

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
Tal International Container Corporation		11/30/2011	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	The Royal Bank of Scotland plc, as Collateral Agent
Street Address:	600 Washington Boulevard
City:	Stamford
State/Country:	CONNECTICUT
Postal Code:	06901
Entity Type:	Public Limited Company: UNITED KINGDOM

PROPERTY NUMBERS Total: 13

Property Type	Number	Word Mark
Registration Number:	1834495	TRADEX
Registration Number:	2099778	GREYBOX
Registration Number:	2405230	TRADER
Registration Number:	2420810	TRADEX
Registration Number:	2613057	TRADEXONLINE
Registration Number:	2543355	EGREYBOX
Registration Number:	2362092	GREYSLOT
Registration Number:	2721756	PORT PAIR
Registration Number:	2821635	PORT PAIR
Registration Number:	3062626	TAL
Registration Number:	3125080	CONTAINERSALES.COM
Registration Number:	3087305	CONTAINERSALES.COM
Registration Number:	3098132	TELLTALE

CH \$340.00 1834495

CORRESPONDENCE DATA

Fax Number: (212)230-5199
Phone: 212-318-6518
Email: terrenceboyle@paulhastings.com

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Correspondent Name: Terrence G. Boyle c/o Paul Hastings LLP
Address Line 1: 75 East 55th Street
Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER:	78321.00003
NAME OF SUBMITTER:	Terrence G. Boyle
Signature:	/Terrence G. Boyle/
Date:	12/08/2011

Total Attachments: 6
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ASSIGNMENT OF SECURITY INTEREST IN CERTAIN PATENTS AND TRADEMARKS


FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, TAL INTERNATIONAL CONTAINER CORPORATION, a Delaware corporation ("Debtor") with principal offices at 100 Manhattanville Road, Purchase, New York 10577-2135, hereby assigns and grants to The Royal Bank of Scotland plc, as Collateral Agent (the "Collateral Agent") with principal offices at 600 Washington Boulevard, Stamford, CT 06901, a security interest in (a) all of Debtor's right, title and interest in and to the trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto; (b) all of Debtor's right, title and interest in and to the patents and patent applications (the "Patents") set forth on Schedule B attached, in each case together with (c) all Proceeds (as such term is defined in the Security Agreement referred to below) of the Marks and Patents, (d) the goodwill of the businesses with which the Marks are associated and, (e) all causes of action arising prior to or after the date hereof for infringement of any of the Marks and Patents or unfair competition regarding the same.

THIS ASSIGNMENT OF SECURITY INTEREST (this "Assignment"), effective as of November 30, 2011, is made to secure the satisfactory performance and payment of all the Obligations of Debtor, as such term is defined in the Amended and Restated Security Agreement, among Debtor, the other debtors from time to time party thereto and the Collateral Agent, dated as of November 30, 2011 (as amended, restated, modified and/or supplemented from time to time, the "Security Agreement").

This Assignment has been granted in conjunction with the security interest granted to the Collateral Agent under the Security Agreement. The rights and remedies of the Collateral Agent with respect to the security interest granted herein are set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Assignment are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

IN WITNESS WHEREOF, the undersigned have executed this Assignment of Security Interest in Certain Patents and Trademarks as of the 30 day of November, 2011

TAL INTERNATIONAL CONTAINER CORPORATION

By: 
Name: John Burns
Title: Senior VP & CFO

THE ROYAL BANK OF SCOTLAND PLC

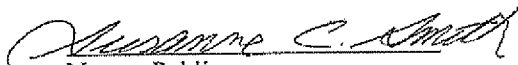
By: _____
Name:
Title:

(Signature Page to Assignment of Security Interest in Certain Patents and Trademarks)

TRADEMARK
REEL: 004674 FRAME: 0859

STATE OF NEW YORK)
)ss.:
COUNTY OF WESTCHESTER)

On this 29 day of Nov, 2011 before me personally came John Burns who, being by me duly sworn, did state as follows: that [s]he is SVP & CFO of TAL INTERNATIONAL CONTAINER CORPORATION, that [s]he is authorized to execute the foregoing Assignment on behalf of said corporation and that [s]he did so by authority of the Board of Directors of said corporation.


Notary Public

SUSANNE C. SMITH
Notary Public, State of New York
No. 4969047
Qualified in Dutchess County
Commission Expires July 9, 2014

(Signature Page to Assignment of Security Interest in Certain Patents and Trademarks)

TRADEMARK
REEL: 004674 FRAME: 0860

IN WITNESS WHEREOF, the undersigned have executed this Assignment of Security Interest in Certain Patents and Trademarks as of the 30 day of November, 2011.

TAL INTERNATIONAL CONTAINER CORPORATION

By: _____
Name:
Title:

THE ROYAL BANK OF SCOTLAND PLC

By: James Welch
Name: James Welch
Title: Director

Signature Page to Assignment of Security Interest in Certain Patents and Trademarks

TRADEMARK
REEL: 004674 FRAME: 0861

STATE OF CONNECTICUT

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)ss.
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COUNTY OF FAIRFIELD

On this 30 day of NOV., 2011, before me personally came JAMES WELCH who, being by me duly sworn, did state as follows: that [s]he is Director of THE ROYAL BANK OF SCOTLAND PLC, that [s]he is authorized to execute the foregoing Assignment on behalf of said company and that [s]he did so by authority of said public limited company.

Dania D. Terenzio
Notary Public



Signature Page to Assignment of Security Interest in Certain Patents and Trademarks

TRADEMARK
REEL: 004674 FRAME: 0862

SCHEDULE A
TRADEMARKS

MARK	CLASS	REG. NO.	RENEWAL DATE
TRADEX	9	1,834,495	5/3/2014
GREYBOX	39	2,099,778	9/23/2017
TRADER	39	2,405,230	11/21/2020
TRADEX	39	2,420,810	1/16/2021
TRADEXONLINE	39	2,613,057	8/27/2012
EGREYBOX	39	2,543,355	2/26/2012
GREYSLOT	39	2,362,092	6/27/2020
PORT PAIR	39	2,721,756	6/3/2013
PORT PAIR	6	2,821,635	3/9/2014
TAL	35, 38 & 39	3,062,626	2/28/2016
CONTAINERSALES.COM	35	3,125,080	8/1/2016
CONTAINERSALES.COM + Design	35	3,087,305	5/2/2016
TELLTALE	35	3,098,132	5/30/2016