

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM466425

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Appvion, Inc.	FORMERLY Appleton Papers Inc.	03/16/2018	Corporation: DELAWARE

RECEIVING PARTY DATA

Name:	Wilmington Trust, National Association, as Administrative Agent
Street Address:	50 South Sixth Street, Suite 1290
City:	Minneapolis
State/Country:	MINNESOTA
Postal Code:	55402
Entity Type:	National Association: UNITED STATES

PROPERTY NUMBERS Total: 48

Property Type	Number	Word Mark
Registration Number:	2093635	LASERSNAP
Serial Number:	87418847	DUAL
Registration Number:	5249481	TRIUMPH
Serial Number:	87216588	OPTIMA
Registration Number:	5277729	OPTIMA
Registration Number:	5229014	DOCUCHECK
Registration Number:	4999987	TRIUMPH
Registration Number:	4994740	KABOOM!
Registration Number:	4792095	PERMACHECK
Registration Number:	4460189	APPLETON DIGITAL
Registration Number:	4615819	A APPVION
Registration Number:	4561380	A APPVION
Registration Number:	4491748	APPVION
Registration Number:	3476165	LINEMARK
Registration Number:	3169940	DOCUCHECK GHOST
Registration Number:	2987512	INSTANT REPLAY
Registration Number:	2933082	DOCUMARK
Registration Number:	3131845	THERMART
Registration Number:	2960835	MONDIAL MARK

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	2879977	ALPHA
Registration Number:	2787242	HEATSAFE
Registration Number:	2772409	PRESSPRO
Registration Number:	2960163	RÉSISTE
Registration Number:	2757017	TECHMARK
Registration Number:	2730105	APPLETON
Registration Number:	2774509	APPLETON COATED
Registration Number:	2602692	IMPEDE
Registration Number:	2802815	WHAT IDEAS CAN DO
Registration Number:	2556953	ECARBONLESS
Registration Number:	2425100	POS PLUS
Registration Number:	2137772	TONERFUSE
Registration Number:	2112800	
Registration Number:	2086442	
Registration Number:	2084804	APPLETON PAPERS
Registration Number:	2155258	DOCUCHECK BASIC
Registration Number:	2155259	DOCUCHECK WATERMARK
Registration Number:	1995462	ECOGUARD
Registration Number:	2051395	WAVEX
Registration Number:	2022561	ULTIMARK
Registration Number:	1981668	E THE SEAL OF EXCELLENCE.
Registration Number:	2037533	DOCUCHECK
Registration Number:	1989113	DOCUCHECK
Registration Number:	2019512	E
Registration Number:	1856253	SECURATHERM
Registration Number:	1743930	XERO/FORM
Registration Number:	1665465	RECOVER
Registration Number:	1587789	INTEGRA
Registration Number:	1542493	POLYTHERM

CORRESPONDENCE DATA

Fax Number: 4159848701

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: 415-984-8932

Email: mparks@omm.com

Correspondent Name: Maiah Parks, Esq.

Address Line 1: O'Melveny & Myers LLP

Address Line 2: 2 Embarcadero Center, 28th Floor

Address Line 4: San Francisco, CALIFORNIA 94111

TRADEMARK

REEL: 006296 FRAME: 0471

ATTORNEY DOCKET NUMBER:	281800-54
NAME OF SUBMITTER:	Alexandra C. Echery
SIGNATURE:	/ace/
DATE SIGNED:	03/20/2018

Total Attachments: 77

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**TRADEMARK COLLATERAL AGREEMENT
(SHORT-FORM)**

TRADEMARK COLLATERAL AGREEMENT (this “**Agreement**”), dated as of March 16, 2018, made by each of the signatories hereto (together with any other entity that may become a party hereto as provided herein, the “**Grantors**”), in favor of Wilmington Trust, National Association, as Administrative Agent (in such capacity, the “**Administrative Agent**”), for the banks, financial institutions and other entities (the “**Lenders**”) from time to time parties to the Superpriority Senior Debtor-in-Possession Credit Agreement, dated as of the date hereof (as amended, restated, supplemented and/or otherwise modified from time to time, the “**Credit Agreement**”), among Appvion, Inc., a Delaware corporation (the “**Borrower**”), Paperweight Development Corp., a Wisconsin corporation (“**Holdings**”), certain Subsidiaries of the Borrower party thereto, the Administrative Agent and the Lenders.

Reference is made to the Guarantee and Collateral Agreement dated as of the date hereof (as amended, supplemented or otherwise modified from time to time, the “**Collateral Agreement**”), among the Grantors, certain Subsidiaries of the Borrower thereto and the Administrative Agent. Borrower and each of the other Grantors will derive substantial benefits from the extension of credit to the Borrower pursuant to the Credit Agreement and is willing to execute and deliver this Agreement in order to induce the Lenders to extend such credit. Accordingly, the parties hereto agree as follows:

Section 1. Terms. Capitalized terms used in this Agreement and not otherwise defined herein have the meanings specified in the Collateral Agreement.

Section 2. Grant of Security Interest. As security for the payment or performance, as the case may be, in full of the Obligations, each Grantor, pursuant to and in accordance with the Collateral Agreement, did and hereby does grant to the Administrative Agent, its successors and assigns, for the benefit of the Lenders, a security interest in, all right, title and interest of each such Grantor in or to any and all of the following assets and properties now owned or at any time hereafter acquired by such Grantor or in which such Grantor now has or at any time in the future may acquire any right, title or interest (collectively, the “**Trademark Collateral**”); provided that no security interest shall attach to any such Trademark Collateral if and for so long as the grant of such security interest would result in the abandonment, invalidation, unenforceability or termination of such Trademark Collateral; and provided further that such security interest shall attach immediately at such time as the condition causing such abandonment, invalidation, unenforceability or termination shall be remedied:

- (i) all trademarks, trade names, corporate names, company names, business names, fictitious business names, trade styles, service marks, logos and other source or business identifiers, and all goodwill associated therewith, now existing or hereafter adopted or acquired, all registrations and recordings thereof, and all applications in connection therewith, in the United States Patent and Trademark Office including, without limitation, as referred to in Schedule I and
- (ii) the right to obtain all extensions and renewals thereof.

Notwithstanding the foregoing, the Trademark Collateral shall not include any “intent-to-use” applications for trademark or service mark registrations filed pursuant to Section 1(b) of the Lanham Act, 15 U.S.C. Section 1051, unless and until an Amendment to Allege

Use or a Statement of Use under Section 1(c) or Section 1(d) of the Lanham Act has been filed, to the extent that any assignment of an “intent-to-use” application prior to such filing would violate the Lanham Act or cause the trademark that is the subject thereof to be invalidated or abandoned. It is the intent of the parties that this Agreement grants a security interest in the Trademark Collateral and is not intended to be, and shall not be deemed to be, an assignment of the Trademark Collateral.

Section 3. Termination. This Agreement is made to secure the satisfactory performance and payment of the Obligations. This Agreement and the security interests granted hereby shall terminate with respect to all of a Grantor’s Obligations and any Lien arising therefrom shall be automatically released upon termination of the Collateral Agreement or release of such Grantor’s obligations thereunder. The Administrative Agent shall, in connection with any termination or release herein or under the Collateral Agreement, execute and deliver to any Grantor as such Grantor may reasonably request, an instrument in writing releasing the security interest in the Trademark Collateral acquired under this Agreement. Additionally, upon such satisfactory performance or payment, the Administrative Agent shall reasonably cooperate with any efforts made by a Grantor to make of record or otherwise confirm such satisfaction including, but not limited to, the release and/or termination of this Agreement and any security interest in, to or under the Trademark Collateral.

Section 4. Supplement to the Collateral Agreement. The security interests granted to the Administrative Agent herein are granted in furtherance, and not in limitation of, the security interests granted to the Administrative Agent pursuant to the Collateral Agreement. Each Grantor hereby acknowledges and affirms that the rights and remedies of the Administrative Agent with respect to the Trademark Collateral and other similar collateral are more fully set forth in the Collateral Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein. In the event of any conflict between the terms of this Agreement and the Collateral Agreement, the terms of the Collateral Agreement shall govern.

Section 5. Entire Agreement. This Agreement, along with the Collateral Agreement, sets forth the entire understanding of the parties with respect to the Trademark Collateral. Except as expressly provided herein, the Collateral Agreement is not modified or otherwise affected hereby and remains in full force and effect.

[Signatures on following page]

IN WITNESS WHEREOF, the parties hereto have duly executed this Agreement as of the day and year first above written.

