

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT			
NATURE OF CONVEYANCE:	SECURITY INTEREST			
CONVEYING PARTY DATA				
	Name	Formerly	Execution Date	Entity Type
	ALBEA COSMETICS AMERICA, INC.		12/31/2012	CORPORATION: DELAWARE
	REXAM BEAUTY AND CLOSURES INC.		12/31/2012	CORPORATION: DELAWARE
	ALBEA BEAUTY SOLUTIONS USA, LLC		12/31/2012	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA				
Name:	WILMINGTON TRUST (LONDON) LIMITED			
Street Address:	1 KING'S ARMS YARD, THIRD FLOOR			
City:	LONDON			
State/Country:	UNITED KINGDOM			
Postal Code:	EC2R 7AF			
Entity Type:	PRIVATE LIMITED COMPANY: UNITED KINGDOM			
PROPERTY NUMBERS Total: 6				
	Property Type	Number	Word Mark	
	Registration Number:	3178378	CRIMPLESS	
	Registration Number:	1328506	GLAMASEAL	
	Registration Number:	952964	GLAMINATE	
	Registration Number:	3320623	PACKFOCUS	
	Registration Number:	2014808	THE CRIMPLESS SYSTEM	
	Serial Number:	77206175	XD 11	
CORRESPONDENCE DATA				
Fax Number:	6508385109			
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>				
Phone:	650-838-3743			

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Email: jlik@shearman.com
Correspondent Name: Jordan Altman
Address Line 1: 599 Lexington Avenue
Address Line 2: Shearman & Sterling LLP
Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER: 8724/1018

DOMESTIC REPRESENTATIVE

Name:
Address Line 1:
Address Line 2:
Address Line 3:
Address Line 4:

NAME OF SUBMITTER: JORDAN ALTMAN

Signature: /JORDAN ALTMAN/

Date: 01/11/2013

Total Attachments: 14
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EXECUTION VERSION

INTELLECTUAL PROPERTY SECURITY AGREEMENT

This INTELLECTUAL PROPERTY SECURITY AGREEMENT (as amended, amended and restated, supplemented or otherwise modified from time to time, the "*IP Security Agreement*") dated December 31, 2012, is made by the Persons listed on the signature page hereof (collectively, the "*Grantors*") in favor of Wilmington Trust (London) Limited, as Senior Notes Agent (the "*Senior Notes Agent*") for the Senior Secured Claimholders (as defined in the Security Agreement).

WHEREAS, Albéa Beauty Holdings S.A., a Luxembourg public limited liability company (*société anonyme*), has entered into a Senior Secured Notes Indenture dated as of October 31, 2012 (as amended, amended and restated, supplemented or otherwise modified from time to time, the "*Senior Secured Notes Indenture*"), with, amongst others the Senior Notes Agent. Terms defined in the Senior Secured Notes Indenture and not otherwise defined herein are used herein as defined in the Security Agreement.

WHEREAS, each Grantor has executed and delivered the Security Agreement dated December 31, 2012 made by the Grantors to the Senior Notes Agent (as amended, amended and restated, supplemented or otherwise modified from time to time, the "*Security Agreement*").

WHEREAS, under the terms of the Security Agreement, the Grantors have granted to the Senior Notes Agent, for the ratable benefit of the Senior Secured Claimholders, a security interest in, among other property, certain intellectual property of the Grantors, and have agreed as a condition thereof to execute this IP Security Agreement for recording with the U.S. Patent and Trademark Office and the United States Copyright Office.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, each Grantor agrees as follows:

SECTION 1. Grant of Security. Each Grantor hereby grants to the Senior Notes Agent, for the ratable benefit of the Senior Secured Claimholders, a security interest in all of such Grantor's right, title and interest in and to the following (other than the Excluded Property) (the "*Collateral*");

- (i) the patents and patent applications set forth in Schedule A hereto (the "*Patents*");
- (ii) the trademark and service mark registrations and applications set forth in Schedule B hereto (provided that no security interest shall be granted in United States intent-to-use trademark applications to the extent that, and solely during the period in which, the grant of a security interest therein would impair the validity or enforceability of such intent-to-use trademark applications under applicable federal law), together with the goodwill symbolized thereby (the "*Trademarks*");
- (iii) all copyrights, whether registered or unregistered, now owned or hereafter acquired by such Grantor, including, without limitation, the copyright registrations and applications set forth in Schedule C hereto (the "*Copyrights*");
- (iv) all reissues, divisions, continuations, continuations-in-part, extensions, renewals and reexaminations of any of the foregoing, all rights in the foregoing

