

MAN 1/18/00

02-11-2000

Form PTO-1594  
1-31-92



SHEET  
JLY

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

101266349

To the Honorable Commissioner of Patents and Trademarks, the attached original documents or copy thereof.

1. Name of conveying party(ies): **200 JAN 18 AM 11:30**  
**Corporate Express, Inc.**  
 Individuals  Association  
 General Partnership  Limited Partnership  
 Corporation - State: Colorado  
 Other \_\_\_\_\_  
 Additional name(s) of conveying party(ies) attached?  Yes  No

**OPR/FINANCE**

2. Name and address of receiving party(ies):  
 Name: Bankers Trust Company  
 Internal Address: \_\_\_\_\_  
 Street Address: 130 Liberty Street  
 City: New York State: New York ZIP: 10006  
 Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation- New York  
 Other \_\_\_\_\_  
 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)  
 Additional name(s) & address(es) attached?  Yes  No

3. Nature of conveyance:  
 Assignment  Merger  
 Security Interest  Change of Name  
 Other \_\_\_\_\_  
 Execution Date: October 26, 1999

4. Application number(s) or registration number(s):  
 A. Trademark Application No.(s)  
 Additional numbers attached?  Yes  No

Trademark Registration No.(s)  
**Please see attached Schedule A**

5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name Brian Jaenicke, Legal Assistant  
 Internal Address: White & Case LLP  
 Street Address: 1155 Avenue of the Americas  
 City: New York State: NY ZIP: 10036

6. Total number of applications and registration involved: 27  
 7. Total fee (37 CFR 3.41): ..... \$ 690.00  
 Enclosed  
 Authorized to be charged to deposit account, in case of deficiency  
 8. Deposit account number: \_\_\_\_\_  
 (23-1705 in case of deficiency)  
 (Attach duplicate copy of this page if paying by deposit account)

**DO NOT USE THIS SPACE**

9. Statement and signature.  
*To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.*  
 Brian T. Jaenicke \_\_\_\_\_  
 Name of Person Signing Signature Date  
 \_\_\_\_\_ 1/13/2000  
 Total number of pages comprising cover sheet: 1

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

**Commissioner of Patents and Trademarks  
Box Assignments  
Washington, D.C. 20231**

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

02/10/2000 TEMPL 00000253 2137352 40.00 DP 650.00 DP 01 FC:401 02 FC:402

LIST OF MARKS

Mark	Registration (Application) Number	Registration (Application) Date
CORPORATE EXPRESS	1,606,908	July 17, 1990
CORPORATE EXPRESS	2,127,359	January 6, 1998
CORPORATE EXPRESS	2,132,583	January 27, 1998
CORPORATE EXPRESS	1,719,176	September 22, 1992
CORPORATE EXPRESS	2,130,484	January 20, 1998
CORPORATE EXPRESS	2,132,521	January 27, 1998
OMNISOURCE	1,607,844	July 24, 1990
EARTH SAVER	1,931,821	October 31, 1995
EXPRESSCAN	1,894,477	May 16, 1995
PINE TREE (logo)	1,937,967	November 28, 1995
E Δ WAY (logo)	2,080,151	July 15, 1997
AMERICA'S CORPORATE SUPPLIER	2,019,585	November 26, 1996
ORDERING THE EXPRESS AND DESIGN WAY	2,078,066	July 8, 1997
EXP	1,903,563	July 4, 1995
YOUR CORPORATE SUPPLIER	2,087,041	August 12, 1997
EXPRESS NOW	2,104,732	October 14, 1997
ONE COMPANY, ONE SOURCE	2,134,228	February 3, 1998
ONE COMPANY, ONE SOURCE	2,138,612	February 24, 1998
THE WORLD'S CORPORATE SUPPLIER	2,137,352	February 17, 1998

THE WORLD'S CORPORATE SUPPLIER	2,137,352	February 17, 1998
E-WAY	2,060,018	May 6, 1997
EXP (logo)	75/194,936	November 8, 1996
E-WAY	2,148,682 (S/N: 75/141,238)	April 7, 1998
EXPRESS NOW	2,183,250 (S/N: 75/067,602)	August 25, 1998
ISIS	75/039,742	January 3, 1996
SMARTONER	1,682,560	April 14, 1992
EXP	2,055,623	April 22, 1997

