

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Grant of Security Interest

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
CF Industries, Inc.		04/05/2010	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Morgan Stanley Senior Funding, Inc., as bridge collateral agent
Street Address:	1 Pierrepont Plaza
City:	Brooklyn
State/Country:	NEW YORK
Postal Code:	11201
Entity Type:	COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 6**

Property Type	Number	Word Mark
Registration Number:	1077216	CF
Registration Number:	3498193	PROMISE
Registration Number:	3728857	CF
Registration Number:	3763733	CF
Registration Number:	3728856	CFINDUSTRIES
Serial Number:	77823745	PROMISE

**CORRESPONDENCE DATA**

Fax Number: (212)354-8113  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 2128198200  
 Email: fcutajar@whitecase.com  
 Correspondent Name: White & Case LLP  
 Address Line 1: 1155 Avenue of the Americas  
 Address Line 2: Patents & Trademarks  
 Address Line 4: New York, NEW YORK 10036

**OP \$165.00 1077216**

ATTORNEY DOCKET NUMBER:	1139558-0039
NAME OF SUBMITTER:	Frances B. Cutajar
Signature:	/Frances B. Cutajar/
Date:	04/12/2010
Total Attachments: 6 source=CFtoMorganStanleyTMBridgeLoan#page1.tif source=CFtoMorganStanleyTMBridgeLoan#page2.tif source=CFtoMorganStanleyTMBridgeLoan#page3.tif source=CFtoMorganStanleyTMBridgeLoan#page4.tif source=CFtoMorganStanleyTMBridgeLoan#page5.tif source=CFtoMorganStanleyTMBridgeLoan#page6.tif	

GRANT OF SECURITY INTEREST  
IN UNITED STATES TRADEMARKS

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, CF Industries, Inc., a Delaware corporation (the "Grantor") with principal offices at 4 Parkway North, Suite 400, Deerfield, IL 60015-2590, hereby grants to Morgan Stanley Senior Funding, Inc., as Bridge Collateral Agent, with principal offices at 1 Pierrepont Plaza, Brooklyn, NY 11201 (the "Grantee"), for the ratable benefit of the Secured Creditors, a security interest in (i) all of the Grantor's right, title and interest in, to and under to the United States trademark registrations and trademark applications (the "Marks") set forth on Schedule A attached hereto, other than any "intent-to-use" applications for Marks unless and until an Amendment to Allege Use or Statement of Use has been filed with and accepted by the United States Patent and Trademark Office only if and to the extent that the grant of a security interest therein would adversely affect the validity of the mark, (ii) all Proceeds (as such term is defined in the Guaranty and Collateral Agreement referred to below) and products of the Marks and (iii) the goodwill of the businesses associated with or symbolized by the Marks.

This Grant is made to secure the satisfactory performance and payment of all the Secured Obligations of the Grantor, as such term is defined in the Guaranty and Collateral Agreement among the Grantor, CF INDUSTRIES HOLDINGS, INC., CF INDUSTRIES, INC., the other grantors from time to time party thereto and the Grantee, dated as of April 5, 2010 (as amended, modified, restated and/or supplemented from time to time, the "Guaranty and Collateral Agreement").

This Grant has been granted in conjunction with the security interest granted to the Grantee under the Guaranty and Collateral Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Guaranty and Collateral Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Guaranty and Collateral Agreement, the provisions of the Guaranty and Collateral Agreement shall govern.

NOTWITHSTANDING ANYTHING HEREIN TO THE CONTRARY, THE LIEN AND SECURITY INTEREST GRANTED TO THE BRIDGE COLLATERAL AGENT PURSUANT TO THIS AGREEMENT AND THE EXERCISE OF ANY RIGHT OR REMEDY BY THE BRIDGE COLLATERAL AGENT HEREUNDER ARE SUBJECT TO THE PROVISIONS OF THE INTERCREDITOR AGREEMENT (AS DEFINED IN THE GUARANTY AND

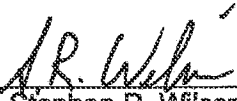
COLLATERAL AGREEMENT). IN THE EVENT OF ANY CONFLICT BETWEEN THE TERMS OF THE INTERCREDITOR AGREEMENT AND THIS AGREEMENT, THE TERMS OF THE INTERCREDITOR AGREEMENT SHALL GOVERN AND CONTROL.

