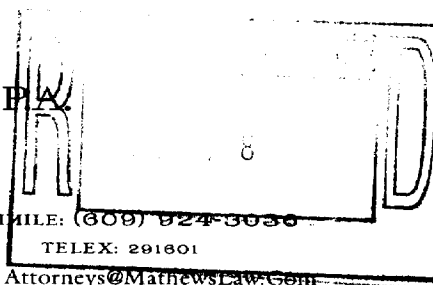


MA  
A-28-99

MATHEWS, COLLINS, SHEPHERD & GOULD, P.A.

ATTORNEYS AT LAW  
PATENTS • TRADEMARKS • COPYRIGHTS  
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(609) 924-8555



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BROOKS R. BRUNEAU  
SCOTT N. BENSTEIN  
ANASTASIA P. WINSLOW  
TODD A. DENYS  
CHARLES J. HRUMLIK, Ph.D.

July 28, 1999

08-02-1999



101106174

**Via Express Mail**

Assistant Commissioner For  
Trademarks  
Public Records - Assignment Branch  
Crystal Gateway #4, Room 300  
Washington, DC 20231

Attention: Trademark Assignment Branch

RE: Assignment of U.S. Trademark Registration  
No. 1,691,496  
For the Mark: "CITIBAG"  
Our File No.: 2112-338US

Dear Sir or Madam:

Enclosed please find a copy of the Trademark Assignment and supporting documentation regarding the above-identified trademark registration. Please record and index this document against U.S. Trademark Registration No. 1,691,496, ensuring that this registration now shows ownership by AEP Industries Inc., a Delaware corporation. If you have any questions, please telephone the undersigned directly.

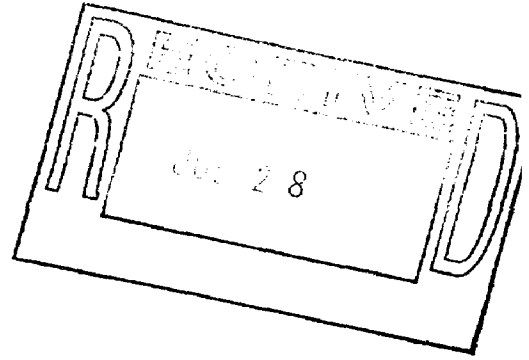
1. The Name of the Party conveying an interest:

DIMIN CORPORATION  
18 Bellvale Road  
Mountain Lakes, New Jersey 07046

Entity:

- Individual  Association
- General Partnership  Limited Partnership
- Corporation - a New Jersey corporation
- Other \_\_\_\_\_

97/30/1999 INSTITUTE 00000328 1691496 40.00 DP  
01 FC:401



2. Name and Address of Party Receiving an Interest:

AEP INDUSTRIES INC.  
125 Phillips Avenue  
South Hackensack, New Jersey 07606

Entity:

- Individual  Association
- General Partnership  Limited Partnership
- Corporation - a Delaware Corporation
- Other \_\_\_\_\_

If not domiciled in the United States, a domestic representative designation is attached:

- Yes **Not applicable**
- No

3. Interest Conveyed:

- Assignment  Change of Name
- Security Agreement  Merger

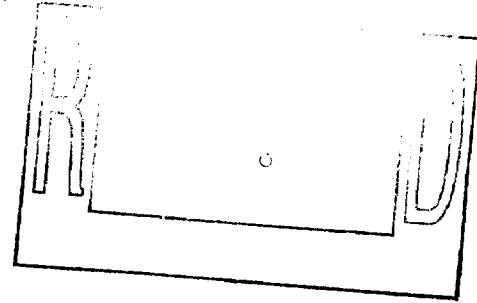
4. Application number(s) or registration number(s).

Additional sheet attached:  Yes  No

**A. APPLICATION SERIAL NO.**

**B. TRADEMARK REGISTRATION NO.**

1,691,496



5. Name and Address of party of whom correspondence concerning document should be mailed.

Todd A. Denys, Esq.  
**MATHEWS, COLLINS, SHEPHERD & GOULD, PA**  
100 Thanet Circle, Suite 306  
Princeton, NJ 08540-3674  
Tel. No. (609) 924-8555

6. Number of applications and registration involved:

One(1)

7. Amount of fee enclosed or authorized to be charged:

\$40

8. Deposit account number (Attach duplicate copy of this form if paying by deposit account):

**13-2165**

Your prompt attention to expediting the recordation of this assignment request is greatly appreciated. Please ensure that this registration now stands in the name of AEP INDUSTRIES INC.