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provided by international treaties or conventions, all rights corresponding thereto throughout the world and all other rights of any kind whatsoever of such Grantor accruing thereunder or pertaining thereto;

(v) any and all claims for damages and injunctive relief for past, present and future infringement, dilution, misappropriation, violation, misuse or breach with respect to any of the foregoing, with the right, but not the obligation, to sue for and collect, or otherwise recover, such damages; and

(vi) any and all proceeds of, collateral for, income, royalties and other payments now or hereafter due and payable with respect to, and supporting obligations relating to, any and all of the Collateral of or arising from any of the foregoing.

SECTION 2. Security for Obligations. The grant of a security interest in, the Collateral by each Grantor under this IP Security Agreement secures the payment of all Obligations of such Grantor now or hereafter existing under or in respect of the Senior Secured Documents, whether direct or indirect, absolute or contingent, and whether for principal, reimbursement obligations, interest, premiums, penalties, fees, indemnifications, contract causes of action, costs, expenses or otherwise. Without limiting the generality of the foregoing, this IP Security Agreement secures, as to each Grantor, the payment of all amounts that constitute part of the Secured Liabilities and that would be owed by such Grantor to any Senior Secured Claimholder under the Senior Secured Documents but for the fact that such Secured Liabilities are unenforceable or not allowable due to the existence of a bankruptcy, reorganization or similar proceeding involving a Loan Party.

SECTION 3. Recordation. Each Grantor authorizes and requests that the Register of Copyrights, the Commissioner for Patents and the Commissioner for Trademarks record this IP Security Agreement.

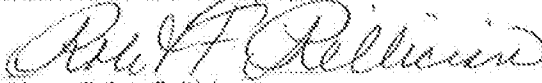
SECTION 4. Execution in Counterparts. This IP Security Agreement may be executed in any number of counterparts, each of which when so executed shall be deemed to be an original and all of which taken together shall constitute one and the same agreement.

SECTION 5. Grants, Rights and Remedies. This IP Security Agreement has been entered into in conjunction with the provisions of the Security Agreement. Each Grantor does hereby acknowledge and confirm that the grant of the security interest hereunder to, and the rights and remedies of, the Senior Notes Agent with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated herein by reference as if fully set forth herein.

SECTION 6. Governing Law. This IP Security Agreement shall be governed by, and construed in accordance with, the laws of the State of New York.

IN WITNESS WHEREOF, each Grantor has caused this IP Security Agreement to be duly executed and delivered by its officer thereunto duly authorized as of the date first above written.

ALBEA COSMETICS AMERICA, INC.
(formerly known as Techpack America, Inc. and
Techpack America, LLC, and as successor-in-interest to
certain assets of Pechiney Plastic Packaging Inc. and
American National Can Company)

By 
Name: Robert Palliciani
Title: Secretary

Address for Notices:
c/o Twist Beauty Packaging US, Inc.
191 Route 31 North
P.O. Box 977
Washington, NJ 07882
Attn: Fabrice Beaussant
Phone (908) 835-5270
Fax: (908) 319-9431

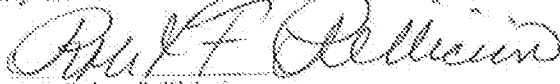
REXAM BEAUTY AND CLOSURES INC.

By 
Name: Denis Parant
Title: President

Address for Notices:

c/o Twist Beauty Packaging US, Inc.
191 Route 31 North
P.O. Box 977
Washington, NJ 07882
Attn: Fabrice Beaussant
Phone (908) 835-5270
Fax: (908) 319-9431

ALBEA BEAUTY SOLUTIONS USA, LLC
(formerly known as Cosmetech Mably International, LLC)

By 
Name: Robert Pelliciani
Title: Secretary

Address for Notices:
c/o Twist Beauty Packaging US, Inc.
191 Route 31 North
P.O. Box 977
Washington, NJ 07882
Attn: Fabrice Beaussant
Phone (908) 835-5270
Fax: (908) 319-9431

