

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Wells Fargo Bank, National Association		12/09/2013	National Association: UNITED STATES

RECEIVING PARTY DATA

Name:	Checkpoint Systems, Inc.
Street Address:	101 Wolf Drive
City:	Thorofare
State/Country:	NEW JERSEY
Postal Code:	08086
Entity Type:	CORPORATION: PENNSYLVANIA

PROPERTY NUMBERS Total: 72

Property Type	Number	Word Mark
Serial Number:	85505597	AMP
Serial Number:	77923186	HUMMINGBIRD
Serial Number:	85372160	JEWEL LOK
Serial Number:	85440854	JEWELLOK
Serial Number:	85298828	MERCHANDISE VISIBILITY
Serial Number:	85295094	SIDEP
Serial Number:	85295125	SIDEP
Serial Number:	85429250	WIRAMA
Serial Number:	85579843	WIRAMA RADAR
Serial Number:	85580566	STREET
Serial Number:	85580575	STYLE
Serial Number:	85575311	ECO
Serial Number:	85608715	CLASSIC
Serial Number:	77309795	SPIDERLOK

TRADEMARK

900274622

REEL: 005173 FRAME: 0922

OP \$1815.00 85505597

Registration Number:	3308263	3 ALARM
Registration Number:	3830148	3 ALARM
Registration Number:	2321459	ALPHA
Registration Number:	3621436	ALPHA
Registration Number:	3631306	ALPHA
Registration Number:	3830131	ALPHA
Registration Number:	1907215	ALPHA SECURITY
Registration Number:	3621437	ALPHA SECURITY PRODUCTS
Registration Number:	2803319	CABLELOK
Registration Number:	3755713	CRYSTAL GUARDE
Registration Number:	2577332	EASY-BOTTLE
Registration Number:	4060896	KEEPERS
Registration Number:	4068198	NANOGATE
Registration Number:	2794078	S3
Registration Number:	3958325	SHARK TAG
Registration Number:	3757936	SHOWSAFE
Registration Number:	3911412	SPIDER WEB
Registration Number:	3631305	SPIDER WRAP
Registration Number:	3958471	TOTE LOK
Registration Number:	3634144	CHECKPRO AUDITOR
Registration Number:	0844752	CHECKPOINT
Registration Number:	0845817	CHECKPOINT
Registration Number:	2440085	CHECKPOINT
Registration Number:	2548885	CHECKPOINT
Registration Number:	3735087	CHECKVIEW
Registration Number:	3400073	VISIPLUS
Registration Number:	2654123	CHECK-NET
Registration Number:	2809121	LIBERTY
Registration Number:	3305344	SELL MORE. LOSE LESS.
Registration Number:	3298469	CHECKPASS
Registration Number:	3326606	METALPOINT
Registration Number:	3183273	
Registration Number:	3481629	EVOLVE
Registration Number:	3093170	CHECKPRO MANAGER
Registration Number:	1839282	CHEKINK

	2042345	COUNTERPOINT
Registration Number:	1448234	COUNTERPOINT
Registration Number:	2305608	STRATA
Registration Number:	1784455	ALARMEX
Registration Number:	1985189	CLARITY
Registration Number:	2242604	CLARITY CONCEPT
Registration Number:	3983816	THE GLOBAL RETAIL THEFT BAROMETER
Registration Number:	2097442	KEYWRITER
Registration Number:	2158308	PASSPORT
Registration Number:	2628200	CHECK-NET
Registration Number:	2119592	
Registration Number:	4067259	
Registration Number:	4053202	
Registration Number:	4140631	ADAPT
Registration Number:	3235648	S SHORE TO SHORE BRAND PACKAGING SOLUTIO
Registration Number:	2880123	EVER-BRAND
Registration Number:	3585883	ECO-BLING
Registration Number:	2771071	SHR2SHRPROOF.COM
Registration Number:	2501015	W.O.R.L.D.
Registration Number:	1812524	SHORE TO SHORE
Registration Number:	1812523	80024 30730
Registration Number:	2554498	CIRCULATION CIRCUIT
Registration Number:	3061025	UNIQUELY YOURS

