

Form PTO-1594 (rev 3/1) **RECORDATION FORM COVER SHEET TRADEMARKS ONLY** U. S. Department of Commerce Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

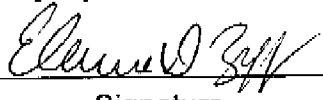
<p>1. Name of conveying party(ies):</p> <p>The Bank of New York, as successor in interest to United States Trust Company of New York, as trustee 101 Barclay Street New York, NY 10286</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation <input checked="" type="checkbox"/> Other – New York Banking Corporation Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and Address of receiving party(ies)</p> <p>Sweetheart Cup Company, Inc. 10100 Reisterstown road Owings Mills, MD 21117</p> <p><input type="checkbox"/> Individual(s) citizenship <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation - Delaware <input type="checkbox"/> Other</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input checked="" type="checkbox"/> Other – Release of Lien in Trademarks</p> <p>Execution Date: February 27, 2004</p>	

<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No(s). Please see attached.</p>	<p>B. Trademark Registration No(s). Please see attached.</p>
<p>Additional numbers attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>	

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Elaine D. Ziff, Esq. SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP Four Times Square New York, New York 10036</p>	<p>6. Total number of applications/registrations involved: 155</p> <p>7. Total fee (37 CFR 3.41) \$3890</p> <p><input checked="" type="checkbox"/> All fees and any deficiencies are authorized to be charged to Deposit Account (Our Ref. 074920/3)</p> <p>8. Deposit Account No. 19-2385</p>
---	--

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.

Elaine D. Ziff  March 19, 2004
Name Signature Date

Total number of pages including cover sheet, attachments, and document: **12**

CH \$3890.00 192385 74244608

Page 2

CONTINUATION OF ITEM 4. Trademark Application and Registration Numbers

A. Trademark Application No(s).	B. Trademark Registration No(s).
74244608	87365
74255873	171409
74347109	290396
74347110	377958
74366646	379130
74366647	386110
74366648	437193
	594615
	560074
	573143
	617933
	597788
	603781
	605647
	605648
	619714
	623241
	646959
	644971
	654599
	655302
	652696
	647686
	688061
	651877
	663624
	673004
	706149
	677443
	677444
	677526
	679381
	682989
	687650
	681588
	684146

	684147
	689274
	703727
	707654
	724048
	732001
	709796
	710392
	722418
	726398
	731688
	752714
	753111
	787091
	795103
	761897
	779253
	766939
	771663
	810821
	787101
	776401
	785005
	782968
	782570
	806553
	850828
	848982
	863297
	850839
	856993
	856994
	856995
	856996
	856819
	867135
	887952
	887326
	894091
	917451
	929283

	943855
	962978
	960685
	969580
	972996
	972997
	968966
	985580
	1003304
	971104
	982736
	989430
	983442
	995327
	998858
	1012218
	999683
	1002059
	991720
	1021491
	1006470
	1015969
	1018440
	1018844
	1054823
	1070564
	1044201
	1050416
	1065325
	1067724
	1078543
	1076460
	1077900
	1111323
	1080396
	1100795
	1127883
	1156421
	1146183
	1231303
	1247103

	1226011
	1304974
	1328448
	1405880
	1415024
	1407735
	1407736
	1479324
	1490194
	1440644
	1425017
	1421116
	1464601
	1483714
	1590928
	1590929
	1838692
	1604722
	1769337
	1622578
	1645689
	1649845
	1679447
	1731169
	1852422
	1833111
	1731170
	1733113
	1865264
	1860417

RELEASE OF LIEN IN TRADEMARKS

27th This RELEASE OF LIEN IN TRADEMARKS is given as of this day of February 2004 by The Bank of New York, a New York banking corporation, with its principal corporate trust office at 101 Barclay Street, New York, New York, 10286 (as successor in interest to United States Trust Company of New York), as the trustee for the holders of the Senior Secured Notes (as defined in the Security Agreement) ("Assignor"), in favor of Sweetheart Cup Company, Inc., a Delaware corporation, located at 10100 Reisterstown Road, Owings Mills, Maryland 21117 ("Assignee").

