

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

ETAS ID: TM422204

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Term Loan Security Agreement		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
BWAY Corporation		04/03/2017	Corporation: DELAWARE
North America Packaging Corporation		04/03/2017	Corporation: DELAWARE
Ropak Corporation		04/03/2017	Corporation: DELAWARE
KLW Plastics, Inc.		04/03/2017	Corporation: OHIO
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Bank of America, N.A., as Collateral Agent		
<b>Street Address:</b>	900 W Trade Street		
<b>City:</b>	Charlotte		
<b>State/Country:</b>	NORTH CAROLINA		
<b>Postal Code:</b>	28255		
<b>Entity Type:</b>	Association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 17</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2968544	ARMLOK II	
<b>Registration Number:</b>	3762773	B	
<b>Registration Number:</b>	2200098	BWAY	
<b>Registration Number:</b>	2753054	MONOTOP	
<b>Registration Number:</b>	1778648	MONOTOP	
<b>Registration Number:</b>	1739416	NAMPAC	
<b>Registration Number:</b>	3825805	ECO-PAIL	
<b>Registration Number:</b>	3234094	EZ GRIP	
<b>Registration Number:</b>	3124170	RING PULL	
<b>Registration Number:</b>	3280403	NXT GRAPHICS	
<b>Registration Number:</b>	2809335	ROPAK PACKAGING	
<b>Registration Number:</b>	4072355	DIAMOND WEAVE TECHNOLOGY FOR SUSTAINABLE	
<b>Registration Number:</b>	2101783	EZ STOR	
<b>Registration Number:</b>	2065386	EZ COVER	
<b>Registration Number:</b>	1187664	ROPAK	
<b>Registration Number:</b>	1378118	QUALITY-PAK	
<b>TRADEMARK</b>			

OP \$440.00 2968544

<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>
<b>Registration Number:</b>	4579976	E-TAINER

  

**CORRESPONDENCE DATA**

**Fax Number:** 8009144240

*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.*

**Phone:** 800-713-0755

**Email:** Michael.Violet@wolterskluwer.com

**Correspondent Name:** Michael Violet

**Address Line 1:** 4400 Easton Commons Way

**Address Line 2:** Suite 125

**Address Line 4:** Columbus, OHIO 43219

<b>NAME OF SUBMITTER:</b>	Elaine Carrera
<b>SIGNATURE:</b>	/Elaine Carrera/
<b>DATE SIGNED:</b>	04/03/2017

**Total Attachments: 7**

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**RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY**

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

**1. Name of conveying party(ies):**

- 1. BWAY Corporation
- 2. North America Packaging Corporation
- 3. Ropak Corporation
- 4. K LW Plastics, Inc.

- ☐ Individual(s) ☐ Association  
☐ Partnership ☐ Limited Partnership  
☒ Corporation- State: 1. DE; 2. DE; 3. DE; 4. OH  
☐ Other

Citizenship (see guidelines) USA

Additional names of conveying parties attached? ☐ Yes ☒ No

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

Execution Date(s) April 3, 2017

- ☐ Assignment ☐ Merger  
☐ Security Agreement ☐ Change of Name  
☒ Other Term Loan Security Agreement

**2. Name and address of receiving party(ies)**

Additional names, addresses, or citizenship attached? ☐ Yes  
☒ No

Name: Bank of America, N.A., as Collateral Agent

Street Address: 900 W Trade Street

City: Charlotte

State: NC

Country: USA Zip: 28255

- ☐ Individual(s) Citizenship  
☒ Association Citizenship USA  
☐ Partnership Citizenship  
☐ Limited Partnership Citizenship  
☐ Corporation Citizenship  
☐ Other Citizenship

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) Text

B. Trademark Registration No.(s)

See Schedule A

See Schedule A

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: Elaine Carrera, Legal Assistant

Internal Address:

Street Address: c/o Cahill Gordon & Reindel LLP  
80 Pine Street

City: New York

State: NY Zip: 10005

Phone Number: (212) 701-3365

Docket Number:

Email Address: ecarrera@cahill.com

**6. Total number of applications and registrations involved:**

17

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

- ☐ Authorized to be charged to deposit account  
☐ Enclosed

**8. Payment Information:**

Deposit Account Number

Authorized User Name

**9. Signature:**

Elaine Carrera

Signature

April 3, 2017

Date

Elaine Carrera

Name of Person Signing

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

7

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:  
Mail Stop Assignment Recordation Branch, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

**GRANT OF SECURITY INTEREST  
IN UNITED STATES TRADEMARKS**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, BWAY Corporation, a Delaware corporation, North America Packaging Corporation, a Delaware corporation, Ropak Corporation, a Delaware corporation, and K LW Plastics, Inc., an Ohio corporation (collectively, the “Grantors” and each a “Grantor”) with principal offices at c/o BWAY Corporation, 8607 Roberts Drive, Suite 250, Atlanta, GA 30350-2237, hereby pledge and grant to Bank of America, N.A., as Collateral Agent, with principal offices at 900 W Trade Street, Charlotte, North Carolina 28255 (the “Grantee”), for the benefit of the Secured Creditors (as such term is defined in the Security Agreement referred to below), a continuing security interest in all of the right, title and interest of such Grantors in, to and under (i) the United States trademarks, trademark registrations and trademark applications (the “Marks”) set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof (prior to the Termination Date) for infringement of any of the Marks or unfair competition regarding the same (collectively, the “Mark Collateral”).

