

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

|                              |                               |                       |                       |
|------------------------------|-------------------------------|-----------------------|-----------------------|
| <b>SUBMISSION TYPE:</b>      | NEW ASSIGNMENT                |                       |                       |
| <b>NATURE OF CONVEYANCE:</b> | Second Lien Security Interest |                       |                       |
| <b>CONVEYING PARTY DATA</b>  |                               |                       |                       |
| <b>Name</b>                  | <b>Formerly</b>               | <b>Execution Date</b> | <b>Entity Type</b>    |
| Libbey Glass Inc.            |                               | 06/16/2006            | CORPORATION: DELAWARE |

|                             |   |
|-----------------------------|---|
| <b>RECEIVING PARTY DATA</b> |   |
| <b>Name:</b>                | The Bank of New York Trust Company, N.A., as Collateral Agent |
| <b>Street Address:</b>      | 10161 Centurion Parkway                                       |
| <b>City:</b>                | Jacksonville  |
| <b>State/Country:</b>       | FLORIDA   |
| <b>Postal Code:</b>         | 32256   |
| <b>Entity Type:</b>         | National Banking Association:                                 |

**PROPERTY NUMBERS Total: 57**

| Property Type        | Number   | Word Mark         |
|----------------------|----------|-------------------|
| Registration Number: | 2034784  | FUNDAMENTALS      |
| Registration Number: | 2004783  | JEWEL             |
| Registration Number: | 2663143  | PERCEPTION        |
| Registration Number: | 2663144  | NOB HILL          |
| Registration Number: | 2704223  | GOVERNOR CLINTON  |
| Registration Number: | 2025945  | DAKOTA            |
| Registration Number: | 2044121  | STATUS            |
| Registration Number: | 2330497  | PRISM             |
| Registration Number: | 1372622  | SYMMETRY          |
| Registration Number: | 2669104  | QUANTUM           |
| Registration Number: | 2709190  | GIBRALTAR         |
| Registration Number: | 2669061  | CATALINA          |
| Serial Number:       | 78741473 | E-SERIES          |
| Registration Number: | 2502645  | RESTAURANT BASICS |

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|                      |          |                          |
|----------------------|----------|--------------------------|
| Registration Number: | 2502646  | RESTAURANT BASICS        |
| Registration Number: | 2764560  | RESTAURANT BASICS        |
| Registration Number: | 2414453  | EVERY DAY. EVERY WAY.    |
| Registration Number: | 1998419  | LIFESTYLES               |
| Registration Number: | 2286310  | LIBBEY.COM               |
| Registration Number: | 1224292  | GIBRALTAR                |
| Registration Number: | 2859370  | CLUBHOUSE COLLECTION     |
| Registration Number: | 2416702  | MAIN STREET              |
| Registration Number: | 2114155  | VILLAGE PINES COLLECTION |
| Registration Number: | 2443873  | FACETS                   |
| Registration Number: | 2194064  | CREATIVE ACCENTS         |
| Registration Number: | 2522992  | GENUINE LIBBEY           |
| Registration Number: | 1173311  | CHIVALRY                 |
| Registration Number: | 2602220  | WHAT'S COOKIN'?          |
| Registration Number: | 2525778  | QUANTUM                  |
| Registration Number: | 1445212  | MALIBU                   |
| Registration Number: | 2355388  | GIBRALTAR                |
| Registration Number: | 849814   | SHEER RIM                |
| Registration Number: | 2884004  | BRAVURA                  |
| Registration Number: | 522529   | SAFEDGE                  |
| Registration Number: | 651483   | L                        |
| Registration Number: | 834728   | LIBBEY                   |
| Registration Number: | 2366307  | 2000                     |
| Registration Number: | 1131831  | DURATUFF                 |
| Registration Number: | 1178202  | EMBASSY                  |
| Registration Number: | 1248379  | BOLLA GRANDE             |
| Registration Number: | 1564590  | VIVA GRANDE              |
| Registration Number: | 2889973  | TIKIWARE                 |
| Registration Number: | 2809251  | OMEGA                    |
| Serial Number:       | 78532158 | KEGGER                   |
| Registration Number: | 2875403  | MARGARINI                |
| Serial Number:       | 78741449 | E-COLLECTION             |
| Registration Number: | 2815596  | VENUS                    |
| Registration Number: | 1193209  | FINEDGE                  |
| Registration Number: | 1093807  | FIESTA GRANDE            |

|                      |          |                           |
|----------------------|----------|---------------------------|
| Registration Number: | 2677813  | QUANTUM                   |
| Registration Number: | 2738740  | PRISM                     |
| Registration Number: | 3077591  | POLYTUFF                  |
| Registration Number: | 3069269  | SATIN GIBRALTAR           |
| Serial Number:       | 78805067 | WINE MASTER               |
| Serial Number:       | 78572284 | ENDEAVOR                  |
| Serial Number:       | 78861587 | SPIRIT MASTER             |
| Serial Number:       | 78586296 | RESTAURANT SUPPLIES TO GO |