This Grant shall be construed in accordance with and governed by the laws of the State of New York.

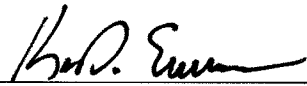
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IN WITNESS WHEREOF, the Grantor and Grantee have executed this Grant as of the 5<sup>th</sup> day of April,  
2010.

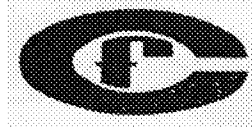
CF INDUSTRIES, INC., as Grantor

By   
Name: Stephen R. Wilson  
Title: President and Chief Executive Officer

MORGAN STANLEY SENIOR FUNDING, INC., as  
Bridge Collateral Agent and Grantee

By:   
Name: Kevin Emerson  
Title: Vice President

## TRADEMARKS

Jurisdiction	Trademark	Registration Date	Registration Number
United States		Issued 11/15/77; renewed 11/15/97 and 11/15/2007; exp. 11/15/2017	1,077,216
United States	PROMISE in Class 42	Issued 9/9/08; exp. 9/9/18	3,498,193
United States	CF	Issued 12/22/09; exp. 12/22/19	3,728,857
United States	CF & Design	Issued 3/23/10; exp. 3/23/19	3,763,733
United States	CFIndustries & Design	Issued 12/22/09; exp. 12/22/19	3,728,856
Argentina	CF	Issued 8/20/08; exp. 8/20/18	2,244,501
Argentina	CF & Design	Issued 8/20/08; exp. 8/20/18	2,244,504
Argentina	CFIndustries & Design	Issued 8/20/08; exp. 8/20/18	2,244,502
Australia	CF	Issued 4/16/09; exp. 8/14/17	1193233
Australia	CF & Design	Issued 3/31/08; exp. 8/14/17	1193235
Australia	CFIndustries & Design	Issued 1/4/08; exp. 8/14/17	1193234
Chile	CFIndustries & Design	Issued 9/4/08	826655
Colombia	CF	Issued 4/30/08; exp. 4/30/18	352535
Colombia	CF & Design	Issued 4/10/08; exp. 4/10/18	351224
Colombia	CFIndustries & Design	Issued 4/30/08; exp. 4/30/18	352536
Community	CF	Issued 7/9/08; exp. 8/20/17	006213243
Community	CF & Design	Issued 7/4/08; exp. 8/20/17	006213532
Community	CFIndustries & Design	Issued 7/4/08; exp. 8/20/17	006213367
Indonesia	CF	Issued 7/2/09; exp. 11/23/17	IDM000209117
Indonesia	CF & Design	Issued 7/2/09; exp. 11/23/17	IDM000209119

Jurisdiction	Trademark	Registration Date	Registration Number
Indonesia	CFIndustries & Design	Issued 7/2/09; exp. 11/23/17	IDM000209118
Mexico	CF	Issued 11/30/07; exp. 8/14/17	1015274
Mexico	CF & Design	Issued 12/11/07; exp. 8/14/17	1017336
Mexico	CFIndustries & Design	Issued 12/11/07; exp. 8/14/17	1017335
New Zealand	CF	Issued 4/9/09; exp. 2/26/17	774029
New Zealand	CF & Design	Issued 2/21/08; exp. 8/13/17	774031
New Zealand	CFIndustries & Design	Issued 2/21/08; exp. 2/26/17	774030
Peru	CF	Issued 9/16/08; exp. 9/16/18	145464
Peru	CF & Design	Issued 9/16/08; exp. 9/16/18	145463
Peru	CFIndustries & Design	Issued 2/5/08; exp. 2/5/18	134972
Switzerland	CF	Issued 11/9/07; exp. 8/16/17	564541
Switzerland	CF & Design	Issued 11/1/07; exp. 8/16/17	564009
Switzerland	CFIndustries & Design	Issued 11/1/07; exp. 8/16/17	564008

#### TRADEMARK APPLICATIONS

Jurisdiction	Trademark	Application Number
US	Promise	77/823,745
Brazil	CF	829321586
Brazil	CF & Design	829321594
Brazil	CFIndustries & Design	829321608
Canada	CF	1359627
Canada	CF & Design	1359652
Canada	CF Industries & Design	1359655
Chile	CF	784.942
Chile	CF & Design	784.994