

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM355995

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	General Electric Capital Corporation		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
General Electric Capital Corporation		08/21/2015	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Antares Capital LP		
Street Address:	500 W. Monroe Street		
Internal Address:	17th Floor		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60661		
Entity Type:	LIMITED PARTNERSHIP: DELAWARE		
PROPERTY NUMBERS Total: 7			
Property Type	Number	Word Mark	
Registration Number:	2343932	PROMET	
Registration Number:	2396407	PAPERFLEX	
Registration Number:	2573140	INTERWRAP	
Registration Number:	3798052	POSTERFLEX	
Registration Number:	3843490	FLEXILITE	
Registration Number:	4241315	INTER WRAP	
Registration Number:	3697513	ECOS	
CORRESPONDENCE DATA			
Fax Number:	3026365454		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	800-927-9801 x 62348		
Email:	jean.paterson@cscglobal.com		
Correspondent Name:	Corporation Service Company		
Address Line 1:	1090 Vermont Avenue NW, Suite 430		
Address Line 4:	Washington, D.C. 20005		
ATTORNEY DOCKET NUMBER:	793064-020		
NAME OF SUBMITTER:	Jean Paterson		

CH \$190.00 2343932

SIGNATURE:	/jep/
DATE SIGNED:	09/23/2015
Total Attachments: 6 source=9-23-15 GE-Antares-2D-TM#page1.tif source=9-23-15 GE-Antares-2D-TM#page2.tif source=9-23-15 GE-Antares-2D-TM#page3.tif source=9-23-15 GE-Antares-2D-TM#page4.tif source=9-23-15 GE-Antares-2D-TM#page5.tif source=9-23-15 GE-Antares-2D-TM#page6.tif	

**ASSIGNMENT OF INTELLECTUAL PROPERTY
SECURITY AGREEMENT**

This **ASSIGNMENT OF INTELLECTUAL PROPERTY SECURITY AGREEMENT** (this "Assignment"), dated as of August 21, 2015, is by **GENERAL ELECTRIC CAPITAL CORPORATION** (individually, "GECC"), acting in its capacity as U.S. Agent for itself and for the U.S. Lenders and as agent for **GE CAPITAL CANADA FINANCE INC.** ("GE Canada"), the Canadian Agent and the Canadian Lenders and each other Secured Party (in such capacity, the "Retiring Agent") and **ANTARES CAPITAL LP**, a Delaware limited partnership (individually, "Antares"), acting in its capacity as the successor administrative agent (in such capacity, the "Successor Agent"). All capitalized terms used herein shall have the meanings ascribed to such terms in the credit agreement, dated as of November 1, 2013 between, *inter alios*, InterWrap Investments Inc., together with its successors and permitted assigns, GE Canada and General Electric Capital Corporation (as the same has been and may hereafter be amended, restated, supplemented or otherwise modified from time to time, the "Credit Agreement").

RECITALS:

WHEREAS, InterWrap Inc., a British Columbia corporation, as "Grantor", and Retiring Agent are parties to those certain intellectual property security agreements identified in Exhibit A attached hereto (as the same have been and may hereafter be amended, restated, supplemented or otherwise modified from time to time, collectively, the "Agreements") covering certain intellectual property set forth on Exhibit B attached hereto; and

WHEREAS, pursuant to that certain Omnibus Agency Transfer Agreement by and among GECC, GE Canada, as the Retiring Agent, and Antares, as Successor Agent, Retiring Agent has assigned to Successor Agent all of its rights, remedies, duties and other obligations under, among other documents, the Agreements, in each instance, in its capacity as administrative agent and, if applicable, collateral agent.

NOW, THEREFORE, in consideration of the foregoing, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Retiring Agent hereby assigns and transfers to Successor Agent and its successors and assigns, all of its rights, title and interest in and to the Agreements.

This Assignment may be executed in any number of counterparts, each of which when so executed shall be deemed an original and all of which taken together shall constitute one and the same instrument.

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IN WITNESS WHEREOF, Retiring Agent and Successor Collateral Agent have caused this Assignment to be duly executed as of the date first above written.

RETIRING AGENT:

GENERAL ELECTRIC CAPITAL
CORPORATION

By: 

Name: Alfredo Wang

Title: Duly Authorized Signatory

SUCCESSOR AGENT:

ANTARES CAPITAL LP

By: 

Name: Alfredo Wang

Title: Duly Authorized Signatory

EXHIBIT A

Trademark Security Agreement dated as of November 1, 2013 and filed with the United States Patent and Trademark Office on November 18, 2013 at Reel 5156, Frame 0252.