**CORRESPONDENCE DATA**

Fax Number: (212)455-2502  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: (212) 455-7609  
Email: ksolomon@stblaw.com  
Correspondent Name: Kirstie Howard, Esq.  
Address Line 1: Simpson Thacher & Bartlett LLP  
Address Line 2: 425 Lexington Avenue  
Address Line 4: New York, NEW YORK 10017

|                         |                |
|-------------------------|----------------|
| ATTORNEY DOCKET NUMBER: | 509335/0943    |
| NAME OF SUBMITTER:      | Kirstie Howard |
| Signature:              | /kh/           |
| Date:                   | 07/18/2006     |

Total Attachments: 7  
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**GRANT OF SECOND LIEN  
SECURITY INTEREST IN TRADEMARK RIGHTS**

This GRANT OF SECOND LIEN SECURITY INTEREST IN TRADEMARK RIGHTS ("Agreement"), effective as of June 16, 2006 is made by LIBBEY GLASS INC., a Delaware corporation, located at 300 Madison Avenue, Toledo, Ohio 43604 (the "Issuer"), in favor of The Bank of New York Trust Company, N.A., a national banking association, as collateral agent (the "Agent") in connection with the Indenture, dated as of June 16, 2006 (as amended, supplemented or otherwise modified from time to time, the "Indenture"), among the Issuer, the guarantors party thereto and the Agent, as trustee.

**WITNESSETH:**

WHEREAS, pursuant to the Indenture, the Issuer has issued its Floating Rate Senior Secured Notes due 2011, and may issue from time to time additional notes in connection with the provisions of the Indenture (as the same may be amended, restated, replaced, supplemented, substituted, or otherwise modified from time to time, collectively, the "Notes") upon the terms and subject to the conditions set forth therein; and

WHEREAS, in connection with the Indenture, the Issuer has executed and delivered a Pledge and Security Agreement, dated as of June 16, 2006, in favor of the Agent (together with all amendments and modifications, if any, from time to time thereafter made thereto, the "Security Agreement");

WHEREAS, pursuant to the Security Agreement, the Issuer pledged and granted to the Agent for the benefit of the secured parties thereunder (the "Secured Parties") a continuing security interest in all Intellectual Property, including the Trademarks; and

WHEREAS, the Issuer has duly authorized the execution, delivery and performance of this Agreement;

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the Issuer agrees, for the benefit of the Agent and the Secured Parties, as follows:

SECTION 1. Definitions. Unless otherwise defined herein or the context otherwise requires, terms used in this Agreement, including its preamble and recitals, have the meanings provided or provided by reference in the Security Agreement.

SECTION 2. Grant of Security Interest. The Issuer hereby pledges and grants a continuing security interest in, and a right of setoff against, and agrees to assign, transfer and convey, upon demand made upon the occurrence and during the continuance of an Event of Default without requiring further action by either party and to be effective upon such demand, all of the Issuer's right, title and interest in, to and under the Trademarks (including, without limitation, those items listed on Schedule A hereto) (collectively, the "Collateral"), to the Agent for the benefit of the Secured Parties to secure payment, performance and observance of the Secured Obligations.


SECTION 3. Purpose. This Agreement has been executed and delivered by the Issuer for the purpose of recording the grant of security interest herein with the United States Patent and Trademark Office. The security interest granted hereby has been granted to the Agent for the benefit of the Secured Parties in connection with the Security Agreement and is expressly subject to the terms and conditions thereof. The Security Agreement (and all rights and remedies of the Agent thereunder) shall remain in full force and effect in accordance with its terms.

SECTION 4. Acknowledgment. The Issuer does hereby further acknowledge and affirm that the rights and remedies of the Agent with respect to the security interest in the Collateral granted hereby are more fully set forth in the Indenture and the Security Agreement, the terms and provisions of which (including the remedies provided for therein) are incorporated by reference herein as if fully set forth herein. In the event of any conflict between the terms of this Agreement and the terms of the Security Agreement, the terms of the Security Agreement shall govern.

SECTION 5. Counterparts. This Agreement may be executed in counterparts, each of which will be deemed an original, but all of which together constitute one and the same original.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed and delivered by their respective officers on this 16th day of June, 2006.