Schedule A
Patents and Designs

Owner	Title	Country	App. No./ Filing Date	Patent or Pub. No./ Date	Status
Rexam Beauty and Closures Inc.	Sifter device for container	U.S.	12/481443 6/9/2009	8118040 2/21/2012	Granted
Rexam Beauty and Closures Inc.	Cosmetic container	U.S.	12/790374 5/28/2010	20100300476 12/2/2010	Pending
Rexam Beauty and Closures Inc.	Cosmetic container with mirrored element	U.S.	12/692077 1/22/2010	20100221059 9/2/2010	Pending
Rexam Beauty and Closures Inc.	Release system for container	U.S.	12/353660 1/14/2009	20090202290 8/13/2009	Pending
Rexam Beauty and Closures Inc.	Loose powder compact	U.S.	11/705554 2/12/2007	7841349 11/30/2010	Granted
Rexam Beauty and Closures Inc.	Container system	U.S.	11/297798 12/8/2005	7604142 10/20/2009	Granted
Rexam Beauty and Closures Inc.	Interlocking container	U.S.	11/452080 6/13/2006	7770587 8/10/2010	Granted
Rexam Beauty and Closures Inc.	Sifter device for container	U.S.	11/268091 11/7/2005	7494030 2/24/2009	Granted
Rexam Beauty and Closures Inc. (Jointly owned with Revlon Consumer Products Corporation)	Hermetically sealed cosmetic compact case	U.S.	09/472573 12/27/1999	6199559 3/13/2001	Granted
Rexam Beauty and Closures Inc.	Compact having a window	U.S.	08/148200 11/3/1993	5431177 7/11/1995	Granted
Rexam Beauty and Closures Inc.	Dispensing container	U.S.	07/972164 11/5/1992	5277340 1/11/1994	Granted
Rexam Beauty and Closures Inc.	Method for assembling a dispensing container	U.S.	08/168854 12/16/1993	5341956 8/30/1994	Granted
Rexam Beauty and Closures Inc.	Shade-evident airtight container	U.S.	10/096352 3/12/2002	6712076 3/30/2004	Granted
Rexam Beauty and Closures Inc.	Release system for container	U.S.	11/359021 2/22/2006	7588164 9/15/2009	Granted
Rexam Beauty and Closures Inc.	Release system for container	U.S.	12/559306 9/14/2009	20100001431 1/7/2010	Pending
Rexam Beauty and Closures Inc.	Release system for container	U.S.	10/874818 6/22/2004	7806290 10/5/2010	Granted
Rexam Beauty and Closures Inc.	Hermetic wipe container	U.S.	10/916019 8/11/2004	7546930 6/16/2009	Granted
Rexam Beauty and Closures Inc.	Hermetic container	U.S.	12/484807 6/15/2009	7988008 8/2/2011	Granted
Rexam Beauty and Closures Inc.	Hermetically sealed cosmetic compact case	U.S.	09/469494 1/4/2000	RE39311 10/3/2006	Granted
Rexam Beauty and Closures Inc.	Metal flexible finger ferrule for flanged container closure	U.S.	08/004530 1/14/1993	5348174 9/20/1994	Granted