APPVION, INC., a Delaware corporation,
as Grantor

By: 

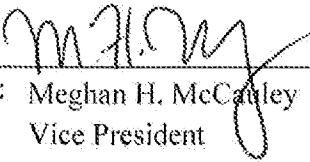
Name: Kevin M. Giligan

Title: Chief Executive Officer

[SIGNATURE PAGE TO TRADEMARK COLLATERAL AGREEMENT]

TRADEMARK
REEL: 006296 FRAME: 0476

WILMINGTON TRUST, NATIONAL ASSOCIATION,
as Administrative Agent

By: 
Name: Meghan H. McCauley
Title: Vice President


[SIGNATURE PAGE TO TRADEMARK COLLATERAL AGREEMENT]

TRADEMARK
REEL: 006296 FRAME: 0477

**Schedule I to
Trademark Collateral Agreement (Short-Form)**

Recorded Owner	Jurisdiction	Trademark	Application Number	Application Date	Registration Number	Registration Date	Status	Assignment Information
Appleton Papers Inc. Wisconsin Corporation P O Box 359 Appleton Wisconsin 54912-0359 Tel.: 920-991-8661	State Wisconsin	<i>Design Only</i>				Reg 01-Dec-2010	Registered (WI)	
Appleton Papers Inc. Corporation 825 East Wisconsin Avenue Appleton Wisconsin 54911 Tel.: 920-991-8661	State Wisconsin	Royale Cross References: Royal				Reg 09-Jul-2003	Registered (WI)	
Appleton Papers Inc. Corporation 825 East Wisconsin Avenue	State Wisconsin	Avario				Reg 13-Mar-2002	Registered (WI)	

Appleton Wisconsin 54911 Tel.: 920-991- 8661	State Wisconsin	Allura							
Appleton Papers Inc. Delaware Corporation 825 East Wisconsin Avenue Appleton Wisconsin 54911 Tel.: 920-991- 8661	State Wisconsin	Ecarbonless Cross References: E Carbon Less						Reg 18-Jul-2001	Registered (WI)
Appleton Papers Inc. Corporation 825 E. Wisconsin Avenue Appleton Wisconsin 54912-0359 Renewed: 18- Aug-2010	State Wisconsin	Appleton						Reg 16-Aug- 2000	Renewed (Registered) (WI)
Appleton Papers Inc. Corporation 825 E. Wisconsin	State Wisconsin	Appleton						Reg 27-Oct-1999	Registered (WI)

<p>Avenue Appleton Wisconsin 54911 Tel.: 920-734-9841</p>							<p>Registered (WI)</p>	
<p>Appleton Papers Inc. Corporation 825 E. Wisconsin Avenue Appleton Wisconsin 54911 Tel.: 920-734-9841</p>	<p>State Wisconsin</p>	<p>Appleton Papers </p>				<p>Reg 27-Oct-1999</p>	<p>Registered (WI)</p>	
<p>Appleton Papers Inc. Delaware Corporation 825 E. Wisconsin Avenue Appleton Wisconsin 54911 Tel.: 920-734-9841</p>	<p>State Wisconsin</p>	<p>Lucence</p>				<p>Reg 21-Oct-1998</p>	<p>Registered (WI)</p>	
<p>Appleton Papers Inc. Delaware Corporation 825 E.</p>	<p>State Wisconsin</p>	<p>Success Resources</p>				<p>Reg 11-Mar-1998</p>	<p>Renewed (Registered) (WI)</p>	

Wisconsin Avenue Appleton Wisconsin 54911 Tel.: (920) 991-7024 Renewed: 11-Mar-2008									
Appleton Papers, Inc. Delaware Corporation P O Box 359 Appleton Wisconsin 54912-0359 Tel.: 920-991-8661	State Wisconsin	Pos Plus					Reg 18-Aug-2010	Registered (WI)	
Appleton Papers, Inc. Wisconsin Corporation P O Box 359 Appleton Wisconsin 54912-0359 Tel.: 920-991-8661	State Wisconsin	Appleton					Reg 24-Mar-2010	Registered (WI)	
Appleton Papers, Inc. Delaware	State Wisconsin	Encapsys					Reg 07-Oct-2009	Registered (WI)	

<p>Corporation 825 E. Wisconsin Avenue, (Po Box 359, Appleton, WI, 54912-0359) Appleton Wisconsin 54911 Tel.: (920) 991- 8661</p>										
<p>Appleton Papers, Inc. Corporation 825 East Wisconsin Ave. Appleton Wisconsin 54911 Tel.: 920-991- 8661</p>	State Wisconsin	What Ideas Can Do						Reg 11-Dec- 2002	Registered (WI)	
<p>Appleton Papers, Inc. Corporation 825 East Wisconsin Avenue Appleton Wisconsin 54911 Tel.: 920-991- 8661</p>	State Wisconsin	Forgebloc Cross References: Forge Block						Reg 07-Aug- 2002	Registered (WI)	
<p>Appleton Papers, Inc.</p>	State Wisconsin	Pos Plus						Reg 19-Jan-2000	Registered (WI)	

Delaware Corporation 825 E. Wisconsin Avenue Appleton Wisconsin 54912-0359											
Appvion, Inc. Corporation 825 E. Wisconsin Avenue Appleton Wisconsin 54911 Tel.: 920-991-8661	State Wisconsin	A							Reg 16-Apr-2014	Registered (WI)	
Appvion, Inc. Corporation 825 E. Wisconsin Avenue Appleton Wisconsin 54911 Tel.: 920-991-8661	State Wisconsin	A							Reg 16-Apr-2014	Registered (WI)	
Appvion, Inc. Corporation 825 E. Wisconsin Avenue	State Wisconsin	A							Reg 16-Apr-2014	Registered (WI)	

Appleton Wisconsin 54911 Tel.: 920-991- 8661									
Appvion, Inc. Delaware Corporation 825 E. Wisconsin Avenue Appleton Wisconsin 54911 Tel.: 920-991- 8661	State Wisconsin	Appvion					Reg 30-Oct-2013	Registered (WI)	
Appvion, Inc. Fka Appleton Papers, Inc. Corporation 825 East Wisconsin Avenue Appleton Wisconsin 54911 Renewed: 18- Feb-2014	State Wisconsin	Documark					Reg 18-Feb- 2004	Renewed (Registered) (WI)	
Appleton Papers Inc. Delaware Corporation 825 East Wisconsin	United States	Lasersnap Cross References: Laser Snap	App 75057309	App 09-Feb- 1996	Reg 2093635	Reg 02-Sep- 1997	Renewed (Registered)	Brief: Security Interest Recorded: 07-Oct-2009 Reel/Frame: 4074/0937 Assignor: Appleton Papers Inc. Delaware Corporation	

Appleton, Wisconsin, 54911								Signed: 30-Sep-2009 Assignee: U.S. Bank National Association, As Collateral Agent United States National Association Ep-Mn-Ws3c 60 Livingston Avenue St. Paul, Minnesota, 55107-2292
Appvion, Inc. Delaware Corporation 825 E. Wisconsin Avenue, Po Box 359	United States	Dual DUAL	App 87418847	App 20-Apr- 2017			Pending Intent To Use	
Appvion, Inc. Delaware Corporation 825 E. Wisconsin Avenue, Po Box 359	United States	Triumph TRIUMPH	App 87225395	App 03-Nov- 2016	Reg 5249481	Reg 25-Jul-2017	Registered	


Law Department Appleton, Wisconsin, 549120359	United States	Optima OPTIMA	App 87216588	App 26-Oct- 2016			Pending Intent To Use	
Appvion, Inc. Delaware Corporation 825 E. Wisconsin Avenue, Po Box 359 Law Department Appleton, Wisconsin, 549120359	United States	Optima OPTIMA	App 87078566	App 21-Jun- 2016	Reg 5277729	Reg 29-Aug- 2017	Registered	
Appvion, Inc. Delaware Corporation 825 E. Wisconsin Ave.	United States	Docu Check Security Papers By Appvion 	App 86909985	App 17-Feb- 2016	Reg 5229014	Reg 20-Jun-2017	Registered	

Po Box 359 Law Department Appleton, Wisconsin, 549120359	United States	Triumph TRIUMPH	App 86718063	App 07-Aug-2015	Reg 4999987	Reg 12-Jul-2016	Registered	Reel/Frame: 5844/0650 Conveyance: Security Interest Recorded: 08/01/2016 Exec Dt: 08/01/2016 Assignor: Appvion, Inc. Entity Type: Corporation Citizenship: Delaware Assignee: Jefferies Finance Llc
Appvion, Inc. Delaware Corporation 825 E. Wisconsin Avenue, P.O. Box 359 Law Department Appleton, Wisconsin,	United States	Kaboom! Cross References: Kaboom KABOOM!	App 86687681	App 09-Jul-2015	Reg 4994740	Reg 05-Jul-2016	Registered	Reel/Frame: 5844/0650 Conveyance: Security Interest Recorded: 08/01/2016 Exec Dt: 08/01/2016 Assignor: Appvion, Inc. Entity Type: Corporation Citizenship: Delaware Assignee: Jefferies Finance Llc