THIS GRANT is made to secure the prompt and complete payment and performance when due of all the Obligations of the Grantors, as such term is defined in the Security Agreement among the Grantors, the other Grantors from time to time party thereto and the Grantee, dated as of April 3, 2017 (as amended, modified, restated and/or supplemented from time to time, the “Security Agreement”). Upon the occurrence of the Termination Date (as defined in the Security Agreement), the Grantee shall execute, acknowledge, and deliver to the Grantors an instrument in writing releasing the security interest in the Mark Collateral acquired under this Grant.

This Grant has been granted in conjunction with the security interest granted to the Grantee under the Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as 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 Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

This Grant is subject to the terms and conditions set forth in the Intercreditor Agreement (as defined in the Security Agreement) in all respects and, in the event of any conflict between the terms of the Intercreditor Agreement and this Grant, the terms of Intercreditor Agreement shall govern.

**[Remainder of this page intentionally left blank; signature page follows]**

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the date first above written.

BWAY CORPORATION, Grantor

By:   
Name: Jeffery Sprick  
Title: Chief Financial Officer and Secretary

NORTH AMERICA PACKAGING  
CORPORATION, Grantor

By:   
Name: Jeffery Sprick  
Title: Chief Financial Officer and Secretary

ROPAK CORPORATION, Grantor

By:   
Name: Jeffery Sprick  
Title: Chief Financial Officer and Secretary

KLW PLASTICS, INC., Grantor

By:   
Name: Jeffery Sprick  
Title: Chief Financial Officer and Secretary

[Signature Page to Trademark Security Agreement]

Bank of America, N.A.,  
as Collateral Agent and Grantee

By: 

Name:

Title: **David H. Strickert**  
**Managing Director**

[Signature Page to Trademark Security Agreement]

**TRADEMARK**  
**REEL: 006024 FRAME: 0673**

SCHEDULE A**Marks and Applications:**

<b>Mark</b>	<b>Serial No./ Filing Date</b>	<b>Reg. No./ Reg. Date</b>	<b>Owner</b>
ARMLOK II	78/291730 8/25/2003	2968544 7/12/2005	BWAY Corporation
B AND DESIGN	77/790800 7/28/2009	3762773 3/23/2010	BWAY Corporation
BWAY	75/023309 11/22/1995	2200098 10/27/1998	BWAY Corporation
MONOTOP	78/142408 7/9/2002	2753054 8/19/2013	BWAY Corporation
MONOTOP	74/285666 6/17/1992	1778648 6/29/1993	BWAY Corporation
NAMPAC	74/079242 7/16/1990	1739416 12/15/1992	North America Packaging Corp.
ECO-PAIL	77/577629 9/24/2008	3825805 7/27/2010	North America Packaging Corp.
EZ GRIP	78045924 / 1/31/2001	3234094 / 4/24/2007	Ropak Corporation
RING PULL	78099391 / 12/20/2001	3124170 / 8/1/2006	Ropak Corporation
NXT GRAPHICS	78324383 / 11/6/2003	3280403 / 8/14/2007	Ropak Corporation
ROPAK PACKAGING	78099386 / 12/20/2001	2809335 / 1/27/2004	Ropak Corporation
DIAMOND WEAVE TECHNOLOGY FOR SUSTAINABLE PACKAGING RECYCLABLE SUSTAINABLE PACKAGING	77802884 / 8/12/2009	4072355 / 12/20/2011	Ropak Corporation
EZ STOR	74535301 / 6/9/1994	2101783 / 9/30/1997	Ropak Corporation



<b>Mark</b>	<b>Serial No./ Filing Date</b>	<b>Reg. No./ Reg. Date</b>	<b>Owner</b>
EZ COVER	74525664 / 5/17/1994	2065386 / 5/27/1997	Ropak Corporation
ROPAK	73181997 / 8/14/1978	1187664 / 1/26/1982	Ropak Corporation
QUALITY-PAK	73518680 / 1/22/1985	1378118 / 1/14/1986	Ropak Corporation
ROPAK	n/a	CA-60,266 / 9/13/1979	Ropak Corporation
E-TAINER	86/162,795 01/10/2014	Registration No. 4,579,976, Regis- tration date Au- gust 5, 2014	KLW Plastics, Inc.