CORRESPONDENCE DATA

Fax Number: 4045725100

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Email: mrussell@kslaw.com

Correspondent Name: King & Spalding

Address Line 1: 1180 Peachtree Street

Address Line 4: Atlanta, GEORGIA 30309

ATTORNEY DOCKET NUMBER:	18464.015064
NAME OF SUBMITTER:	Mark Russell
Signature:	/Mark Russell/

Date:

**TRADEMARK
REEL: 005173 FRAME: 0924**

12/16/2013

Total Attachments: 7

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FULL RELEASE AND RECONVEYANCE OF SECURITY INTERESTS

Reference is hereby made to (i) that certain Amended and Restated Credit Agreement dated as of July 22, 2010 (as amended by the First Amendment to Credit Agreement dated as of February 17, 2012, the Second Amendment to Credit Agreement dated as of July 31, 2012, and the Third Amendment to Credit Agreement dated as of December 3, 2013, and as further amended, restated, supplemented or otherwise modified from time to time, the "Credit Agreement"), by and among the **CHECKPOINT SYSTEMS, INC.**, a Pennsylvania corporation (the "Company"), **CHECKPOINT MANUFACTURING JAPAN CO. LTD.**, a company formed under the laws of Japan, **CP INTERNATIONAL SYSTEMS C.V.**, a limited partnership (*commanditaire vennootschap*) formed under Dutch law, those Domestic Subsidiaries of the Company from time to time party thereto (the "Domestic Subsidiary Guarantors"), those Foreign Subsidiaries of the Company from time to time party thereto (together with the Foreign Borrowers, the "Foreign Guarantors"), the certain banks and financial institutions from time to time party thereto (the "Lenders") and **WELLS FARGO BANK, NATIONAL ASSOCIATION**, as administrative agent for the lenders ("Administrative Agent"), (ii) that certain Note Purchase and Private Shelf Agreement dated as of July 22, 2010 (as amended by the First Amendment to Note Purchase Agreement and Private Shelf Agreement dated as of February 17, 2012, the Second Amendment to Note Purchase and Private Shelf Agreement dated as of July 31, 2012, and the Third Amendment to Note Purchase and Private Shelf Agreement dated as of December 3, 2013, and as further amended, restated, supplemented or otherwise modified from time to time, the "Note Purchase Agreement"), by and among the Company, each Subsidiary of the Company from time to time party thereto and each of the Noteholders from time to time party thereto (the "Noteholders") and (iii) that certain Collateral Agency and Intercreditor Agreement dated as of July 22, 2010 (as amended by the First Amendment to Collateral Agency and Intercreditor Agreement dated as of July 31, 2012, and the Second Amendment to Collateral Agency and Intercreditor Agreement dated as of December 3, 2013, and as further amended, restated, supplemented or otherwise modified from time to time, the "Intercreditor Agreement"), by and among the Administrative Agent, **PRUDENTIAL INVESTMENT MANAGEMENT, INC.** ("Prudential") and **WELLS FARGO BANK, NATIONAL ASSOCIATION**, as collateral agent for Prudential, the Noteholders and the Bank Secured Parties (as defined in the Intercreditor Agreement) (the "Collateral Agent"). Unless otherwise defined herein, terms defined in the Credit Agreement and used herein shall have the meanings given to them in the Credit Agreement.

This Full Release and Reconveyance of Security Interests is granted by the Collateral Agent, having a place of business at 1525 West W.T. Harris Boulevard, Mail Code NC0680, Charlotte, NC 28262, in favor of the Company, having a place of business at 101 Wolf Drive, Thorofare, New Jersey 08086.

WHEREAS, pursuant to (i) that certain Security Agreement dated July 31, 2012, by and among the Company, the Domestic Guarantors and the Collateral Agent and (ii) that certain Notice of Grant of Security Interest in Trademarks recorded with the United States Patent and Trademark Office ("USPTO") on August 2, 2012, at Reel 4834, Frame No. 0346, the Company granted to the Collateral Agent, for the ratable benefit of the Lenders, a continuing security

interest (the “Security Interest”) in, and a right to set off against, any and all right, title and interest of the Company in and to the Trademarks and Trademark Licenses (each as defined in the Security Agreement) listed on the attached Schedule A (hereinafter collectively referred to as the “Trademark Collateral”);

NOW, THEREFORE, in consideration of the fulfillment of certain covenants made by the Company, and having full authority to do so, the Collateral Agent hereby forever and fully releases and discharges its Security Interest in the Trademark Collateral and reconveys to the Company, to the extent of its interest therein, the Trademark Collateral, without recourse.