Owner	Title	Country	App. No./ Filing Date	Patent or Pub. No./ Date	Status
Rexam Beauty and Closures Inc.	Low profile and low force actuation dispensing pump	U.S.	09/098475 6/16/1998	6036059 3/14/2000	Granted
Rexam Beauty and Closures Inc.	Assembly for securing and sealing a dispenser to a flanged container	U.S.	09/487433 1/19/2000	6253941 7/3/2001	Granted
Albea Cosmetics America, Inc.	Container having splines and method for using same	U.S.	10/101022 3/19/2002	6615883 9/9/2003	Granted
Albea Cosmetics America, Inc.	Method for forming an improved container	U.S.	10/220527 12/16/2002	6846443 1/25/2005	Granted
Albea Cosmetics America, Inc.	Dual dispense container	U.S.	09/295824 4/21/1999	6176395 1/23/2001	Granted
Albea Cosmetics America, Inc.	Dual dispense container having cloverleaf orifice	U.S.	09/295825 4/21/1999	6257450 7/10/2001	Granted
Albea Cosmetics America, Inc.	Dual dispense container having cloverleaf orifice	U.S.	09/724357 11/28/2000	6347726 2/19/2002	Granted
Albea Cosmetics America, Inc.	Material dispenser with applicator	U.S.	09/765132 1/18/2001	7163016 1/16/2007	Granted
Albea Cosmetics America, Inc.	Collapsible cap mechanism for shielding pump actuator and liquid material-dispensing container including the same	U.S.	09/394851 9/13/1999	6290103 9/18/2001	Granted
Albea Cosmetics America, Inc.	Fluid material dispenser	U.S.	09/010650 1/22/1998	5951185 9/14/1999	Granted
Albea Cosmetics America, Inc.	Fluid material dispenser	U.S.	09/356438 7/19/1999	6231256 5/15/2001	Granted
Albea Cosmetics America, Inc.	Compact with rotatable panel in base and/or cover	U.S.	08/027207 3/4/1993	5437294 8/1/1995	Granted
Techpack America, Inc.	Cosmetics brush with discontinuous bristle face	U.S.	08/012740 2/3/1993	5357987 10/25/1994	Granted
Albea Cosmetics America, Inc.	Zoned mascara brush and package including the brush	U.S.	09/788749 2/20/2001	6394678 5/28/2002	Granted
Albea Cosmetics America, Inc.	Container-applicator system for material for the skin	U.S.	09/636017 8/10/2000	6331085 12/18/2001	Granted
Albea Cosmetics America, Inc.	Closure	U.S.	29/120932 3/29/2000	D442090 5/15/2001	Granted
Albea Cosmetics America, Inc.	Container	U.S.	29/121544 4/6/2000	D447060 8/28/2001	Granted
Albea Cosmetics America, Inc.	Container	U.S.	29/121543 4/6/2000	D454780 3/26/2002	Granted
Albea Cosmetics America, Inc.	Cap for a tubular dispenser	U.S.	29/189394 9/4/2003	D496861 10/5/2004	Granted
Albea Cosmetics America, Inc.	Cap for a tubular dispenser	U.S.	29/173516 12/31/2002	D504613 5/3/2005	Granted
Albea Cosmetics America, Inc.	Cap for a tubular dispenser	U.S.	29/222512 1/27/2005	D520873 5/16/2006	Granted
Albea Cosmetics America, Inc.	Cap for a tubular dispenser	U.S.	29/243400 11/23/2005	D525526 7/25/2006	Granted

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Owner	Title	Country	App. No./ Filing Date	Patent or Pub. No./ Date	Status
Albea Cosmetics America, Inc.	Waterguard Tube	U.S.	10/116395 4/4/2002	7204381 4/17/2007	Granted
Albea Cosmetics America, Inc.	Cap for a tubular dispenser	U.S.	29/254220 2/17/2006	D533453 12/12/2006	Granted
Techpack America, Inc.	Bottle	U.S.	29/029543 10/6/1994	D389064 1/13/1998	Granted
Cosmetech Mably International, LLC	Cosmetic Container	U.S.	29/080200 12/03/1997	D406396 03/02/1999	Granted
Albea Cosmetics America, Inc.*	Bouchon pour distributeur de tubulaire	Argentina	72594 9/21/2004	72594 6/3/2005	Granted
Albea Cosmetics America, Inc.*	Improved container and method and apparatus for forming the container	Brazil	PI0017166-2 9/15/2000	BR0017166 11/16/2010	Granted
Albea Cosmetics America, Inc.*	Dual dispense container	Brazil	PI0009849-3 4/12/2000	PI0009849-3 11/18/2008	Granted
Albea Cosmetics America, Inc.*	Dual dispense container having cloverleaf orifice	Brazil	PI0009234-7 4/12/2000	PI0009234-7 5/20/2008	Granted
Albea Cosmetics America, Inc.*	Bouchon pour distributeur de tubulaire	Brazil	DI6403400-3 9/21/2004	DI6403400-3 5/17/2005	Granted
Albea Cosmetics America, Inc.*	Cap for a tubular dispenser	Brazil	DI6300134-9 1/17/2003	DI6300134-9 9/30/2003	Granted
Albea Cosmetics America, Inc.*	Cap for a tubular dispenser	Brazil	DI 6302965-0 1/17/2003	DI 6302965-0 11/29/2005	Granted
Albea Cosmetics America, Inc.*	Cap for a tubular dispenser	Brazil	DI 6303091-8 1/17/2003	DI 6303091-8 11/18/2003	Granted
Albea Cosmetics America, Inc.*	Cap for a tubular dispenser	Brazil	DI 6302935-9 1/17/2003	DI 6302935-9 11/29/2005	Granted
Albea Cosmetics America, Inc.*	Cap for a tubular dispenser	Brazil	DI 6303039-0 1/17/2003	DI 6303039-0 11/18/2003	Granted
Albea Cosmetics America, Inc.*	Cap for a tubular dispenser	Brazil	DI 6302964-2 1/17/2003	DI 6302964-2 11/29/2005	Granted
Albea Cosmetics America, Inc.*	Strip ejection closure (design)	Brazil	DI6002600-6 9/29/2000	DI6002600-6 6/26/2001	Pending
Rexam Beauty and Closures Inc.	Sifter device for container	Brazil	PI1009692-2 6/9/2010		Pending
Rexam Beauty and Closures Inc.	Closure for attaching and sealing a dispenser	Brazil	PI0007586-8 3/22/2005		Pending
Albea Cosmetics America, Inc.*	Container	Canada	2000-2719 10/6/2000		Granted
Techpack America Inc.	Tube	Canada	2001-2636 10/6/2000	97850 3/31/2003	Pending
Rexam Beauty and Closures Inc.	Sifter device for container	China	20108025504 6/9/2010	102458183 5/16/2012	Pending
Albea Cosmetics America, Inc.*	Dual dispense container	China	00806455.5 4/12/2000	1247440 3/29/2006	Granted