549120359							520 Madison Avenue New York, New York 10022 Entity Type: Limited Liability Company Citizenship: Delaware
Appvion, Inc. Delaware Corporation 825 E. Wisconsin Avenue, P.O. Box 359 Law Department Appleton, Wisconsin, 549120359	United States	Pennachuck	App 86976480	App 05-Mar- 2014	Reg 4792095	Reg 11-Aug- 2015	Registered Reel/Frame: 5781/0461 Recorded: 04/29/2016 Security Interest Assignor: Appvion, Inc. Exec Dt: 03/23/2016 Entity Type: Corporation Citizenship: Delaware Assignee: Jefferies Finance Llc 520 Madison Avenue, 19th Floor New York, New York 10022 Entity Type: Limited Liability Company Citizenship: New York 19103 Reel/Frame: 5781/0468 Recorded: 04/29/2016 Conveyance: Security Interest Assignors: Appvion, Inc. Exec Dt: 03/23/2016 Entity Type: Corporation

<p>Appvion, Inc. Delaware Corporation P.O. Box 359 825 W. Wisconsin Avenue Appleton, Wisconsin, 549120359</p>	<p>United States</p>	<p>Appleton Digital APPLETON Digital</p>	<p>App 85855183</p>	<p>App 20-Feb-2013</p>	<p>Reg 4460189</p>	<p>Reg 31-Dec-2013</p>	<p>Registered</p>	<p>Citizenship: Delaware Paperweight Development Corp. Exec Dt: 03/23/2016 Entity Type: Corporation Citizenship: Wisconsin Assignee: U.S. Bank National Association 60 Livingston Avenue St. Paul, Minnesota 55107 Entity Type: National Banking Association Citizenship: United States Reel/Frame: 5157/0716 Brief: Second Lien Trademark Collateral Agreement Recorded: 19-Nov-2013 Assignor: Appvion, Inc. Corporation Assignor: Paperweight Development Corp. Corporation Signed: 19-Nov-2013</p>
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**TRADEMARK
REEL: 006296 FRAME: 0491**

<p>Appvion, Inc. Delaware Corporation 825 E. Wisconsin Avenue, P.O. Box 359 Appleton, Wisconsin, 549120359</p>	<p>United States</p>	<p>A Appvion </p>	<p>App 85767053</p>	<p>App 30-Oct-2012</p>	<p>Reg 4615819</p>	<p>Reg 07-Oct-2014</p>	<p>Registered</p>	<p>Assignor: Appvion, Inc. Delaware Corporation Signed: 08-Apr-2014 Assignee: Jefferies Finance Llc Delaware Limited Liability Company 520 Madison Avenue New York, New York, 10022</p>
								<p>Reel/Frame: 5157/0716 Brief: Second Lien Trademark Collateral Assignor: Appvion, Inc. Corporation Assignor: Paperweight Development Corp. Corporation Signed: 19-Nov-2013 Agreement Recorded: 19-Nov-2013 Assignee: U. S. Bank National Association United States National</p>


Association
60 Livingston Avenue
St. Paul, Minnesota,
55107-2292

**Brief: Trademark
Collateral Agreement
Recorded: 21-Nov-2013
Reel/Frame: 5158/0975**

Assignor:
Appvion, Inc.
Delaware Corporation
Signed: 19-Nov-2013
Correspondent:
Jennifer Dewolf Paine
Proskauer Rose Llp
Eleven Times Square
New York, Ny 10036-
8299

Assignee:
Jefferies Finance Llc
Delaware Limited
Liability Company
520 Madison Avenue,
19th Floor
New York, New York,
10022

Brief: Security Interest	Recorded: 29-May-2015	Reel/Frame: 5525/0795	Assignor:	Paperweight Development Corp.	Wisconsin Corporation	Assignor:	Appvion, Inc.	Delaware Corporation	Signed: 29-May-2015				
Assignee:	U. S. Bank National Association	United States National Association	60 Livingston Avenue	St. Paul, Minnesota, 55107	Brief: Security Interest	Recorded: 29-May-2015	Reel/Frame: 5525/0808	Assignor:	Paperweight Development Corp.	Wisconsin Corporation	Assignor:	Appvion, Inc.	Delaware Corporation

<p>Appvion, Inc. Delaware Corporation 825 E. Wisconsin Ave, Po Box 359 Appleton, Wisconsin, 549120359</p>	<p>United States</p>	<p>A Appvion</p> 	<p>App 85981922</p>	<p>App 30-Oct-2012</p>	<p>Reg 4561380</p>	<p>Reg 01-Jul-2014</p>	<p>Registered</p>	<p>Signed: 29-May-2015 Assignee: Jefferies Finance Llc New York Limited Liability Company 520 Madison Avenue, 19th Floor New York, New York, 10022</p>
								<p>Reel/Frame: 5525/0795 Recorded: 05/29/2015 Conveyance: Security Interest Assignors: Paperweight Development Corp. Exec Dt: 05/29/2015 Entity Type: Corporation Citizenship: Wisconsin Appvion, Inc. Exec Dt: 05/29/2015 Entity Type: Corporation Citizenship: Delaware Assignee: U.S. Bank National Association 60 Livingston Avenue St. Paul, Minnesota 55107 Entity Type: National</p>

							Registered	<p>Association Citizenship: United States Reel/Frame: 5525/0808 Recorded: 05/29/2015 Conveyance: Security Interest Assignors: Paperweight Development Corp. Exec Dt: 05/29/2015 Entity Type: Corporation Citizenship: Wisconsin Appvion, Inc. Exec Dt: 05/29/2015 Entity Type: Corporation Citizenship: Delaware Assignee: Jefferies Finance Llc 520 Madison Avenue, 19th Floor New York, New York 10022 Entity Type: Limited Liability Company Citizenship: New York</p>
Appvion, Inc. 825 E. Wisconsin Ave P. O. Box 359 Appleton, Wisconsin	United States	Appvion APPVION	App 85612163	App 30-Apr-2012	Reg 4491748	Reg 04-Mar-2014		<p>Brief: Second Lien Trademark Collateral Agreement Recorded: 19-Nov-2013 Reel/Frame: 5157/0716</p>

54912-0359							<p>Assignor: Appvion, Inc. Corporation</p> <p>Assignor: Paperweight Development Corp. Corporation</p> <p>Signed: 19-Nov-2013</p>	<p>Assignor: Appvion, Inc. Delaware Corporation Signed: 19-Nov-2013</p> <p>Assignee: Jefferies Finance Llc Delaware Limited Liability Company 520 Madison Avenue, 19th Floor New York, New York, 10022</p> <p>Brief: Trademark Collateral Agreement Recorded: 21-Nov-2013 Reel/Frame: 5158/0975</p> <p>Brief: Security Interest Recorded: 29-May-2015 Reel/Frame: 5525/0795</p>
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								Assignor: Paperweight Development Corp. Wisconsin Corporation Assignor: Appvion, Inc. Delaware Corporation Signed: 29-May-2015
								Brief: Security Interest Recorded: 29-May-2015 Reel/Frame: 5525/0808
								Assignee: U. S. Bank National Association United States National Association 60 Livingston Avenue St. Paul, Minnesota, 55107
								Assignor: Paperweight Development Corp. Wisconsin Corporation Assignor: Appvion, Inc. Delaware Corporation Signed: 29-May-2015 Assignee: Jefferies Finance Llc

<p>Appvion, Inc. Delaware Corporation 825 E. Wisconsin Avenue, P.O. Box 359 Appleton, Wisconsin, 54912-0359</p>	<p>United States</p>	<p>Linemark Cross References: Line Mark LINEMARK</p>	<p>App 77356691</p>	<p>App 20-Dec-2007</p>	<p>Reg 3476165</p>	<p>Reg 29-Jul-2008</p>	<p>Registered</p>	<p>New York Limited Liability Company 520 Madison Avenue, 19th Floor New York, New York, 10022</p>
								<p>Brief: Trademark Collateral Agreement Recorded: 03-Jul-2013 Reel/Frame: 5063/0609</p> <p>Assignor: Appvion, Inc. Delaware Corporation</p> <p>Assignor: Paperweight Development Corp. Wisconsin Corporation Signed: 28-Jun-2013</p> <p>Assignee: Jefferies Finance Llc Delaware Limited Liability Company 520 Madison Avenue New York, New York, 10022</p> <p>Brief: Second Lien Trademark Collateral Agreement</p>