**ASSIGNMENT OF SECURITY INTEREST  
IN UNITED STATES TRADEMARKS AND PATENTS**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, CORPORATE EXPRESS, INC., a Colorado corporation (the "Assignor") with principal offices at One Environmental Way, Broomfield, Colorado, hereby assigns and grants to BANKERS TRUST COMPANY, as Collateral Agent, with principal offices at 130 Liberty Street, New York, New York 10006 (the "Assignee"), a security interest in (i) all of the Assignor's right, title and interest in and to the United States trademarks, trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, (ii) all of the Assignor's rights, title and interest in and to the United States patents and pending patent applications (the "Patents") set forth on Schedule B attached hereto, in each case together with (iii) all Proceeds (as such term is defined in the Security Agreement referred to below) and products of the Marks and Patents, (iv) the goodwill of the businesses with which the Marks are associated and (v) all causes of action arising prior to or after the date hereof for infringement of any of the Marks and Patents or unfair competition regarding the same.

THIS ASSIGNMENT OF SECURITY INTEREST is made to secure the satisfactory performance and payment of all the Obligations of the Assignor, as such term is defined in the Security Agreement among the Assignor, the other assignors from time to time party thereto and the Assignee, dated as of October 26, 1999 (as amended from time to time, the "Security Agreement"). Upon the occurrence of the Termination Date (as defined in the Security Agreement), the Assignee shall, upon such satisfaction, execute, acknowledge, and deliver to the Assignor an instrument in writing releasing the security interest in the Marks and Patents acquired under this Assignment of Security Interest.

This Assignment of Security Interest has been granted in conjunction with the security interest granted to the Assignee under the Security Agreement. The rights and remedies of the Assignee with respect to the security interest granted herein are without prejudice to, and are in addition to those 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 Assignment of Security Interest are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

IN WITNESS WHEREOF, the undersigned have executed this Assignment of Security Interest as of the 26th day of October, 1999.

CORPORATE EXPRESS, INC.,  
as Assignor

By \_\_\_\_\_

Name: *Richard Millett*

Title: *Vice President*

BANKERS TRUST COMPANY,  
as Collateral Agent, Assignee

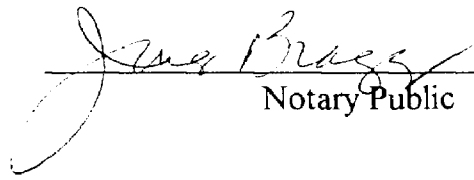
By \_\_\_\_\_

Name: **GREGORY SHEFRIN**

Title: **PRINCIPAL**

STATE OF NEW YORK        )  
  ) ss.:  
COUNTY OF NEW YORK    )

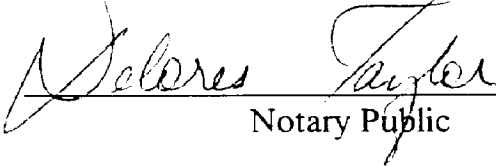
On this 26th day of October 28 1999, before me personally came  
Greg Shekin who, being by me duly sworn, did state as follows: that [s]he  
is \_\_\_\_\_ of BANKERS TRUST COMPANY that [s]he is authorized to execute  
the foregoing Assignment of Security Interest on behalf of said company and that [s]he did so by  
authority of the Board of Directors of said company.

  
\_\_\_\_\_  
Notary Public

JAMES BRAGG  
Notary Public, State of New York  
No. 01886005423  
Qualified in New York County  
Commission Expires April 13, 2000

STATE OF NEW YORK        )  
  ) ss.:  
COUNTY OF NEW YORK    )

On this 28th day of October, 1999, before me personally came Richard Millett who, being by me duly sworn, did state as follows: that [s]he is Vice President of CORPORATE EXPRESS, INC., that [s]he is authorized to execute the foregoing Assignment of Security Interest on behalf of said corporation and that [s]he did so by authority of the Board of Directors of said corporation.

  
\_\_\_\_\_  
Notary Public

DELORES TAYLOR  
Notary Public, State of New York  
No. 01TA6010553  
Qualified in Nassau County  
Certificate Filed in New York County  
Commission Expires July 20, 2000