Patent Security Agreement dated as of November 1, 2013 and filed with the United States Patent and Trademark Office on November 18, 2013 at Reel 031665, Frame 0290

EXHIBIT B

1. REGISTERED TRADEMARKS

- i. U.S. Trademark Registration Number 2,343,932 for "PROMET" (registered April 18, 2000) owned by InterWrap Inc.
- ii. U.S. Trademark Registration Number 2,396,407 for "PAPERFLEX" (registered October 17, 2000) owned by InterWrap Inc.
- iii. U.S. Trademark Registration Number 2,573,140 for "INTERWRAP" (registered May 28, 2002) owned by InterWrap Inc.
- iv. U.S. Trademark Registration Number 3,798,052 for "POSTERFLEX" (registered June 8, 2010) owned by InterWrap Inc.
- v. U.S. Trademark Registration Number 3,843,490 for "FLEXILITE" (registered September 7, 2010) owned by InterWrap Inc.
- vi. U.S. Trademark Registration Number 4,241,315 (registered November 13, 2012) owned by InterWrap Inc for the following:



- vii. U.S. Trademark Registration Number 3,697,513 (registered October 20, 2009)) owned by InterWrap Inc. for the following:

ECOS

- viii. Canadian Trade-mark Registration Number TMA504375 for "PROMET" (registered November 20, 1998) owned by InterWrap Inc.
- ix. Canadian Trade-mark Registration Number TMA521515 for "PAPERFLEX" (registered January 13, 2000) owned by InterWrap Inc.
- x. Canadian Trade-mark Registration Number TMA538460 (registered December 7, 2000) owned by InterWrap Inc. for the following:



- xi. Canadian Trade-mark Registration Number TMA579069 for "INTERWRAP" (registered April 7, 2003) owned by InterWrap Inc.
- xii. Canadian Trade-mark Registration Number TMA583626 (registered June 12, 2003) owned by InterWrap Inc for the following:



- xiii. Canadian Trade-mark Registration Number TMA690657 for "A WEAVE ABOVE" (registered June 22, 2007) owned by InterWrap Inc.
- xiv. Canadian Trade-mark Registration Number TMA690663 for "DURATHENE" (registered June 22, 2007) owned by InterWrap Inc.
- xv. Canadian Trade-mark Registration Number TMA738645 for "POSTERFLEX" (registered April 23, 2009) owned by InterWrap Inc.
- xvi. Canadian Trade-mark Registration Number TMA738761 for "ECOS" (registered April 24, 2009) owned by InterWrap Inc.
- xvii. Canadian Trade-mark Registration Number TMA758006 for "FLEXILITE" (registered January 27, 2010) owned by InterWrap Inc.
- xviii. Canadian Trade-mark Registration Number TMA691233 for "USE YOUR GRAY MATTER" (registered July 3, 2007) owned by InterWrap Inc.
- xix. Canadian Trade-mark Registration Number TMA669091 for "SURE-FOOT" (registered August 1, 2006) owned by InterWrap Inc.

2. TRADEMARK APPLICATIONS

None.

3. REGISTERED PATENTS

- i. U.S. Patent Number 6,033,599 for Vapor Phase Corrosion Inhibitors (granted March 7, 2000) owned by InterWrap Inc.
- ii. U.S. Patent Number 7,132,376 for Multi-Layered Woven Scrim (granted November 7, 2006) owned by IBCO SRL and InterWrap Inc.
- iii. U.S. Patent Number 7,838,445 for Multi-Layer Wrapping Material with Water Vapor-Permeable Inner Layer (granted November 23, 2010) owned by IBCO SRL and InterWrap Inc.

Assignment of Intellectual Property Security Agreement

- iv. Canadian Patent Number 2,326,257 for Sheet Material with Anti-Slip Surface (granted July 8, 2003) owned by InterWrap Inc.
- v. Canadian Patent Number 2,352,518 for Recyclable, Multi-Layer Packaging Material Capable of Water Absorption and Desorption (granted September 23, 2003) owned by InterWrap Inc.
- vi. Canadian Patent Number 2,285,911 for Vapor Phase Corrosion Inhibitor (granted May 25, 2004) owned by InterWrap Inc.
- vii. Canadian Patent Number 2,420,271 for Multi-Layered Woven Scrim (granted August 4, 2009) owned by InterWrap Inc.
- viii. Canadian Patent Number 2,390,278 for Packaging Material for Metal (granted April 19, 2011) owned by InterWrap Inc.
- ix. Canadian Patent Number 2,545,890 for Multi-Layer Wrapping Material with Water Vapor-Permeable Inner Layer (granted July 19, 2011) owned by InterWrap Inc.
- x. Canadian Patent Number 2724260 for Multi-Layer Wrapping Material with Water Vapor-Permeable Inner Layer (granted September 25, 2012) owned by InterWrap Inc.

4. PATENT APPLICATIONS

- i. U.S. Patent Provisional Application for Breathable Laminated Product (unfiled) owned by InterWrap Inc.
- ii. Canadian Patent Application Number 2759097 for Wrapper for Metal Coils (filed January 21, 2010) owned by InterWrap Inc.
- iii. Canadian Patent Application Number 2671099 for Stretchable Scrim Wrapping Material (filed December 5, 2007) owned by InterWrap Inc.