							<p>Recorded: 19-Nov-2013 Reel/Frame: 5157/0716</p>
<p>Appvion, Inc. Delaware Corporation 825 E. Wisconsin Avenue, P. O. Box 359 Appleton, Wisconsin, 54912-0359</p>	<p>United States</p>	<p>Docucheck Ghost DOCUCHECK GHOST</p>	<p>App 78602211</p>	<p>App 05-Apr-2005</p>	<p>Reg 3169940</p>	<p>Reg 07-Nov-2006</p>	<p>Renewed (Registered)</p>
<p>Brief: Trademark Collateral Agreement Recorded: 03-Jul-2013 Reel/Frame: 5063/0609</p> <p>Assignor: Appvion, Inc. Delaware Corporation Assignor: Paperweight Development</p>	<p>Assignee: U. S. Bank National Association United States National Association 60 Livingston Avenue St. Paul, Minnesota, 55107-2292</p> <p>Paperweight Development Corp. Corporation Signed: 19-Nov-2013</p>						

								Corp. Wisconsin Corporation Signed: 28-Jun-2013 Assignee: Jefferies Finance Llc Delaware Limited Liability Company 520 Madison Avenue New York, New York, 10022 Brief: Second Lien Trademark Collateral Agreement Recorded: 19-Nov-2013 Reel/Frame: 5157/0716 Assignor: Appvion, Inc. Corporation Assignor: Paperweight Development Corp. Corporation Signed: 19-Nov-2013 Assignee: U.S. Bank National Association United States National Association
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							Renewed (Registered)	60 Livingston Avenue St. Paul, Minnesota, 55107-2292
Appvion, Inc. Delaware Corporation 825 E. Wisconsin Avenue, P.O. Box 359 Appleton, Wisconsin, 54912-0359	United States	Instant Replay INSTANT REPLAY	App 78432653	App 09-Jun- 2004	Reg 2987512	Reg 23-Aug- 2005		Brief: Trademark Collateral Agreement Recorded: 03-Jul-2013 Reel/Frame: 5063/0609 Assignor: Appvion, Inc. Delaware Corporation Assignor: Paperweight Development Corp. Wisconsin Corporation Signed: 28-Jun-2013 Assignee: Jefferies Finance Llc Delaware Limited Liability Company 520 Madison Avenue New York, New York, 10022 Brief: Second Lien Trademark Collateral Agreement Recorded: 19-Nov-2013 Reel/Frame: 5157/0716

**TRADEMARK
REEL: 006296 FRAME: 0502**

							<p>Assignor: Appvion, Inc. Corporation Assignor: Paperweight Development Corp. Corporation Signed: 19-Nov-2013</p>	<p>Assignee: U. S. Bank National Association United States National Association 60 Livingston Avenue St. Paul, Minnesota, 55107-2292</p>
<p>Appvion, Inc. Delaware Corporation 825 E. Wisconsin Avenue, P. O. Box 359 Appleton, Wisconsin, 54912-0359</p>	<p>United States</p>	<p>Documark DOOCUMARK</p>	<p>App 78367122</p>	<p>App 12-Feb- 2004</p>	<p>Reg 2933082</p>	<p>Reg 15-Mar- 2005</p>	<p>Renewed (Registered)</p>	<p>Brief: Trademark Collateral Agreement Recorded: 03-Jul-2013 Reel/Frame: 5063/0609 Assignor: Appvion, Inc. Delaware Corporation Assignor: Paperweight Development Corp. Wisconsin Corporation Signed: 28-Jun-2013</p>

Appvion, Inc. Delaware Corporation 825 E. Wisconsin Avenue, P.O. Box 359 Appleton, Wisconsin, 54912-0359	United States	Thernart	App 78297150	App 08-Sep-2003	Reg 3131845	Reg 22-Aug-2006	Renewed (Registered)	Brief: Trademark Collateral Agreement Recorded: 03-Jul-2013 Reel/Frame: 5063/0609 Assignor: Appvion, Inc. Delaware Corporation Assignor: Paperweight Development Corp. Wisconsin Corporation Signed: 28-Jun-2013 Assignee: Jefferies Finance Llc Delaware Limited Liability Company 520 Madison Avenue New York, New York, 10022
								Brief: Second Lien Trademark Collateral Agreement Recorded: 19-Nov-2013 Reel/Frame: 5157/0716 Assignor:

<p>Appvion, Inc. Corporation 825 E. Wisconsin Avenue, P.O. Box 359 Appleton, Wisconsin, 54912-0359</p>	<p>United States</p>	<p>Monodial Mark Translation: World</p>	<p>App 78215246</p>	<p>App 14-Feb-2003</p>	<p>Reg 2960835</p>	<p>Reg 07-Jun-2005</p>	<p>Renewed (Registered)</p>	<p>Appvion, Inc. Corporation Assignor: Paperweight Development Corp. Corporation Signed: 19-Nov-2013 Assignee: U.S. Bank National Association United States National Association 60 Livingston Avenue St. Paul, Minnesota, 55107-2292</p>
<p>Appvion, Inc. Corporation 825 E. Wisconsin Avenue, P.O. Box 359 Appleton, Wisconsin, 54912-0359</p>	<p>United States</p>	<p>Monodial Mark Translation: World</p>	<p>App 78215246</p>	<p>App 14-Feb-2003</p>	<p>Reg 2960835</p>	<p>Reg 07-Jun-2005</p>	<p>Renewed (Registered)</p>	<p>Brief: Trademark Collateral Agreement Recorded: 03-Jul-2013 Reel/Frame: 5063/0609 Assignor: Appvion, Inc. Delaware Corporation Assignor: Paperweight Development Corp. Wisconsin Corporation Signed: 28-Jun-2013</p>

Appvion, Inc. Delaware Corporation 825 E. Wisconsin Avenue, P. O. Box 359 Appleton, Wisconsin, 54912-0359	United States	Alpha	App 76384973	App 20-Mar- 2002	Reg 2879977	Reg 31-Aug- 2004	Renewed (Registered)	Brief: Trademark Collateral Agreement Recorded: 03-Jul-2013 Reel/Frame: 5063/0609 Assignor: Appvion, Inc. Delaware Corporation Assignor: Paperweight Development Corp. Wisconsin Corporation Signed: 28-Jun-2013 Assignee: Jefferies Finance Llc Delaware Limited Liability Company 520 Madison Avenue New York, New York, 10022 Brief: Second Lien Trademark Collateral Agreement Recorded: 19-Nov-2013 Reel/Frame: 5157/0716 Assignor: Appvion, Inc. Corporation
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<p>Appvion, Inc. Delaware Corporation 825 E. Wisconsin Avenue, P.O. Box 359 Appleton, Wisconsin, 54912-0359</p>	<p>United States</p>	<p>Heatsafe Cross References: Heat Safe</p>	<p>App 76372735</p>	<p>App 20-Feb-2002</p>	<p>Reg 2787242</p>	<p>Reg 25-Nov-2003</p>	<p>Renewed (Registered)</p>	<p>Assignor: Paperweight Development Corp. Corporation Signed: 19-Nov-2013 Assignee: U. S. Bank National Association United States National Association 60 Livingston Avenue St. Paul, Minnesota, 55107-2292</p>
								<p>Brief: Trademark Collateral Agreement Recorded: 03-Jul-2013 Reel/Frame: 5063/0609 Assignor: Appvion, Inc. Delaware Corporation Assignor: Paperweight Development Corp. Wisconsin Corporation Signed: 28-Jun-2013 Assignee: Jefferies Finance Llc Delaware Limited</p>

Appvion, Inc. Delaware Corporation	United States	Presspro	App 76372738	App 20-Feb-2002	Reg 2772409	Reg 07-Oct-2003 (Renewed (Registered))	Liability Company 520 Madison Avenue New York, New York, 10022 Brief: Second Lien Trademark Collateral Agreement Recorded: 19-Nov-2013 Reel/Frame: 5157/0716 Assignor: Appvion, Inc. Corporation Assignor: Paperweight Development Corp. Corporation Signed: 19-Nov-2013 Assignee: U.S. Bank National Association United States National Association 60 Livingston Avenue St. Paul, Minnesota, 55107-2292
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825 E.
Wisconsin
Avenue, P. O.
Box 359
Appleton,
Wisconsin,
54912-0359

								Reel/Frame: 5063/0609
								Assignor: Appvion, Inc. Delaware Corporation Assignor: Paperweight Development Corp. Wisconsin Corporation Signed: 28-Jun-2013
								Assignee: Jefferies Finance Llc Delaware Limited Liability Company 520 Madison Avenue New York, New York, 10022
								Brief: Second Lien Trademark Collateral Agreement Recorded: 19-Nov-2013 Reel/Frame: 5157/0716
								Assignor: Appvion, Inc. Corporation Assignor: Paperweight Development Corp.