Owner	Title	Country	App. No./ Filing Date	Patent or Pub. No./ Date	Status
Albea Cosmetics America, Inc.	Material applicator with ejectable head	European Patent	0904306189 11/15/1995	0614628 11/7/2001	Granted
Albea Cosmetics American, Inc.	Compact with rotatable panel in base and/or cover	European Patent	0903304553 6/11/1993	681795 12/6/2000	Granted
Rexam Beauty and Closures Inc.	Sifter device for container	European Patent	10786777.2 6/9/2010	2440087 4/18/2012	Pending
Rexam Beauty and Closures Inc.	Assembly for securing and sealing a dispenser including a decorative collar to a flanged container	European Patent France Germany Italy Spain	03017881.8 8/5/2003	1464408 6/13/2007 (DE 60314368.7) (ES 2288580)	Granted
Rexam Beauty and Closures Inc.	Low profile and low force actuation pump	European Patent France Germany Italy Spain	99931796.9 6/14/1999	1119506 8/20/2008 (DE 69939391.4) (ES 2316189)	Granted
Rexam Beauty and Closures Inc.	Assembly for securing a dispenser	European Patent France Germany Great Britain Spain	00903356.4 1/19/2000	1161386 6/9/2010 (DE 60044526.7)	Granted
Techpack America, Inc.	Method for using a container having spines	European Patent France Spain	02804684.5 11/8/2002	1451068 5/26/2010	Granted
Techpack America, Inc.	Improved container and method and apparatus for forming the container	European Patent France	00966723.9 9/15/2000	1263560 5/3/2006	Granted
Techpack America, Inc.	Dual dispense container	European Patent France	00922108.6 4/12/2000	1194367 1/18/2006	Granted
Techpack America, Inc.	Fluid material dispenser	European Patent France	98300585.1 1/28/1998	0858747 6/11/2003	Granted
Techpack America, Inc.	Zoned mascara brush and package including the brush	European Patent France	01420042.2 2/20/2001	1129641 9/29/2004	Granted
Rexam Beauty and Closures Inc.	Recipient cosmetique	France	1002234 5/26/2010	2945921 12/3/2010	Pending
Rexam Beauty and Closures Inc.	Recipient, notamment pour cosmetiques liquides, et son procede de fabrication	France	0950218 1/15/2009	2927513 8/21/2009	Pending