WHEREAS, pursuant to a Trademark Security Agreement dated as of August 30, 1993 (the "Security Agreement"), by and between Assignee and Assignor, Assignee granted a security interest in all of Assignee's right title and interest in and to all of Assignee's trademarks, trademark registrations, tradenames and trademark applications that, in each case, are now or hereafter filed with the U.S. Patent and Trademark Office, any similar office or agency of any state, territory or possession of the United States or any similar office or agency of Canada or used in the United States, any state, territory or possession thereof or Canada, including, without limitation, the trademark registrations and trademark applications listed on Schedule A attached hereto and made a part hereof, and (i) renewals thereof, (ii) all income, royalties, damages and payments due or payable with respect thereto, including, without limitation, payments under all licenses entered into in connection therewith and damages and payments for past or future infringements thereof, (iii) the right to sue for past, present and future infringements thereof, and (iv) all rights corresponding thereto throughout the world (all of the foregoing trademarks, trademark registrations, tradenames and trademark applications, together with the items described in clauses (i)-(iv) of this paragraph, the "Trademarks"), and the goodwill of Assignee's business connected with and symbolized by the Trademarks (collectively, with the Trademarks, the "Collateral"), to secure the payment of all Obligations (as defined in the Security Agreement);

WHEREAS, pursuant to the Security Agreement, Assignee granted Assignor a non-exclusive, assignable right and license under the Trademarks "License");

WHEREAS, the Security Agreement was recorded in the United States Patent and Trademark Office on September 8, 1993 at Reel 1033/Frame 74; and

WHEREAS, Assignee has paid all of the Obligations and Assignor desires to release its security interest in the Collateral and terminate the License.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby releases its security interest in the Collateral to Assignee, terminates the License and, without representation, warranty or recourse of any kind, reverts the Assignee with full title to the Collateral.

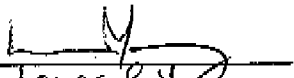
IN WITNESS WHEREOF, Assignor has caused this **RELEASE OF LIEN IN TRADEMARKS** to be duly executed as of the date above first written.

ASSIGNOR

THE BANK OF NEW YORK (as successor in interest to United States Trust Company of New York), as trustee

By: _____

Name:



Title:

Vice President

SCHEDULE A

Mark	Filing Date	Reg. Date	Reg No.	Serial No.
LILY	02/16/1912	07/09/1912	0087365	71061555
SUNSHINE	02/17/1923	08/07/1923	0171409	71176182
NESTRITE	04/23/1931	01/05/1932	0290396	71313712
SWEETHEART	12/04/1939	05/21/1940	0377958	71426211
SWEETHEART	01/24/1940	07/02/1940	0379130	71427815
HYGEIA	11/05/1940	03/25/1941	0386110	71437595
SWEETHEART	02/08/1947	03/09/1948	0437193	71517213
HYGEIA SIPPERS	08/06/1948	08/31/1954	0594615	71562932
EAT-IT-ALL	05/11/1949	06/17/1952	0560074	71578607
DUBLE HEDER	06/07/1951	04/14/1953	0573143	71614885
DIP-TOP	08/31/1953	12/20/1955	0617933	71652540
CONSTELLATION	01/26/1954	11/09/1954	0597788	71660114
LILY VEE	06/18/1954	03/29/1955	0603781	71668455
LILY	06/23/1954	05/10/1955	0605647	71668762
LILY	06/23/1954	05/10/1955	0605648	71668763
IT'S A HUM-DINGER	01/17/1955	01/24/1956	0619714	71680008
YOU'LL LOVE HUMDINGERS	05/11/1955	03/13/1956	0623241	71687298
SUNSHINE	07/09/1956	06/18/1957	0646959	72011766
SUNSHINE	07/09/1956	05/07/1957	0644971	72011767
SWEETHEART	09/11/1956	11/19/1957	0654599	72015474
SWEETHEART	09/11/1956	12/03/1957	0655302	72015475
SWEETHEART	09/11/1956	10/08/1957	0652696	72015476
SWEETHEART	09/11/1956	07/02/1957	0647686	72015477
TAKE-OUT	11/08/1956	11/10/1959	0688061	72018959
CHINA-COTE	12/17/1956	09/24/1957	0651877	72021171
HI-VI	01/30/1957	07/01/1958	0663624	72023489
PLASTI-SEAL	10/02/1957	01/27/1959	0673004	72038201
	01/08/1958	10/25/1960	0706149	72043621
HOKY-POKY	06/27/1958	04/21/1959	0677443	72054418
SKY-HI	06/27/1958	04/21/1959	0677444	72054419
"TRU-TASTE"	07/24/1958	04/28/1959	0677526	72055933
CRYSTALS	07/30/1958	05/26/1959	0679381	72056356
HONEY-ROLL	09/03/1958	08/04/1959	0682989	72058307
TRIPLE HEDER	09/03/1958	11/03/1959	0687650	72058308
EVERBEST	09/03/1958	07/07/1959	0681588	72058309
SUPER-KUP	09/03/1958	08/25/1959	0684146	72058310
SQUARE DEAL	09/03/1958	08/25/1959	0684147	72058311
GRIP TITE	09/04/1958	12/08/1959	0689274	72058355
SWEETHEART "TRU-TASTE"	11/10/1958	09/06/1960	0703727	72062205
GOLD SEAL PLASTIC				
GUILDWARE	01/27/1960	11/29/1960	0707654	72089762
SWEETHEART	01/27/1960	11/21/1961	0724048	72089764