<p>Appvion, Inc. Delaware Corporation 825 E. Wisconsin Avenue, P. O. Box 359 Appleton, Wisconsin, 54912-0359</p>	<p>United States</p>	<p>Résiste Cross References: Resiste, Resist RÉSISTE</p>	<p>App 76450463</p>	<p>App 20-Feb-2002</p>	<p>Reg 2960163</p>	<p>Reg 07-Jun-2005</p>	<p>Renewed (Registered)</p>	<p>Corporation Signed: 19-Nov-2013 Assignee: U. S. Bank National Association United States National Association 60 Livingston Avenue St. Paul, Minnesota, 55107-2292 Brief: Trademark Collateral Agreement Recorded: 03-Jul-2013 Reel/Frame: 5063/0609 Assignee: New England Extrusions, Inc. Massachusetts Corporation 18 Industrial Blvd. Turner Falls, Massachusetts, 01376 Assignor: Appvion, Inc. Delaware Corporation Assignor: Paperweight Development</p>
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								<p>Corp. Wisconsin Corporation Signed: 28-Jun-2013</p> <p>Assignee: Jefferies Finance Llc Delaware Limited Liability Company 520 Madison Avenue New York, New York, 10022</p> <p>Brief: Second Lien Trademark Collateral Agreement</p> <p>Recorded: 19-Nov-2013 Recel/Frame: 5157/0716</p> <p>Assignor: Appvion, Inc. Corporation</p> <p>Assignor: Paperweight Development Corp. Corporation Signed: 19-Nov-2013</p> <p>Assignor: U.S. Bank National Association Minnesota Corporation</p>
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**TRADEMARK
REEL: 006296 FRAME: 0513**

<p>Appvion, Inc. Delaware Corporation 825 E. Wisconsin Avenue, P. O. Box 359 Appleton, Wisconsin, 54912-0359</p>	<p>United States</p>	<p>Technmark</p>	<p>App 76296148</p>	<p>App 08-Aug- 2001</p>	<p>Reg 2757017</p>	<p>Reg 26-Aug- 2003</p>	<p>Renewed (Registered)</p>	<p>Signed: 19-Nov-2013 Brief: Release By Secured Party Recorded: 20-Nov-2013 Reel/Frame: 5157/0904 Correspondent: William L. Bartow 1650 Market Street, Suite 4900 Philadelphia, Pa 19103 Assignee: Appleton Papers Inc. Delaware Corporation 825 East Wisconsin Avenue Appleton, Wisconsin, 54911 Brief: Trademark Collateral Agreement Recorded: 03-Jul-2013 Reel/Frame: 5063/0609 Assignor: Appvion, Inc. Delaware Corporation Assignor: Paperweight Development Corp. Wisconsin Corporation Signed: 28-Jun-2013</p>
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									<p>Assignee: Jefferies Finance Llc Delaware Limited Liability Company 520 Madison Avenue New York, New York, 10022</p> <p>Brief: Second Lien Trademark Collateral Agreement Recorded: 19-Nov-2013 Reel/Frame: 5157/0716</p> <p>Assignor: Appvion, Inc. Corporation</p> <p>Assignor: Paperweight Development Corp. Corporation Signed: 19-Nov-2013</p> <p>Assignee: U.S. Bank National Association United States National Association 60 Livingston Avenue St. Paul, Minnesota.</p>
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							Renewed (Registered)	55107-2292
Appvion, Inc. Delaware Corporation Attn: Law Dept 825 E. Wisconsin Ave., Po Box 359 Appleton, Wisconsin, 54912-0359	United States	Appleton APPLETON	App 76264905	App 31-May-2001	Reg 2730105	Reg 24-Jun-2003		Brief: Trademark Collateral Agreement Recorded: 03-Jul-2013 Reel/Frame: 5063/0609 Assignor: Appvion, Inc. Delaware Corporation Assignor: Paperweight Development Corp. Wisconsin Corporation Signed: 28-Jun-2013 Assignee: Jefferies Finance Llc Delaware Limited Liability Company 520 Madison Avenue New York, New York, 10022 Brief: Second Lien Trademark Collateral Agreement Recorded: 19-Nov-2013 Reel/Frame: 5157/0716 Assignor: Appvion, Inc.

**TRADEMARK
REEL: 006296 FRAME: 0516**

							<p>Corporation Assignor: Paperweight Development Corp. Corporation Signed: 19-Nov-2013</p> <p>Assignee: U. S. Bank National Association United States National Association 60 Livingston Avenue St. Paul, Minnesota. 55107-2292</p>	
<p>Appvion, Inc. Delaware Corporation 825 E. Wisconsin Avenue, P.O. Box 359 Appleton, Wisconsin, 54912-0359</p>	<p>United States</p>	<p>Appleton Coated</p>	<p>App 76244959</p>	<p>App 23-Apr- 2001</p>	<p>Reg 2774509</p>	<p>Reg 21-Oct-2003</p>	<p>Renewed (Registered) Partial Section 2(F)</p>	<p>Brief: Trademark Collateral Agreement Recorded: 03-Jul-2013 Reel/Frame: 5063/0609</p> <p>Assignor: Appvion, Inc. Delaware Corporation Assignor: Paperweight Development Corp. Wisconsin Corporation Signed: 28-Jun-2013</p> <p>Assignee:</p>

Appvion, Inc.	United States	Impede	App 76228628	App 22-Mar-	Reg 2602692	Reg 30-Jul-2002	Renewed	<p>Jefferies Finance Llc Delaware Limited Liability Company 520 Madison Avenue New York, New York, 10022 Brief: Second Lien Trademark Collateral Agreement Recorded: 19-Nov-2013 Reel/Frame: 5157/0716</p> <p>Assignor: Appvion, Inc. Corporation</p> <p>Assignor: Paperweight Development Corp. Corporation Signed: 19-Nov-2013</p> <p>Assignee: U.S. Bank National Association United States National Association 60 Livingston Avenue St. Paul, Minnesota, 55107-2292</p> <p>Brief: Trademark</p>
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<p>Delaware Corporation 825 E. Wisconsin Avenue, P.O. Box 359 Appleton, Wisconsin, 54912-0359</p>		<p>IMPEDE</p>		<p>2001</p>			<p>(Registered)</p>	<p>Collateral Agreement Recorded: 03-Jul-2013 Reel/Frame: 5063/0609</p> <p>Assignor: Appvion, Inc. Delaware Corporation</p> <p>Assignor: Paperweight Development Corp. Wisconsin Corporation Signed: 28-Jun-2013</p> <p>Assignee: Jefferies Finance Llc Delaware Limited Liability Company 520 Madison Avenue New York, New York, 10022</p> <p>Brief: Second Lien Trademark Collateral Agreement Recorded: 19-Nov-2013 Reel/Frame: 5157/0716</p> <p>Assignor: Appvion, Inc. Corporation</p> <p>Assignor:</p>
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**TRADEMARK
REEL: 006296 FRAME: 0519**

							<p>Paperweight Development Corp. Corporation Signed: 19-Nov-2013</p> <p>Assignee: U.S. Bank National Association United States National Association 60 Livingston Avenue St. Paul, Minnesota, 55107-2292</p>
<p>Appvion, Inc. Delaware Corporation 825 E. Wisconsin Avenue, P.O. Box 359 Appleton, Wisconsin, 54912-0359</p>	<p>United States</p>	<p>What Ideas Can Do</p>	<p>App 76168328</p>	<p>App 20-Nov-2000</p>	<p>Reg 2802815</p>	<p>Reg 06-Jan-2004</p>	<p>Renewed (Registered)</p>
							<p>Brief: Trademark Collateral Agreement Recorded: 03-Jul-2013 Reel/Frame: 5063/0609</p> <p>Assignor: Appvion, Inc. Delaware Corporation Assignor: Paperweight Development Corp. Wisconsin Corporation Signed: 28-Jun-2013 Assignee: Jefferies Finance Llc Delaware Limited Liability Company</p>

