.(s)

3,544,619 3,565,521 3,558,371 3,184,720 3,265,165 3,558,552 3,411,009 3,049,700 3,053,712 3,128,719 2,858,791

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: Horizon Technology Finance

Internal Address: Attn: John C. Bombara

Street Address: 76 Batterson Park Road

City: Farmington

State: Connecticut Zip: 06032

Phone Number: 860-676-8654

Fax Number: 860-676-8655

Email Address: Jay@horizontechfinance.com

6. Total number of applications and registrations involved:

14

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 365.00

- Authorized to be charged to deposit account
- Enclosed

Fee pd

8. Payment Information:

Deposit Account Number \_\_\_\_\_

Authorized User Name \_\_\_\_\_

9. Signature:

Signature

January 21, 2011

Date

John C. Bombara

Name of Person Signing

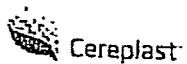
Total number of pages including cover sheet, attachments, and document

Cereplast

CEREPLAST, INC.  
TRADEMARKS

Trademark	Owner	Reg. No.	Reg. Date
Bio-Ethylene	Cereplast	3,544,619	12/9/08
Bio-Polyolefins	Cereplast	3,565,521	1/20/09
Biopropylene (USA)	Cereplast	3,558,371	1/6/09
Cereplast	Cereplast	TM 3,184,720	12/12/06
Cereplast (Class 17)	Cereplast	TM 3,265,165	7/17/07
Cereplast Hybrid Resins (USA)	Cereplast	3,558,552	1/6/09
Cereplast & Design (Class 17)	Cereplast	3411009	4/8/08
Cereplast Sustainables	Cereplast	10-23954	7/16/10
Mat-ur (class 16)	Cereplast	3049700	1/24/06
Mat-ur (classes 8 and 21)	Cereplast	3053712	1/31/06
Mat-ur Plastic Made of Corn	Cereplast	3128719	8/15/06
Mat-ur!	Cereplast	2859791	7/6/04

12/21/2010



CEREPLAST, INC.  
TRADEMARKS

<b>Trademark Application</b>	<b>Owner</b>	<b>Application No</b>	<b>Application Date</b>
oPP (Int'l Class 01)	Cereplast	77/421,171	3/13/2008
oPS (Int'l Class 01)	Cereplast	77/421,181	3/13/2008
oPE (Int'l Class 01)	Cereplast	77/421,193	3/13/2008
ereplast	Cereplast	78/591,709	3/21/2005
ereplast (Class 17)	Cereplast	78-973,358	9/13/2006
ereplast Algae Plastic	Cereplast	77865351	2/11/2010
ereplast Compostables (USA)	Cereplast	77/280,304	9/17/2007

12/22/2010

TRADEMARK  
REEL: 004468 FRAME: 0559

GRANT OF SECURITY INTEREST  
TRADEMARKS

THIS GRANT OF SECURITY INTEREST, dated as of December 21, 2010, is executed by CEREPLAST, INC., a Nevada corporation with an address of 300 North Continental Blvd., Suite 100, El Segundo, California 90245 ("Debtor"), in favor of COMPASS HORIZON FUNDING COMPANY, LLC, a Delaware limited liability company with an address of 76 Batterson Park Road, Farmington, Connecticut 06032 ("Secured Party").

A. Pursuant to a certain Venture Loan and Security Agreement, dated as of the date hereof (the "Agreement") by and between Debtor and the Secured Party, the Secured Party has agreed to extend certain credit facilities to Debtor upon the terms and subject to the conditions set forth therein;

B. Debtor owns the registered trademarks, service marks (and applications and registrations therefor), of the United States, more particularly described on Schedules 1-A and 1-B annexed hereto as part hereof (collectively, the "Trademarks");

C. Pursuant to the Agreement, Debtor has granted to Secured Party a security interest in all right, title and interest of Debtor in and to the Trademarks, together with associated goodwill, and all proceeds thereof, including any and all causes of action which may exist by reason of infringement thereof for the full term of the Trademarks (the "Collateral"), to secure the prompt payment, performance and observance of the Obligations (as defined in the Agreement);

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Debtor does hereby further grant to Secured Party a security interest in the Collateral to secure the prompt payment, performance and observance of the Obligations.

Debtor does hereby further acknowledge and affirm that the rights and remedies of Secured Party with respect to the security interest in the Collateral granted hereby are more fully set forth in the Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

IN WITNESS WHEREOF, Debtor has caused this instrument to be executed as of the day and year first written above.

CEREPLAST, INC.

By: 

Name:

Title:

FREDERIC SCHEER  
CEO

TRADEMARK

REEL: 004468 FRAME: 0560



Horizon Technology Finance

January 21, 2011

Mail Stop Assignment Recordation Services  
Director of the USPTO  
P.O. Box 1450  
Alexandria, VA 22313-1450

RE: Trademark Security Agreement  
Compass Horizon Funding Company LLC / Cereplast, Inc.

Dear Sir or Madam:

Enclosed are the following in connection with the above-reference matter:

1. Recordation Form Cover Sheet Trademarks Only
2. Check No. 5865 in the amount of \$365.00 (representing payment of your filing fee)

Please process in your normal manner and if you should have any questions, please do not hesitate to contact me (860-284-9878). Thank you.

Very truly yours,

Lucia B. Lamb  
Director of Administration

/bl

Enclosures