

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Gulf States Paper Corporation		06/06/2005	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Rock-Tenn Packaging and Paperboard, LLC
Street Address:	504 Thrasher Street
City:	Norcross
State/Country:	GEORGIA
Postal Code:	30071
Entity Type:	Limited Liability Company: GEORGIA

PROPERTY NUMBERS Total: 13

Property Type	Number	Word Mark
Registration Number:	1192108	CARTONMATE
Registration Number:	2153105	CLIK TOP
Registration Number:	2153104	CLIK TOP
Registration Number:	1235105	E-Z KRAFT
Registration Number:	1673691	FOLD-PAK
Registration Number:	1694907	FOLD-PAK
Registration Number:	1682914	FOLD-PAK
Registration Number:	1433871	HERITAGE
Registration Number:	1615706	HI-TECH
Registration Number:	1615710	HI TECH
Registration Number:	1756821	HI TECH PLUS
Registration Number:	2027417	OVENMATE
Registration Number:	1754511	PRINTMATE

CORRESPONDENCE DATA

900027599

**TRADEMARK
 REEL: 003114 FRAME: 0380**

OP \$340.00 1192108

Fax Number: (404)815-6555
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 404-815-6500
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Correspondent Name: William H. Brewster
Address Line 1: 1100 Peachtree Street, Suite 2800
Address Line 4: Atlanta, GEORGIA 30309

NAME OF SUBMITTER:	Christine P. James
Signature:	/cpj/
Date:	06/29/2005

Total Attachments: 4
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TRADEMARK ASSIGNMENT

WHEREAS, Gulf States Paper Corporation, a Delaware corporation, having offices located at 1400 Jack Warner Parkway, NE, Tuscaloosa, AL 35404-8999 (hereinafter "Assignor"), owns the entire right, title and interest in and to the trademark registrations listed on Schedule A attached hereto (collectively, the "Marks") and made a part hereof;

WHEREAS, Rock-Tenn Packaging and Paperboard, LLC, a Georgia limited liability company, having offices located at 504 Thrasher Street, Norcross, Georgia 30071 (hereinafter "Assignee"), desires to acquire all of Assignor's right, title and interest to the Marks; and

WHEREAS, Assignor and Assignee are among the parties to that certain Asset Purchase Agreement, dated as of April 27, 2005, by and among Rock-Tenn Company, Assignee, Assignor, GSPC Enterprises, Inc., Gulf States-Texas, L.L.C., and Gulf States-Texas, L.P., as amended (hereinafter the "Agreement"), pursuant to which Assignor has agreed to sell and Assignee has agreed to purchase certain rights, properties, assets, claims and contracts of Assignor including, without limitation, the Marks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, said Assignor has sold, transferred, and assigned and by these presents does hereby sell, transfer and assign to Assignee, its successors, assigns and legal representatives, all of the right, title, and interest in and to the Marks, the same to be held and enjoyed by Assignee for its own use and benefit and the use and benefit of its successors, assigns and legal representatives, as fully and entirely as the same would have been held and enjoyed by Assignor, had this Assignment not been made, together with all income, royalties, damages or payments resulting from or attributable to activity or conduct after the effective date of this Assignment, the right to sue and collect for all future, present and past infringement thereof, including infringements which may have occurred prior to the execution of this Assignment, and all rights to secure renewals and extensions.

ASSIGNOR hereby covenants that Assignor has full right to convey the entire interest herein assigned, and that Assignor has not executed, and will not execute, any agreement in conflict herewith.

ASSIGNOR hereby agrees to communicate to Assignee or to its successors, assigns or legal representatives any and all facts known to it respecting the Marks, and without further remuneration to testify in any legal proceeding, sign all lawful papers, make all rightful oaths, and generally do all lawful acts to aid Assignee or its successor, assigns or legal representatives to obtain and enforce proper trademark protection for the Marks in all countries and to enhance or perfect Assignee's title in and to the Marks therein.

IN WITNESS WHEREOF this Assignment has been duly executed by an authorized officer of Assignor and is effective as of June 6, 2005.

Gulf States Paper Corporation

By: MICHAEL E. COSK

Its: President

STATE OF Alabama)
) SS.
COUNTY OF Tuscaloosa)

I, Dwight H. Griffin, do hereby certify that the above-mentioned person appeared before me this day, and acknowledged that this Assignment was signed and delivered as the free and voluntary act of said person on behalf of the identified corporation with authority to do so, for the uses and purposes therein set.

Given under my hand and seal this 6 day of June, 2005.

Dwight H. Griffin
Notary Public

(SEAL)

Schedule A

Name	Registered	Class and Goods	Jurisdiction
CARTONMATE	3/16/1982 1,192,108	16 - Solid bleached sulphate paperboard	United States
CLIK TOP	11/28/1997 565343	16 - Folding paper cartons for packaging ice cream and other semi-solid	Mexico
CLIK TOP	4/21/1998 2,153,105	16 - Folding paper cartons for packaging ice cream and other semi-solid	United States
CLIK TOP (Stylized)	4/21/1998 2,153,104	16 - Folding paper cartons for packaging ice cream and other semi-solid consumables	United States
E-Z KRAFT	4/19/1983 1,235,105	1- Wood Pulp.	United States
FOLD-PAK	12/17/1993 421280	40 - Custom manufacture of plain or printed paper cartons and containers to the order and specification of others	Canada
FOLD-PAK	1/28/1992 1,673,691	40 - Custom manufacture of plain or printed paper cartons and containers to the order and specification of others	United States

Name	Registered	Class and Goods	Jurisdiction
FOLD-PAK DESIGN	6/16/1992 1,694,907	40 - Custom manufacture of plain or printed paper cartons and containers to the order and specification of others	United States
FOLD-PAK DESIGN	4/14/1992 1,682,914	16 - Multi-color printed paper food cartons and containers	United States
HERITAGE	3/24/1987 1,433,871	16 - Paperboard cartons for use in the food service industry	United States
HI TECH	10/2/1990 1,615,706	16 - Cartons and carton blanks for packaging ice cream and other semi-solid	United States
HI TECH DESIGN	10/2/1990 1,615,710	16 - Cartons and carton blanks for packaging ice cream and other semi-solid	United States
HI TECH PLUS	7/15/1994 430450	N/A - Cartons and carton blanks for packaging ice cream and other semi-solid consumables	Canada
HI TECH PLUS	3/9/1983 1,756,821	16 - Cartons and carton blanks for packaging ice cream and other semi-solid	United States
OVENMATE	12/31/1996 2,027,417	16 - Paperboard	United States
PRINTMATE	2/23/1993 1,754,511	16 - Paperboard	United States