Mark	Filing Date	Reg. Date	Reg No.	Serial No.
BANANA BOAT	01/27/1960	05/29/1962	0732001	72089765
POKY	05/13/1960	01/17/1961	0709796	72097079
GLITTERLINE	06/07/1960	01/31/1961	0710392	72098581
TASTE THE COFFEE NOT THE CUP	02/07/1961	10/03/1961	0722418	72113211
SANI-PAC	04/03/1961	01/16/1962	0726398	72117002
SKY DOME	06/20/1961	05/22/1962	0731688	72122440
	07/26/1962	07/16/1963	0752714	72149859
	07/26/1962	07/23/1963	0753111	72149860
GUILDWARE	01/11/1963	03/23/1965	0787091	72160562
SWEETHEART	01/11/1963	08/31/1965	0795103	72160563
FLEX-E-FILL	02/20/1963	12/24/1963	0761897	72163158
AIR-FLO	04/30/1963	11/03/1964	0779253	72167844
THERMALENE	05/13/1963	03/24/1964	0766939	72168777
	08/27/1963	06/23/1964	0771663	72175858
	12/27/1963	07/05/1966	0810821	72183694
TWIN FILLER	02/26/1964	03/23/1965	0787101	72187541
WHIRL CUPS	03/05/1964	09/08/1964	0776401	72188023
	07/23/1964	02/16/1965	0785005	72198426
PRESTIGE	07/31/1964	01/05/1965	0782968	72198983
GUILD	07/31/1964	12/29/1964	0782570	72198985
SAPPHIRE	04/01/1965	04/05/1966	0806553	72215523
CASUAL CUPS	03/02/1966	06/18/1968	0850828	72240038
LIQUI-FILL	06/29/1966	05/14/1968	0848982	72249259
DUB'L SEAL	01/19/1967	01/07/1969	0863297	72262873
EXECUTIVE PACK	06/26/1967	06/18/1968	0850839	72274781
	10/23/1967	09/17/1968	0856993	72283130
LILY	10/23/1967	09/17/1968	0856994	72283131
LILY	10/23/1967	09/17/1968	0856995	72283132
LILY	10/23/1967	09/17/1968	0856996	72283133
GRIPNEAT	12/01/1967	09/17/1968	0856819	72286018
LILYPAK	05/02/1968	03/25/1969	0867135	72297196
NUTTY BUDDY	05/22/1968	03/17/1970	0887952	72298839
SILENT SERVICE	05/07/1969	03/10/1970	0887326	72326603
SILENT SERVICE	10/08/1969	07/07/1970	0894091	72340203
MTRENE	12/03/1970	08/03/1971	0917451	72377715
PERMA-FLEX STRAW	04/21/1971	02/15/1972	0929283	72389753
XFOME	09/27/1971	10/03/1972	0943855	72403692
ALL AMERICAN	04/25/1972	07/03/1973	0962978	72422427
ZEST	05/12/1972	06/12/1973	0960685	72424093
GUILD FILLING MACHINE	05/22/1972	10/02/1973	0969580	72425109
STRIP-A-SIP	09/29/1972	11/13/1973	0972996	72437063
ZIP-A-SIP	09/29/1972	11/13/1973	0972997	72437064
DYNAMIC	10/30/1972	09/25/1973	0968966	72439790