Owner	Title	Country	App. No./ Filing Date	Patent or Pub. No./ Date	Status
Rexam Beauty and Closures Inc.	Module pour recipient, systeme de recipient pour article cosmetique et procede pour sa production	France	0753423 2/22/2007	2897598 8/19/2011	Granted
Techpack America Inc.	Closure	France	005609 - 001 9/29/2000	005609 9/29/2000	Pending
Techpack America Inc.	Container	France	005811 - 001 10/6/2000	005811 10/6/2000	Granted
Techpack America Inc.	Container	France	005810 - 001 10/6/2000	005810 10/6/2000	Pending
Techpack America Inc.	Container	Germany	40009599-001 10/4/2000	40009599.8 12/7/2000	Granted
Techpack America Inc.	Container	Germany	40009614-0001 10/5/2000	40009614-001 12/11/2000	Granted
Techpack America Inc.	Strip ejection closure (design)	Germany	36798 9/29/2000	40009533.5 12/6/2000	Granted
Albea Cosmetics America, Inc.*	Strip ejection closure (design)	India	183547 9/29/2000	183547 3/21/2001	Pending
Albea Cosmetics America, Inc.*	Strip ejection closure (design)	Italy	TC20000000247 9/29/2000	81014 6/17/2003	Pending
Albea Cosmetics America, Inc.*	Dual dispense container	Japan	2000-612213 4/12/2000	3966692 8/29/2007	Granted
Albea Cosmetics America, Inc.*	Waterguard tube	Mexico	PA/a/2004/006456 6/30/2004	PA/a/2004/006456 8/31/2007	Granted
Albea Cosmetics America, Inc.*	Improved container and method and apparatus for forming the container	Mexico	PAa2002008933 9/12/2002	PAa2002008933 4/23/2003	Granted
Albea Cosmetics America, Inc.*	Dual dispense container	Mexico	PAa2001009944 10/2/2001	PAa2001009944 8/24/2005	Granted
Albea Cosmetics America, Inc.*	Dual dispense container having cloverleaf orifice	Mexico	PA01009561 9/21/2001	PA01009561 A 8/12/2002	Granted
Albea Cosmetics America, Inc.*	Cap for a tubular dispenser	Mexico	paF2003000034 1/17/2003	18077 6/10/2005	Granted
Albea Cosmetics America, Inc.*	Cap for a tubular dispenser	Mexico	PAF2005001898 1/17/2003	21627 10/9/2006	Granted
Albea Cosmetics America, Inc.*	Container	Mexico	PA/B/2000/1364 10/6/2000	14994 4/30/2003	Pending
Albea Cosmetics America, Inc.*	Container	Mexico	PA/B/2000/1365 10/6/2000	16003 1/26/2004	Pending
Rexam Beauty and Closures Inc.	Closure for attaching and sealing a dispenser	Mexico	PA/a/2001/0072 1/19/2000	230208 8/30/2005	Granted
Rexam Beauty and Closures Inc.	Closure for attaching and sealing a dispenser	Poland	P348861 1/19/2000	205692 12/29/2009	Granted
Albea Cosmetics America, Inc.*	Dual dispense container	Russia	2001131358 4/12/2000	2224700 2/17/2004	Granted
Techpack America Inc.	Container	United Kingdom	2096419 10/6/2000	2096419 12/19/2000	Granted

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Owner	Title	Country	App. No./ Filing Date	Patent or Pub. No./ Date	Status
Techpack America Inc.	Container	United Kingdom	2096420 10/6/2000	2096420 12/19/2000	Granted
Albea Cosmetics America, Inc.*	Strip ejection closure (design)	Czech Republic	2000-32793	-	-
Techpack America Inc.	Strip ejection closure (design)	United Kingdom	2096253 3/29/2000	2096253 3/29/2000	Granted

Notes: Techpack America, Inc. now known as Albea Cosmetics America, Inc.
Cosmetech Mably International, LLC now known as Albea Beauty Solutions USA, LLC
* = legal owner Albea Cosmetics America, Inc.; registered owner Pechiney Plastic Packaging, Inc.