LIBBEY GLASS INC.  
as Issuer

By:   
Name: \_\_\_\_\_  
Title:

THE BANK OF NEW YORK TRUST COMPANY, N.A.  
as Agent

By: \_\_\_\_\_  
Name:  
Title:

THE BANK OF NEW YORK TRUST COMPANY, N.A.  
as Agent

By: L. Garcia  
Name: L. Garcia  
Title: Assistant Vice President

Libbey Glass Inc. Senior Secured Notes-Grant of Second Lien Security Interest in Trademark Rights

TRADEMARK  
REEL: 003350 FRAME: 0222

ACKNOWLEDGMENT OF ISSUER

STATE OF New York )  
COUNTY OF New York )<sup>ss</sup>

On the 16th day of June, 2006, before me personally came Scott Sellick, who is personally known to me to be the VP and CFO of LIBBEY GLASS INC., a Delaware corporation; who, being duly sworn, did depose and say that ~~she~~/he is the VP and CFO in such corporation, the corporation described in and which executed the foregoing instrument; that she/he executed and delivered said instrument pursuant to authority given by the Board of Directors of such corporation; and that she/he acknowledged said instrument to be the free act and deed of said corporation.

Ann K. Mallari


Notary Public ANN K. MALLARI  
Notary Public, State of New York  
No. 4936031  
Qualified in New York County  
Commission Expires June 5, 2006

(PLACE STAMP AND SEAL ABOVE)

ACKNOWLEDGMENT OF AGENT

STATE OF IL )  
 ) ss  
COUNTY OF Cook )

On the 16th day of June, 2006, before me personally came L. Garcia, who is personally known to me to be the Assistant Vice President of THE BANK OF NEW YORK TRUST COMPANY, N.A., a national banking association; who, being duly sworn, did depose and say that she/he is the Assistant Vice President in such national banking association, the national banking association described in and which executed the foregoing instrument; that she/he executed and delivered said instrument pursuant to authority given by the Board of Directors of such national banking association; and that she/he acknowledged said instrument to be the free act and deed of said national banking association.

*T. Mosterd*  
\_\_\_\_\_  
Notary Public  
  
(PLACE STAMP AND SEAL ABOVE)