Mark	Filing Date	Reg. Date	Reg No.	Serial No.
GOLDEN WEST	10/30/1972	06/04/1974	0985580	72439791
COPLEY SQUARE	11/24/1972	01/28/1975	1003304	72442150
HUM-DINGER	01/04/1973	10/23/1973	0971104	72445145
RAIN WASHED PASTELS	05/04/1973	04/30/1974	0982736	72456548
LILYWARE	05/17/1973	07/30/1974	0989430	72457813
FROOTY	05/22/1973	05/07/1974	0983442	72458313
HUM-DINGER	07/31/1973	10/08/1974	0995327	72464372
HUMDINGER	07/31/1973	11/19/1974	0998858	72464373
SIMPLE ELEGANCE	09/19/1973	06/03/1975	1012218	73001331
TROPYLCUPS	09/20/1973	12/17/1974	0999683	73001437
TEM TRAY	10/03/1973	01/21/1975	1002059	73002695
TEMP TRAY	10/03/1973	08/27/1974	0991720	73002696
GREAT FRIES	04/05/1974	09/30/1975	1021491	73018009
FUNDAY FARE	05/16/1974	03/11/1975	1006470	73021596
FUNDAY FARE	05/16/1974	07/15/1975	1015969	73021597
MOTHER GOOSE	08/29/1974	08/19/1975	1018440	73030684

Mark	Filing Date	Reg. Date	Reg No.	Serial No.
SPARKLES	08/29/1974	08/26/1975	1018844	73030685
LET'S DO IT TOGETHER	01/06/1975	12/21/1976	1054823	73041025
SWEETHEART SERVING SYSTEM	04/10/1975	08/02/1977	1070564	73049074
MONKEY METRICS	08/06/1975	07/20/1976	1044201	73059794
PLATTERDISH	11/03/1975	10/12/1976	1050416	73067874
SHAYNA	09/07/1976	05/10/1977	1065325	73099143
BUDGET CUP	09/27/1976	06/14/1977	1067724	73101307
NATURAL GOURMET	01/06/1977	11/29/1977	1078543	73111645
TROPLYLIDS	02/04/1977	11/01/1977	1076460	73114729
TRAVELID	03/28/1977	11/22/1977	1077900	73120593
IMAGE	04/11/1977	01/16/1979	1111323	73122392
FRENCH CANE	05/13/1977	12/27/1977	1080396	73126586
LILYLITE	11/23/1977	08/29/1978	1100795	73149748
DYNASTY	08/23/1978	12/18/1979	1127883	73183154
POKER DRAW	02/23/1979	06/02/1981	1156421	73204836
TROPHY	03/09/1979	01/20/1981	1146183	73206720
LOOKING GOOD	02/06/1981	03/15/1983	1231303	73295955
SBX	11/12/1981	08/02/1983	1247103	73336777
TULIP	03/08/1982	02/01/1983	1226011	73353547
DELI-VISION	04/07/1983	11/13/1984	1304974	73420433
GOOD DEAL COUPON	11/22/1983	04/02/1985	1328448	73453986
FUNDAY	02/04/1986	08/19/1986	1405880	73581192
FLEX-STRAW	02/04/1986	10/28/1986	1415024	73581196
BAY BRAND	02/04/1986	09/02/1986	1407735	73581233
SPRING FLOWER	02/11/1986	09/02/1986	1407736	73582365
FOOD PAC	03/31/1986	03/08/1988	1479324	73590689
GUARDIAN RING	03/31/1986	05/31/1988	1490194	73590690
FLEXSTYLE	04/11/1986	05/26/1987	1440644	73592832
INCREDIBLE CONE	04/11/1986	01/13/1987	1425017	784
STARLITE	05/22/1986	12/16/1986	1421116	73600186
TROPHY XL	11/10/1986	11/10/1987	1464601	73629767
THE AMERICAN DREAM CONE	12/19/1986	04/05/1988	1483714	73636233
LILY TULIP	03/20/1989	04/10/1990	1590928	73787544
LILY TULIP	03/20/1989	04/10/1990	1590929	73787545
	07/03/1989	06/07/1994	1838692	73810238
HIGHLIGHTS	11/20/1989	07/03/1990	1604722	74004049
MUNCHIE CUP	12/04/1989	05/04/1993	1769337	74012887
DUTCH COUNTRY	03/05/1990	11/13/1990	1622578	74034587
	03/06/1990	05/21/1991	1645689	74035472
	03/06/1990	07/02/1991	1649845	74035473
CENTER PIECE	03/25/1991	03/17/1992	1679447	74150550