**TRADEMARK
REEL: 006296 FRAME: 0520**

							<p>520 Madison Avenue New York, New York, 10022</p> <p>Brief: Second Lien Trademark Collateral Agreement</p> <p>Recorded: 19-Nov-2013 Reel/Frame: 5157/0716</p>
<p>Appvion, Inc. Delaware Corporation</p>	<p>United States</p>	<p>Ecarbonless Cross References: E Carbon Less</p>	<p>App 75896050</p>	<p>App 13-Jan- 2000</p>	<p>Reg 2556953</p>	<p>Reg 02-Apr- 2002</p>	<p>Renewed (Registered)</p>
<p>Brief: Trademark Collateral Agreement Recorded: 03-Jul-2013</p>		<p>Assignee: U. S. Bank National Association United States National Association 60 Livingston Avenue St. Paul, Minnesota, 55107-2292</p>	<p>Assignor: Appvion, Inc. Corporation Assignor: Paperweight Development Corp. Corporation Signed: 19-Nov-2013</p>				

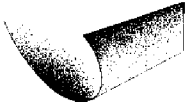
<p>825 E. Wisconsin Avenue, P. O. Box 359 Appleton, Wisconsin, 54912-0359</p>								<p>Reel/Frame: 5063/0609 Assignor: Appvion, Inc. Delaware Corporation Assignor: Paperweight Development Corp. Wisconsin Corporation Signed: 28-Jun-2013 Assignee: Jefferies Finance Llc Delaware Limited Liability Company 520 Madison Avenue New York, New York, 10022 Brief: Second Lien Trademark Collateral Agreement Recorded: 19-Nov-2013 Reel/Frame: 5157/0716 Assignor: Appvion, Inc. Corporation Assignor: Paperweight Development Corp. Corporation</p>
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<p>Signed: 19-Nov-2013</p> <p>Assignee: U.S. Bank National Association United States National Association 60 Livingston Avenue St. Paul, Minnesota, 55107-2292</p>	Renewed (Registered)	Reg 30-Jan-2001	Reg 2425100	App 13-Jan-2000	App 75896051	Pos Plus	United States	<p>Appvion, Inc. Delaware Corporation 825 E. Wisconsin Avenue, P.O. Box 359 Appleton, Wisconsin, 54912-0359</p>
<p>Brief: Trademark Collateral Agreement Recorded: 03-Jul-2013 Reel/Frame: 5063/0609</p> <p>Assignor: Appvion, Inc. Delaware Corporation Assignor: Paperweight Development Corp. Wisconsin Corporation Signed: 28-Jun-2013</p> <p>Assignee: Jefferies Finance Llc Delaware Limited Liability Company 520 Madison Avenue New York, New York, 10022</p>								

							Renewed (Registered)	<p>Brief: Second Lien Trademark Collateral Agreement Recorded: 19-Nov-2013 Reel/Frame: 5157/0716</p> <p>Assignor: Appvion, Inc. Corporation</p> <p>Assignor: Paperweight Development Corp. Corporation</p> <p>Signed: 19-Nov-2013</p> <p>Assignee: U. S. Bank National Association</p> <p>United States National Association 60 Livingston Avenue St. Paul, Minnesota, 55107-2292</p>
Appvion, Inc. Delaware Corporation 825 E. Wisconsin Avenue, P.O.	United States	Tonerfuse Cross References: Toner Fuse	App 75053445	App 05-Feb- 1996	Reg 2137772	Reg 17-Feb- 1998		<p>Brief: Trademark Collateral Agreement Recorded: 03-Jul-2013 Reel/Frame: 5063/0609</p> <p>Assignor: Appvion, Inc.</p>

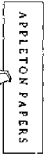
Box 359
Appleton,
Wisconsin,
54912-0359

									Delaware Corporation
									Assignor:
									Paperweight Development
									Corp.
									Wisconsin Corporation
									Signed: 28-Jun-2013
									Assignee:
									Jefferies Finance Llc
									Delaware Limited
									Liability Company
									520 Madison Avenue
									New York, New York,
									10022
									Brief: Second Lien
									Trademark Collateral
									Agreement
									Recorded: 19-Nov-2013
									Reel/Frame: 5157/0716
									Assignor:
									Appvion, Inc.
									Corporation
									Assignor:
									Paperweight Development
									Corp.
									Corporation
									Signed: 19-Nov-2013
									Assignee:
									U.S. Bank National

<p>Association United States National Association 60 Livingston Avenue St. Paul, Minnesota, 55107-2292</p>		<p>Renewed (Registered)</p>	<p>Reg 11-Nov- 1997</p>	<p>Reg 2112800</p>	<p>App 06-Dec- 1995</p>	<p>App 75028257</p>	<p><i>Design Only</i></p> 	<p>United States</p>	<p>Appvion, Inc. Delaware Corporation 825 E. Wisconsin Avenue, P.O. Box 359 Appleton, Wisconsin, 54912-0359</p>
<p>Brief: Trademark Collateral Agreement Recorded: 03-Jul-2013 Reel/Frame: 5063/0609</p> <p>Assignor: Appvion, Inc. Delaware Corporation</p> <p>Assignor: Paperweight Development Corp. Wisconsin Corporation Signed: 28-Jun-2013</p> <p>Assignee: Jefferies Finance Llc Delaware Limited Liability Company 520 Madison Avenue New York, New York, 10022</p> <p>Brief: Second Lien Trademark Collateral Agreement</p>									

<p>Appvion, Inc. Delaware Corporation 825 E. Wisconsin Avenue, P. O. Box 359 Appleton, Wisconsin, 54912-0359</p>	<p>United States</p>	<p><i>Design Only</i></p> 	<p>App 75026304</p>	<p>App 01-Dec-1995</p>	<p>Reg 2086442</p>	<p>Reg 05-Aug-1997</p>	<p>Renewed (Registered)</p>	<p>Recorded: 19-Nov-2013 Reel/Frame: 5157/0716 Assignor: Appvion, Inc. Corporation Assignor: Paperweight Development Corp. Corporation Signed: 19-Nov-2013 Assignee: U. S. Bank National Association United States National Association 60 Livingston Avenue St. Paul, Minnesota, 55107-2292</p>
<p>Appvion, Inc. Delaware Corporation 825 E. Wisconsin Avenue, P. O. Box 359 Appleton, Wisconsin, 54912-0359</p>	<p>United States</p>	<p><i>Design Only</i></p> 	<p>App 75026304</p>	<p>App 01-Dec-1995</p>	<p>Reg 2086442</p>	<p>Reg 05-Aug-1997</p>	<p>Renewed (Registered)</p>	<p>Brief: Trademark Collateral Agreement Recorded: 03-Jul-2013 Reel/Frame: 5063/0609 Assignor: Appvion, Inc. Delaware Corporation Assignor: Paperweight Development</p>

								<p>Corp. Wisconsin Corporation Signed: 28-Jun-2013</p> <p>Assignee: Jefferies Finance Llc Delaware Limited Liability Company 520 Madison Avenue New York, New York, 10022</p> <p>Brief: Second Lien Trademark Collateral Agreement Recorded: 19-Nov-2013 Reel/Frame: 5157/0716</p> <p>Assignor: Appvion, Inc. Corporation</p> <p>Assignor: Paperweight Development Corp. Corporation Signed: 19-Nov-2013</p> <p>Assignee: U. S. Bank National Association United States National Association 60 Livingston Avenue St. Paul, Minnesota.</p>
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							Renewed (Registered) Partial Section 2(F)	55107-2292 Brief: Trademark Collateral Agreement Recorded: 03-Jul-2013 Reel/Frame: 5063/0609
Appvion, Inc. Delaware Corporation 825 E. Wisconsin Avenue, P.O. Box 359 Appleton, Wisconsin, 54912-0359	United States		App 75026306	App 01-Dec-1995	Reg 2084804	Reg 29-Jul-1997		Assignor: Appvion, Inc. Delaware Corporation Assignor: Paperweight Development Corp. Wisconsin Corporation Signed: 28-Jun-2013 Assignee: Jefferies Finance Llc Delaware Limited Liability Company 520 Madison Avenue New York, New York, 10022 Brief: Second Lien Trademark Collateral Agreement Recorded: 19-Nov-2013 Reel/Frame: 5157/0716
								Assignor: Appvion, Inc.