## SCHEDULE A

### U.S. Trademark Registrations and Applications

| <u>Trademarks, Trade Names<br/>and Service Marks</u> | <u>Registration<br/>Number</u> | <u>Status</u> | <u>Date of<br/>Registration</u> | <u>Expiration<br/>Date</u> | <u>Country</u> |
|--|--------------------------------|---------------|---------------------------------|----------------------------|----------------|
| FUNDAMENTALS   | 2,034,784                      | REGISTERED    | 2/4/97                          | 2/4/07                     | USA            |
| JEWEL  | 2,004,783                      | REGISTERED    | 10/1/96                         | 10/1/06                    | USA            |
| PERCEPTION   | 2,663,143                      | REGISTERED    | 12/17/02                        | 12/17/12                   | USA            |
| NOB HILL   | 2,663,144                      | REGISTERED    | 12/17/02                        | 12/17/12                   | USA            |
| GOVERNOR CLINTON                                     | 2,704,223                      | REGISTERED    | 4/8/03                          | 4/8/13                     | USA            |
| DAKOTA   | 2,025,945                      | REGISTERED    | 12/24/96                        | 12/24/06                   | USA            |
| STATUS   | 2,044,121                      | REGISTERED    | 3/11/97                         | 3/11/07                    | USA            |
| PRISM (GLASSWARE)                                    | 2,330,497                      | REGISTERED    | 3/21/00                         | 3/21/10                    | USA            |
| SYMMETRY   | 1,372,622                      | REGISTERED    | 11/26/85                        | 11/26/05                   | USA            |
| QUANTUM (FLATWARE)                                   | 2,669,104                      | REGISTERED    | 12/31/02                        | 12/31/12                   | USA            |
| GIBRALTAR (FLATWARE)                                 | 2,709,190                      | REGISTERED    | 4/22/03                         | 4/22/13                    | USA            |
| CATALINA   | 2,669,061                      | REGISTERED    | 12/31/02                        | 12/31/12                   | USA            |
| E-SERIES   | 78/741,473                     | APPLN FILED   |                                 |                            | USA            |
| RESTAURANT BASICS<br>(DINNERWARE)                    | 2,502,645                      | REGISTERED    | 10/30/01                        | 10/30/11                   | USA            |
| RESTAURANT BASICS<br>(FLATWARE)                      | 2,502,646                      | REGISTERED    | 10/30/01                        | 10/30/11                   | USA            |
| RESTAURANT BASICS<br>(GLASSWARE)                     | 2,764,560                      | REGISTERED    | 9/16/03                         | 9/16/13                    | USA            |
| EVERY DAY. EVERY WAY.                                | 2,414,453                      | REGISTERED    | 12/19/00                        | 12/19/10                   | USA            |
| LIFESTYLES   | 1,998,419                      | REGISTERED    | 9/3/96                          | 9/3/06                     | USA            |
| LIBBEY.COM   | 2,286,310                      | REGISTERED    | 10/12/99                        | 10/12/09                   | USA            |
| GIBRALTAR  | 1,224,292                      | REGISTERED    | 1/18/83                         | 1/18/13                    | USA            |
| CLUBHOUSE COLLECTION                                 | 2,859,370                      | REGISTERED    | 7/6/04                          | 7/6/14                     | USA            |
| MAIN STREET  | 2,416,702                      | REGISTERED    | 1/2/01                          | 1/2/11                     | USA            |
| VILLAGE PINES<br>COLLECTION                          | 2,114,155                      | REGISTERED    | 11/18/97                        | 11/18/07                   | USA            |
| FACETS   | 2,443,873                      | REGISTERED    | 4/17/01                         | 4/17/11                    | USA            |
| CREATIVE ACCENTS                                     | 2,194,084                      | REGISTERED    | 10/6/98                         | 10/6/08                    | USA            |
| GENUINE LIBBEY                                       | 2,522,992                      | REGISTERED    | 12/25/01                        | 12/25/11                   | USA            |
| CHIVALRY   | 1,173,311                      | REGISTERED    | 10/13/81                        | 10/13/11                   | USA            |
| WHAT'S COOKIN'?<br>(BAKEWARE)                        | 2,602,220                      | REGISTERED    | 7/30/02                         | 7/30/12                    | USA            |
| QUANTUM (GLASSWARE)                                  | 2,525,778                      | REGISTERED    | 1/1/02                          | 1/1/12                     | USA            |
| MALIBU   | 1,445,212                      | REGISTERED    | 6/30/87                         | 6/30/07                    | USA            |
| GIBRALTAR (DINNERWARE)                               | 2,355,388                      | REGISTERED    | 6/6/00                          | 6/6/10                     | USA            |
| SHEER RIM AND DESIGN                                 | 849,814                        | REGISTERED    | 5/28/68                         | 5/28/08                    | USA            |
| BRAVURA  | 2,884,004                      | REGISTERED    | 9/14/04                         | 9/14/14                    | USA            |
| SAFEDGE  | 522,529                        | REGISTERED    | 3/21/50                         | 3/21/10                    | USA            |
| L IN CIRCLE  | 651,483                        | REGISTERED    | 9/10/97                         | 9/10/07                    | USA            |
| LIBBEY   | 834,726                        | REGISTERED    | 9/5/67                          | 9/5/07                     | USA            |
| 2000 (GLASSWARE)                                     | 2,366,307                      | REGISTERED    | 7/11/00                         | 7/11/10                    | USA            |
| DURATUFF   | 1,131,831                      | REGISTERED    | 3/11/80                         | 3/11/10                    | USA            |
| EMBASSY  | 1,178,202                      | REGISTERED    | 11/17/81                        | 11/17/11                   | USA            |
| BOLLA GRANDE   | 1,248,379                      | REGISTERED    | 8/16/83                         | 8/16/13                    | USA            |
| VIVA GRANDE  | 1,584,590                      | REGISTERED    | 11/7/89                         | 11/7/09                    | USA            |
| TIKIWARE   | 2,889,973                      | REGISTERED    | 9/28/04                         | 9/28/14                    | USA            |
| OMEGA  | 2,809,251                      | REGISTERED    | 1/27/04                         | 1/27/14                    | USA            |
| KEGGER (GLASSWARE)                                   | 78/532158                      | APPLN FILED   |                                 |                            | USA            |
| MARGARINI  | 2,875,403                      | REGISTERED    | 8/17/04                         | 8/17/14                    | USA            |

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|                              |            |             |         |         |     |
|------------------------------|------------|-------------|---------|---------|-----|
| E-COLLECTION                 | 78/741449  | APPLN FILED |         |         | USA |
| VENUS                        | 2,815,596  | REGISTERED  | 2/17/04 | 2/17/14 | USA |
| FINEDGE                      | 1,193,209  | REGISTERED  | 4/6/82  | 4/6/12  | USA |
| FIESTA GRANDE                | 1,093,807  | REGISTERED  | 6/20/78 | 6/20/08 | USA |
| QUANTUM (DINNERWARE)         | 2,677,813  | REGISTERED  | 1/21/03 | 1/21/13 | USA |
| PRISM (DINNERWARE)           | 2,738,740  | REGISTERED  | 7/15/03 | 7/15/13 | USA |
| POLYTUFF                     | 3,077,591  | REGISTERED  | 4/4/06  | 4/4/16  | USA |
| RESTAURANT SUPPLIES TO<br>GO | 78/586,296 | APPLN FILED |         |         | USA |
| SATIN GIBRALTAR              | 3,069,269  | REGISTERED  | 3/14/06 | 3/14/16 | USA |
| WINE MASTER                  | 78/805,067 | APPLN FILED |         |         | USA |
| ENDEAVOR                     | 78/572,284 | APPLN FILED |         |         | USA |
| SPIRIT MASTER                | 78/861,587 | APPLN FILED |         |         | USA |

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