

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
OATSYSTEMS, INC.		07/31/2012	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	Wells Fargo Bank
<b>Street Address:</b>	1525 West W.T. Harris Blvd.
<b>Internal Address:</b>	Mail Code NC 0680
<b>City:</b>	Charlotte
<b>State/Country:</b>	NORTH CAROLINA
<b>Postal Code:</b>	28262
<b>Entity Type:</b>	National Association: UNITED STATES

**PROPERTY NUMBERS Total: 3**

Property Type	Number	Word Mark
Registration Number:	2949049	OAT
Registration Number:	3127280	OATSYSTEMS
Registration Number:	3023085	

**CORRESPONDENCE DATA**

Fax Number: 7045032622  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
 Phone: 704 503 2600  
 Email: trademarks@kslaw.com, kejohnson@kslaw.com, vbantug@kslaw.com, hserbin@kslaw.com  
 Correspondent Name: Kathryn E. Johnson, King & Spalding LLP  
 Address Line 1: 100 N Tryon Street  
 Address Line 2: Suite 3900  
 Address Line 4: Charlotte, NORTH CAROLINA 28202

OP \$90.00 2949049

ATTORNEY DOCKET NUMBER:	18464.015064 OATSYSTEMS
NAME OF SUBMITTER:	Vicky R. Bantug, Paralegal
Signature:	/Vicky R. Bantug/
Date:	08/02/2012
<b>Total Attachments: 5</b> source=Checkpoint (2012) - Executed Notice of Grant of Security Interest in TM - Oatsystems (2)#page1.tif source=Checkpoint (2012) - Executed Notice of Grant of Security Interest in TM - Oatsystems (2)#page2.tif source=Checkpoint (2012) - Executed Notice of Grant of Security Interest in TM - Oatsystems (2)#page3.tif source=Checkpoint (2012) - Executed Notice of Grant of Security Interest in TM - Oatsystems (2)#page4.tif source=Checkpoint (2012) - Executed Notice of Grant of Security Interest in TM - Oatsystems (2)#page5.tif	

NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that (a) pursuant to the Security Agreement dated as of July 31, 2012 (as amended, modified, extended, restated, replaced, or supplemented from time to time, the “Security Agreement”), by and among the Obligors party thereto (each an “Obligor” and collectively, the “Obligors”) and Wells Fargo Bank, National Association, as Collateral Agent (the “Collateral Agent”) for the lenders and noteholders referenced therein (the “Lenders”), the undersigned Obligor has granted a continuing security interest in and continuing lien upon the trademarks, trademark licenses and trademark applications shown on Schedule 1 attached hereto (the “Trademarks”) to the Collateral Agent for the ratable benefit of the Lenders and (b) the undersigned hereby grants to the Collateral Agent, for the ratable benefit of the Lenders, a continuing security interest in, and a right to set off against, any and all right, title and interest of such Obligor in and to the Trademarks.

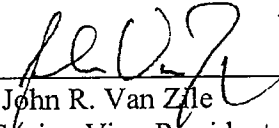
The Obligors and the Collateral Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the Trademarks (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any Trademark.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

CHECKPOINT SYSTEMS, INC.  
NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS - OATSYSTEMS, INC.

Very truly yours,

**OATSYSTEMS, INC.**, a Delaware corporation,

By:   
Name: John R. Van Zile  
Title: Senior Vice President, General Counsel and  
Secretary

CHECKPOINT SYSTEMS, INC.  
NOTICE OF GRANT OF SECURITY INTEREST IN TRADEMARKS - OATSYSTEMS, INC.

Acknowledged and Accepted:

**WELLS FARGO BANK, NATIONAL ASSOCIATION,**  
as Collateral Agent

By: Beth Rue  
Name: Beth Rue  
Title: Director

## **Schedule 1**

[see attached]

	A	B	C	D
1	<b>TRADEMARK REGISTRATIONS</b>			
2				
	<b>Title</b>	<b>Reg. No.</b>	<b>Reg. Date</b>	
3	OAT	2,949,049	5/10/2005	OATSystems, Inc
4	OATSYSTEMS	3,127,280	8/8/2006	OATSystems, Inc
5	Miscellaneous Design (OAT CHAFF)	3,023,085	12/6/2005	OATSystems, Inc
6				
7				