**TRADEMARK
REEL: 006296 FRAME: 0529**

							<p>Corporation Assignor: Paperweight Development Corp. Corporation Signed: 19-Nov-2013</p>
<p>Appvion, Inc. Delaware Corporation 825 E. Wisconsin Avenue, P.O. Box 359 Appleton, Wisconsin, 54912-0359</p>	<p>United States</p>	<p>Docucheck Basic</p>	<p>App 75022678</p>	<p>App 21-Nov-1995</p>	<p>Reg 2155258</p>	<p>Reg 05-May-1998</p>	<p>Renewed (Registered)</p>
							<p>Brief: Trademark Collateral Agreement Recorded: 03-Jul-2013 Reel/Frame: 5063/0609</p> <p>Assignor: Appvion, Inc. Delaware Corporation</p> <p>Assignor: Paperweight Development Corp. Wisconsin Corporation Signed: 28-Jun-2013</p>

							<p>Assignee: Jefferies Finance Llc Delaware Limited Liability Company 520 Madison Avenue New York, New York, 10022</p>	<p>Brief: Second Lien Trademark Collateral Agreement Recorded: 19-Nov-2013 Reel/Frame: 5157/0716</p> <p>Assignor: Appvion, Inc. Corporation</p> <p>Assignor: Paperweight Development Corp. Corporation</p> <p>Signed: 19-Nov-2013</p>
<p>Appvion, Inc. Delaware Corporation 825 E. Wisconsin Avenue, P.O. Box 359 Appleton, Wisconsin,</p>	<p>United States</p>	<p>Docucheck Watermark</p>	<p>App 75022679</p>	<p>App 21-Nov- 1995</p>	<p>Reg 2155259</p>	<p>Reg 05-May- 1998</p>	<p>Renewed (Registered)</p>	<p>Brief: Trademark Collateral Agreement Recorded: 03-Jul-2013 Reel/Frame: 5063/0609</p> <p>Assignor: Appvion, Inc. Delaware Corporation</p> <p>Assignor:</p>

54912-0359

								<p>Paperweight Development Corp. Wisconsin Corporation Signed: 28-Jun-2013</p> <p>Assignee: Jefferies Finance Llc Delaware Limited Liability Company 520 Madison Avenue New York, New York, 10022</p> <p>Brief: Second Lien Trademark Collateral Agreement Recorded: 19-Nov-2013 Reel/Frame: 5157/0716</p> <p>Assignor: Appvion, Inc. Corporation</p> <p>Assignor: Paperweight Development Corp. Corporation Signed: 19-Nov-2013</p> <p>Assignee: U.S. Bank National Association United States National</p>
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							Renewed (Registered)	<p>Association 60 Livingston Avenue St. Paul, Minnesota, 55107-2292</p>
<p>Appvion, Inc. Delaware Corporation 825 E. Wisconsin Avenue, P.O. Box 359 Appleton, Wisconsin, 54912-0359</p>	United States	Ecoguard	App 74720888	App 22-Aug-1995	Reg 1995462	Reg 20-Aug-1996		<p>Brief: Trademark Collateral Agreement Recorded: 03-Jul-2013 Reel/Frame: 5063/0609</p> <p>Assignor: Appvion, Inc. Delaware Corporation</p> <p>Assignor: Paperweight Development Corp. Wisconsin Corporation Signed: 28-Jun-2013 10036-8299</p> <p>Assignee: Jefferies Finance Llc Delaware Limited Liability Company 520 Madison Avenue New York, New York, 10022</p> <p>Brief: Second Lien Trademark Collateral Agreement Recorded: 19-Nov-2013 Reel/Frame: 5157/0716</p>


							Renewed (Registered)	<p>Assignor: Appvion, Inc. Corporation</p> <p>Assignor: Paperweight Development Corp. Corporation</p> <p>Signed: 19-Nov-2013</p> <p>Assignee: U.S. Bank National Association United States National Association 60 Livingston Avenue St. Paul, Minnesota, 55107-2292</p>
<p>Appvion, Inc. Delaware Corporation 825 E. Wisconsin Avenue, P.O. Box 359 Appleton, Wisconsin, 54912-0359</p>	United States	Wavex	App 74669538	App 03-May-1995	Reg 2051395	Reg 08-Apr-1997		<p>Brief: Trademark Collateral Agreement Recorded: 03-Jul-2013 Reel/Frame: 5063/0609</p> <p>Assignor: Appleton Papers Inc. Delaware Corporation</p> <p>Appleton Papers, Inc. Wisconsin Corporation 825 E. Wisconsin Avenue Appleton, Wisconsin,</p>

							<p>Assignee: Jefferies Finance Llc Delaware Limited Liability Company 520 Madison Avenue New York, New York, 10022</p>
							<p>Brief: Second Lien Trademark Collateral Agreement</p>
							<p>Recorded: 19-Nov-2013 Reel/Frame: 5157/0716</p>
							<p>Assignor: Appvion, Inc. Corporation</p>
							<p>Assignor: Paperweight Development Corp. Corporation</p>
							<p>Signed: 19-Nov-2013</p>
							<p>Assignee: U. S. Bank National Association United States National Association 60 Livingston Avenue St. Paul, Minnesota,</p>

								55107-2292
Appvion, Inc. Delaware Corporation 825 E. Wisconsin Avenue, P.O. Box 359 Appleton, Wisconsin, 54912-0359	United States	Ullmark	App 74653674	App 17-Mar-1995	Reg 2022561	Reg 10-Dec-1996	Renewed (Registered)	Brief: Trademark Collateral Agreement Recorded: 03-Jul-2013 Reel/Frame: 5063/0609 Assignor: Appvion, Inc. Delaware Corporation Assignor: Paperweight Development Corp. Wisconsin Corporation Signed: 28-Jun-2013 Assignee: Jefferies Finance Llc Delaware Limited Liability Company 520 Madison Avenue New York, New York, 10022 Brief: Second Lien Trademark Collateral Agreement Recorded: 19-Nov-2013 Reel/Frame: 5157/0716 Assignor:

											<p>Appvion, Inc. Corporation Assignor: Paperweight Development Corp. Corporation Signed: 19-Nov-2013</p> <p>Assignee: U. S. Bank National Association United States National Association 60 Livingston Avenue St. Paul, Minnesota, 55107-2292</p> <p>Assignee: Appleton Papers Inc. Delaware Corporation 825 East Wisconsin Avenue Appleton, Wisconsin, 54911</p> <p>Brief: Trademark Collateral Agreement Recorded: 21-Nov-2013 Reel/Frame: 5158/0975</p>
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**TRADEMARK
REEL: 006296 FRAME: 0536**

<p>Assignor: Appvion, Inc. Delaware Corporation Signed: 19-Nov-2013</p> <p>Assignee: Jefferies Finance Llc Delaware Limited Liability Company 520 Madison Avenue, 19th Floor New York, New York, 10022</p>							<p>Assignor: Appvion, Inc. Delaware Corporation Signed: 28-Jun-2013</p>	<p>Brief: Trademark Collateral Agreement Recorded: 03-Jul-2013 Reel/Frame: 5063/0609</p>
<p>Appvion, Inc. Delaware Corporation 825 E. Wisconsin Avenue, P. O. Box 359 Appleton, Wisconsin, 54912-0359</p>	<p>United States</p>	<p>E The Seal Of Excellence.</p> 	<p>App 74581904</p>	<p>App 05-Oct- 1994</p>	<p>Reg 1981668</p>	<p>Reg 18-Jun-1996</p>	<p>Renewed (Registered)</p>	<p>Assignor: Appvion, Inc. Delaware Corporation Assignor: Paperweight Development Corp. Wisconsin Corporation Signed: 28-Jun-2013</p> <p>Assignee: Jefferies Finance Llc Delaware Limited</p>

							<p>Renewed (Registered)</p>	<p>Liability Company 520 Madison Avenue New York, New York, 10022 Brief: Second Lien Trademark Collateral Agreement Recorded: 19-Nov-2013 Reel/Frame: 5157/0716 Assignor: Appvion, Inc. Corporation Assignor: Paperweight Development Corp. Corporation Signed: 19-Nov-2013 Assignee: U. S. Bank National Association United States National Association 60 Livingston Avenue St. Paul, Minnesota, 55107-2292</p>
<p>Appvion, Inc. Delaware Corporation</p>	<p>United States</p>	<p>Docucheck</p>	<p>App 74581221</p>	<p>App 03-Oct- 1994</p>	<p>Reg 2037533</p>	<p>Reg 11-Feb- 1997</p>		<p>Brief: Trademark Collateral Agreement Recorded: 03-Jul-2013</p>

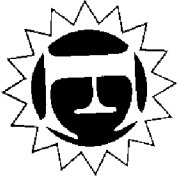
825 E.
Wisconsin
Avenue, P. O.
Box 359
Appleton,
Wisconsin,
54912-0359