If you have any questions, please do not hesitate to telephone me directly at (609) 924-8555.

9. Date of execution of attached document: June 30, 1999



**TRADEMARK ASSIGNMENT (FOR RECORDING)**  
**DATED AS OF JUNE 30, 1999**

WHEREAS, Dimin Corporation, a New Jersey corporation, (hereinafter "Dimin") is the owner of all rights, title, and interest in and to the United States trademarks and trademark registrations as identified in Schedule A attached hereto ("Trademark Rights").

WHEREAS, AEP Industries Inc., a Delaware corporation, (hereinafter "AEP") is desirous of acquiring all of the rights, title and interest in and to the Trademark Rights;

WHEREAS, AEP and Dimin are parties to an INTELLECTUAL PROPERTY PURCHASE AGREEMENT dated June 30, 1999 (the "Agreement");

WHEREAS, pursuant to the Agreement, Dimin agrees to sell, and AEP agrees to purchase the Trademark Rights identified in the Agreement;

NOW, THEREFORE AEP and Dimin, intending to be legally bound under laws of the State of New Jersey, and for good and valuable consideration the receipt and sufficiency of which is hereby acknowledged, agree as follows:

1. Dimin hereby confirms its agreement to sell and does hereby sell to AEP, and AEP hereby confirms its agreement to purchase and does hereby purchase from Dimin, all of the rights, title to and interest in and to the Trademark Rights and in and to the goodwill of the business associated with the use of, and symbolized by, the Trademark Rights, including the right to sue others for past acts of infringement of the Trademark Rights and to retain all revenues received from others for past acts of infringement of the Trademark Rights.


2. Dimin further agrees for itself, successors, assigns, and its legally bound predecessors to execute, without further consideration, any further legal documents, any further assignments, and any releases, declarations, renewals or other applications for Trademark Rights that may be deemed necessary by AEP, or by AEP's successors-in-interest or assigns, fully to secure to AEP, or to AEP's successors-in-interest or assigns, AEP's interest as aforesaid in and to the Trademark Rights and in and to the goodwill of the business associated with the use of, and symbolized by, the Trademark Rights.

IN WITNESS WHEREOF, I hereunto affix my hand and seal this 30th  
day of June, 1999.

AEP INDUSTRIES INC.

By:  (Seal)  
Authorized Representative

DIMIN CORPORATION

By: 

STATE OF NEW JERSEY :  
: SS :  
COUNTY OF BERGEN :

Before me personally appeared said Michael Dimin  
and acknowledged that he is the PRESIDENT of DIMIN  
CORPORATION, that he has the authority to execute this Assignment on behalf  
of DIMIN CORPORATION, and has acknowledged the foregoing instrument to  
be his free act and deed this 20<sup>th</sup> day of ~~June~~, 1999.  
July

(Seal)

Edna M. Ferrigno  
Notary Public

EDNA M. FERRIGNO  
Notary Public of New Jersey  
My Commission Expires April 24, 2001

IN WITNESS WHEREOF, I hereunto affix my hand and seal this 30  
day of ~~June~~, 1999.  
July

DIMIN CORPORATION  
By: [Signature] (Seal)  
Authorized Representative

STATE OF NEW JERSEY :  
 : SS :  
COUNTY OF BERGEN :

Before me personally appeared said Jean L'Allier and  
acknowledged that he is the General Counsel of AEP  
INDUSTRIES INC., that he has the authority to execute this Assignment on  
behalf of AEP INDUSTRIES INC., and has acknowledged the foregoing  
instrument to be his free act and deed this 20<sup>th</sup> day of June, 1999  
*J. L'Allier*

(Seal)

*Edna M. Ferrigno*  
Notary Public

EDNA M. FERRIGNO  
Notary Public of New Jersey  
My Commission Expires April 24, 2001



**SCHEDULE A**

**U.S. Registration Numbers**

1,691,496

**U.S. Trademarks**

CITIBAG and common  
law rights to disappearing  
green and white square  
trade dress

Common law rights  
to DARTBUSTER

Common law rights  
to ELEPHANT BAG