Schedule B

Trademarks

Owner	Mark	Country	App. No./ Filing Date	Reg. No./ Reg. Date	Status
Rexam Beauty and Closures Inc.	CRIMPLESS	U.S.	78/604481 4/8/2005	3178378 11/28/2006	Registered
Albea Cosmetics America, Inc.	GLAMASEAL	U.S.	73/478161 4/30/1984	1328506 4/2/1985	Registered
Albea Cosmetics America, Inc.	GLAMINATE	U.S.	73/412845 1/17/1972	0952964 2/13/1973	Registered
Techpack America, LLC	PACKFOCUS	U.S.	78/749399 11/8/2005	3320623 10/23/2007	Registered
Rexam Beauty and Closures Inc.	THE CRIMPLESS SYSTEM	U.S.	74/615020 12/27/1994	2014808 11/12/1996	Registered
Rexam Beauty and Closures Inc.	XD 11	U.S.	77/206175 6/14/2007	4038768 10/11/2011	Registered
Rexam Beauty and Closures Inc.	XD11 TWIST (Stylized) 	U.S.	79/102905 4/1/2011		Pending
Albea Cosmetics America, Inc.*	TUBOPLAST	Benelux	564143	R 25389	Registered
Rexam Beauty and Closures Inc.	XD 11	Brazil	829197702 6/21/2007		Pending
Rexam Beauty and Closures Inc.	XD 11	Brazil	829197699 6/21/2007		Pending
Rexam Beauty and Closures Inc.	XD 11	Brazil	829197672 6/21/2007		Pending
Techpack America, Inc.	GLAMASEAL	Canada	0531714 11/15/1984	TMA335478 12/24/1987	Registered
Rexam Beauty and Closures Inc.	XD 11	China	6557914 2/20/2008	6557914 5/28/2010	Registered
Rexam Beauty and Closures Inc.	XD11	China	6135232 6/28/2007	6135232 1/21/2010	Registered
Rexam Beauty and Closures Inc.	XD11	China	6135231 6/28/2007	6135231 1/21/2010	Registered
Rexam Beauty and Closures Inc.	XD11	China	6135230 6/28/2007	6135230 1/21/2010	Registered
Rexam Beauty and Closures Inc.	CRIMPLESS	CTM	004380549 4/8/2005	004380549 3/30/2006	Registered
Rexam Beauty and Closures Inc.	THE CRIMPLESS SYSTEM	CTM	00608562 8/5/1997	00608562 4/6/1999	Registered
Rexam Beauty and Closures Inc.	XD 11	CTM	005867221 4/30/2007	005867221 7/1/2008	Registered
Rexam Beauty and Closures Inc.	XD11 TWIST (Stylized) 	CTM	009698291 1/31/2011	009698291 10/19/2011	Registered

TRADEMARK

REEL: 004941 FRAME: 0185

Owner	Mark	Country	App. No./ Filing Date	Reg. No./ Reg. Date	Status
Albea Cosméticos America, Inc.*	CEBAL (LOGO)	Ecuador	132228 3/20/2003	25046 8/4/2003	Registered
Albea Cosmetics America, Inc.*	CEBAL (LOGO)	Ecuador	132230 3/20/2003	25048 8/14/2003	Registered
Albea Cosméticos America, Inc.*	CEBAL (LOGO)	Ecuador	132229 3/20/2003	25047 8/14/2003	Registered
Albea Cosméticos America, Inc.*	CEBAL AMERICAS (LOGO EN NOIR ET BLANC)	Ecuador	132225 3/20/2003	25043 8/14/2003	Registered
Albea Cosméticos America, Inc.*	CEBAL AMERICAS (LOGO EN NOIR ET BLANC)	Ecuador	132226 3/20/2003	25044 8/14/2003	Registered
Albea Cosméticos America, Inc.*	CEBAL AMERICAS (LOGO EN NOIR ET BLANC)	Ecuador	132227 3/20/2003	25045 8/14/2003	Registered
Techpack America, LLC	PACKFOCUS	France	05 3390197 11/7/2005	05 3390197	Registered
Rexum Beauty and Closures Inc.	XD11 TWIST	Int'l Register		1091617 4/1/2011	Registered
Albea Cosméticos America, Inc.*	TUBOPLAST	Israel	26430 9/9/1966	26430	Registered
Albea Cosméticos America, Inc.*	GLAMINATE	Peru	163400 10/1/2002	87686 3/31/2003	Registered
Albea Cosméticos America, Inc.*	TUBOPLAST & Design TUBOPLAST 	Switzerland	8055/1991 6/3/1993	P-404080 8/17/1993	Registered

Notes: Techpack America, Inc., previously known as Techpack America, LLC, now known as Albea Cosmetics America, Inc.

+ = legal owner Albea Cosmetics America, Inc.; registered owner American National Can Company

* = legal owner Albea Cosmetics America, Inc.; registered owner Pechiney Plastic Packaging, Inc.

Schedule C

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None