								<p>Reel/Frame: 5063/0609</p> <p>Assignor: Appvion, Inc. Delaware Corporation</p> <p>Assignor: Paperweight Development Corp.</p> <p>Wisconsin Corporation</p> <p>Signed: 28-Jun-2013</p> <p>Assignee: Jefferies Finance Llc Delaware Limited Liability Company</p> <p>520 Madison Avenue New York, New York, 10022</p> <p>Brief: Second Lien Trademark Collateral Agreement</p> <p>Recorded: 19-Nov-2013</p> <p>Reel/Frame: 5157/0716</p> <p>Assignor: Appvion, Inc. Corporation</p> <p>Assignor: Paperweight Development Corp. Corporation</p>
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<p>Appvion, Inc. Delaware Corporation 825 E. Wisconsin Avenue, P. O. Box 359 Appleton, Wisconsin, 54912-0359</p>	<p>United States</p>	<p>Docucheck</p>	<p>App 74559314</p>	<p>App 10-Aug-1994</p>	<p>Reg 1989113</p>	<p>Reg 23-Jul-1996</p>	<p>Renewed (Registered)</p>	<p>Signed: 19-Nov-2013 Assignee: U. S. Bank National Association United States National Association 60 Livingston Avenue St. Paul, Minnesota, 55107-2292</p> <p>Brief: Trademark Collateral Agreement Recorded: 03-Jul-2013 Reel/Frame: 5063/0609</p> <p>Assignor: Appvion, Inc. Delaware Corporation</p> <p>Assignor: Paperweight Development Corp. Wisconsin Corporation Signed: 28-Jun-2013</p> <p>Assignee: Jefferies Finance Llc Delaware Limited Liability Company 520 Madison Avenue New York, New York, 10022</p>
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**TRADEMARK
REEL: 006296 FRAME: 0541**

<p>Brief: Second Lien Trademark Collateral Agreement Recorded: 19-Nov-2013 Reel/Frame: 5157/0716</p> <p>Assignor: Appvion, Inc. Corporation</p> <p>Assignor: Paperweight Development Corp. Corporation</p> <p>Signed: 19-Nov-2013</p> <p>Assignee: U.S. Bank National Association United States National Association 60 Livingston Avenue St. Paul, Minnesota, 55107-2292</p>							<p>Renewed (Registered)</p>	<p>Brief: Trademark Collateral Agreement Recorded: 03-Jul-2013 Reel/Frame: 5063/0609</p> <p>Assignor: Appvion, Inc.</p>
<p>Appvion, Inc. Delaware Corporation 825 E. Wisconsin Avenue, P.O. Box 359</p>	<p>United States</p>	<p>E</p> 	<p>App 74459804</p>	<p>App 19-Nov- 1993</p>	<p>Reg 2019512</p>	<p>Reg 26-Nov- 1996</p>		

<p>Appleton, Wisconsin, 54912-0359</p>								<p>Delaware Corporation Assignor: Paperweight Development Corp. Wisconsin Corporation Signed: 28-Jun-2013 Assignee: Jefferies Finance Llc Delaware Limited Liability Company 520 Madison Avenue New York, New York, 10022 Brief: Second Lien Trademark Collateral Agreement Recorded: 19-Nov-2013 Reel/Frame: 5157/0716 10153 Assignor: Appvion, Inc. Corporation Assignor: Paperweight Development Corp. Corporation Signed: 19-Nov-2013</p>
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<p>Appvion, Inc. Delaware Corporation 825 E. Wisconsin Avenue, P.O. Box 359 Appleton, Wisconsin, 54912-0359</p>	<p>United States</p>	<p>Securatherm</p>	<p>App 74356402</p>	<p>App 08-Feb-1993</p>	<p>Reg 1856253</p>	<p>Reg 27-Sep-1994</p>	<p>Renewed (Registered)</p>	<p>Assignee: U.S. Bank National Association United States National Association 60 Livingston Avenue St. Paul, Minnesota, 55107-2292</p>
								<p>Brief: Trademark Collateral Agreement Recorded: 03-Jul-2013 Reel/Frame: 5063/0609</p> <p>Assignor: Appvion, Inc. Delaware Corporation</p> <p>Assignor: Paperweight Development Corp. Wisconsin Corporation Signed: 28-Jun-2013</p> <p>Assignee: Jefferies Finance Llc Delaware Limited Liability Company 520 Madison Avenue New York, New York, 10022</p> <p>Brief: Second Lien</p>

<p>Appvion, Inc. Delaware Corporation 825 E. Wisconsin Avenue, P.O. Box 359 Appleton, Wisconsin,</p>	<p>United States</p>	<p>Xero/Form</p>	<p>App 74237127</p>	<p>App 13-Jan-1992</p>	<p>Reg 1743930</p>	<p>Reg 29-Dec-1992</p>	<p>Renewed (Registered)</p>	<p>Trademark Collateral Agreement Recorded: 19-Nov-2013 Reel/Frame: 5157/0716 Assignor: Appvion, Inc. Corporation Assignor: Paperweight Development Corp. Signed: 19-Nov-2013 Assignee: U.S. Bank National Association United States National Association 60 Livingston Avenue St. Paul, Minnesota, 55107-2292</p>
<p>Brief: Trademark Collateral Agreement Recorded: 03-Jul-2013 Reel/Frame: 5063/0609 Assignor: Appvion, Inc. Delaware Corporation Assignor: Paperweight Development</p>								

54912-0359

									Corp. Wisconsin Corporation Signed: 28-Jun-2013
									Assignee: Jefferies Finance Llc Delaware Limited Liability Company 520 Madison Avenue New York, New York, 10022
									Brief: Second Lien Trademark Collateral Agreement Recorded: 19-Nov-2013 Reel/Frame: 5157/0716
									Assignor: Appvion, Inc. Corporation Assignor: Paperweight Development Corp. Corporation Signed: 19-Nov-2013
									55107-2292
									Assignor: U. S. Bank National

							Renewed (Registered) Intent To Use Application	Association Minnesota Corporation Signed: 19-Nov-2013
Appvion, Inc. Delaware Corporation 825 E. Wisconsin Avenue, P.O. Box 359 Appleton, Wisconsin, 54912-0359	United States	Recover	App 74032744	App 26-Feb-1990	Reg 1665465	Reg 19-Nov-1991		Brief: Trademark Collateral Agreement Recorded: 03-Jul-2013 Reel/Frame: 5063/0609 Assignor: Appvion, Inc. Delaware Corporation Assignor: Paperweight Development Corp. Wisconsin Corporation Signed: 28-Jun-2013 Assignee: Jefferies Finance Llc Delaware Limited Liability Company 520 Madison Avenue New York, New York, 10022 Brief: Second Lien Trademark Collateral Agreement Recorded: 19-Nov-2013 Reel/Frame: 5157/0716

<p>Appvion, Inc. Delaware Corporation 825 E. Wisconsin Avenue, P. O. Box 359 Appleton, Wisconsin, 54912-0359</p>	<p>United States</p>	<p>Integra</p>	<p>App 73818573</p>	<p>App 10-Aug-1989</p>	<p>Reg 1587789</p>	<p>Reg 20-Mar-1990</p>	<p>Renewed (Registered)</p>	<p>Assignor: Appvion, Inc. Corporation Assignor: Paperweight Development Corp. Corporation Signed: 19-Nov-2013 Assignee: U. S. Bank National Association United States National Association 60 Livingston Avenue St. Paul, Minnesota, 55107-2292</p>
								<p>Brief: Trademark Collateral Agreement Recorded: 03-Jul-2013 Reel/Frame: 5063/0609 Assignor: Appvion, Inc. Delaware Corporation Assignor: Paperweight Development Corp. Wisconsin Corporation Signed: 28-Jun-2013</p>

											<p>Assignee: Jefferies Finance Llc Delaware Limited Liability Company 520 Madison Avenue New York, New York, 10022 Brief: Second Lien Trademark Collateral Agreement Recorded: 19-Nov-2013 Reel/Frame: 5157/0716</p> <p>Assignor: Appvion, Inc. Corporation Assignor: Paperweight Development Corp. Corporation Signed: 19-Nov-2013</p> <p>Assignee: U. S. Bank National Association United States National Association 60 Livingston Avenue St. Paul, Minnesota, 55107-2292</p>
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<p>Appvion, Inc. Delaware Corporation 825 E. Wisconsin Avenue, P.O. Box 359 Appleton, Wisconsin, 54912-0359</p>	<p>United States</p>	<p>Polytherm</p>	<p>App 73736617</p>	<p>App 27-Jun-1988</p>	<p>Reg 1542493</p>	<p>Reg 06-Jun-1989</p>	<p>Renewed (Registered)</p>	<p>Brief: Trademark Collateral Agreement Recorded: 03-Jul-2013 Reel/Frame: 5063/0609 Assignor: Appvion, Inc. Delaware Corporation Assignor: Paperweight Development Corp. Wisconsin Corporation Signed: 28-Jun-2013</p>
								<p>Assignee: Jefferies Finance Llc Delaware Limited Liability Company 520 Madison Avenue New York, New York, 10022 Brief: Second Lien Trademark Collateral Agreement Recorded: 19-Nov-2013 Reel/Frame: 5157/0716 Assignor: Appvion, Inc. Corporation Assignor:</p>