Mark	Filing Date	Reg. Date	Reg No.	Serial No.
GUARDIAN CARRIER	02/10/1992		NONE	74244608
GALLERY	03/05/1992	11/10/1992	1731169	74252251
BASIX	03/05/1992	09/06/1994	1852422	74252252
FLEX-E-FORM	03/10/1992	04/26/1994	1833111	74254209
CLARITY	03/16/1992	11/10/1992	1731170	74255872
SHADES	03/16/1992		NONE	74255873
LUMINA	03/16/1992	11/17/1992	1733113	74255875
SWEETHEART SHELF	01/11/1993		NONE	74347109
EVIDENT				
SHELF EVIDENT	01/11/1993		NONE	74347110
FLEXGUARD	03/10/1993	11/29/1994	1865264	74366640
FLEX-SECURE	03/10/1993		NONE	74366646
SNAPAK	03/10/1993		NONE	74366647
MAX PAX	03/10/1993		NONE	74366648
PINNACLE	03/10/1993	10/25/1994	1860417	74366649

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

FOUR TIMES SQUARE
NEW YORK 10036-6522

TELEPHONE No.: (212) 735-3000
FACSIMILE No.: (212) 735-2000

EMAIL: bhendric@skadden.com

FACSIMILE TRANSMITTAL SHEET

FROM: Benjamin H. Hendrick
DIRECT DIAL: 212-735-5157
DIRECT FACSIMILE: 917-777-5157

DATE: March 19, 2004
FLOOR/OFFICE No.: 30-119
REFERENCE No.: 074920/3

THIS FACSIMILE IS INTENDED ONLY FOR USE OF THE ADDRESSEE(S) NAMED HEREIN AND MAY CONTAIN LEGALLY PRIVILEGED AND/OR CONFIDENTIAL INFORMATION. IF YOU ARE NOT THE INTENDED RECIPIENT OF THIS FACSIMILE, YOU ARE HEREBY NOTIFIED THAT ANY DISSEMINATION, DISTRIBUTION OR COPYING OF THIS FACSIMILE IS STRICTLY PROHIBITED. IF YOU HAVE RECEIVED THIS FACSIMILE IN ERROR, PLEASE IMMEDIATELY NOTIFY US BY TELEPHONE AND RETURN THE ORIGINAL FACSIMILE TO US AT THE ADDRESS ABOVE VIA THE LOCAL POSTAL SERVICE. WE WILL REIMBURSE ANY COSTS YOU INCUR IN NOTIFYING US AND RETURNING THE FACSIMILE TO US.

TOTAL NUMBER OF PAGES INCLUDING COVER(S): 13

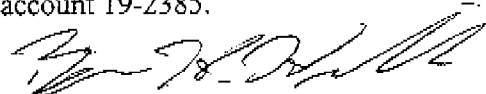
PLEASE DELIVER THE FOLLOWING PAGE(S) TO:

NAME: Assignment Division
CITY: Arlington
FACSIMILE No.: 703-306-5995

FIRM: U.S. Patent and Trademark Office
TELEPHONE No.: 703-308-9723

MESSAGE: **Trademarks**

The Commissioner is authorized to charge all fees for the attached recordation request to our deposit account 19-2385.



Benjamin H. Hendrick
Legal Assistant