This Full Release and Reconveyance of Security Interests may be filed with the USPTO.

This Full Release and Reconveyance of Security Interests shall be governed by and construed in accordance with the laws of the State of New York without regard to any principles of conflicts of law that would cause the laws of another jurisdiction to apply.

SCHEDULE A

Trademark Collateral

	A	B	C	D
1	TRADEMARK APPLICATIONS			
2	Title	Serial No.	Filing Date	Owner
3	AMP	85/505,597	12/29/2011	Checkpoint Systems, Inc
4	HUMMINGBIRD	77/923,186	1/29/2010	Checkpoint Systems, Inc
5	JEWEL LOK	85/372,160	7/15/2011	Checkpoint Systems, Inc
6	JEWELLOK	85/440,854	10/6/2011	Checkpoint Systems, Inc
7	MERCHANDISE VISIBILITY	85/298,828	4/19/2011	Checkpoint Systems, Inc
8	SEDEP	85/295,094	4/14/2011	Checkpoint Systems, Inc
9	SEDEP & Design	85/295,125	4/14/2011	Checkpoint Systems, Inc
10	WIRAMA	85/429,250	9/22/2011	Checkpoint Systems, Inc
11	WIRAMA RADAR	85/579,843	3/26/2012	Checkpoint Systems, Inc

	A	B	C	D
12	STREET	85/580,566	3/27/2012	Checkpoint Systems, Inc
13	STYLE	85/580,575	3/27/2012	Checkpoint Systems, Inc
14	ECO & Design (tree)	85/575,311	3/21/2012	Checkpoint Systems, Inc
15	CLASSIC	85/608,713	4/26/2012	Checkpoint Systems, Inc
16	SPIDERLOCK	77/309795	10/22/2007	Checkpoint Systems, Inc
17				
18	TRADEMARK REGISTRATIONS			
19	Title	Reg. No.	Reg. Date	
20	3 ALARM	3,308,263	10/9/2007	Checkpoint Systems, Inc
21	3 ALARM	3,830,148	8/10/2010	Checkpoint Systems, Inc
22	ALPHA	2,321,459	2/22/2000	Checkpoint Systems, Inc

	A	B	C	D
23	ALPHA	3,621,436	5/19/2009	Checkpoint Systems, Inc
24	ALPHA	3,631,306	6/2/2009	Checkpoint Systems, Inc
25	ALPHA & Design	3,830,131	8/10/2010	Checkpoint Systems, Inc
26	ALPHA SECURITY	1,507,215	7/25/1995	Checkpoint Systems, Inc
27	ALPHA SECURITY PRODUCTS	3,621,437	5/19/2009	Checkpoint Systems, Inc
28	CABLELOK	3,803,319	1/6/2004	Checkpoint Systems, Inc
29	CRYSTAL GUARDE	3,753,713	3/2/2010	Checkpoint Systems, Inc
30	EASY-BOTTLE (stylized)	3,577,532	6/11/2002	Checkpoint Systems, Inc
31	KEEPERS	4,060,896	11/22/2011	Checkpoint Systems, Inc
32	NANOGATE	4,068,198	12/6/2011	Checkpoint Systems, Inc
33	S3 & Design	3,794,078	12/16/2003	Checkpoint Systems, Inc
34	SHARK TAG	3,958,325	5/10/2011	Checkpoint Systems, Inc
35	SHOWSAFE	3,757,936	3/9/2010	Checkpoint Systems, Inc
36	SPIDER WEB	3,911,412	1/25/2011	Checkpoint Systems, Inc
37	SPIDER WRAP	3,631,305	6/2/2009	Checkpoint Systems, Inc
38	NOTE LOK	3,958,471	5/10/2011	Checkpoint Systems, Inc
39	CHECKPRO AUDITOR	3,634,144	6/9/2009	Checkpoint Systems, Inc
40	CHECKPOINT	844,752	2/20/1968	Checkpoint Systems, Inc
41	CHECKPOINT	845,817	3/12/1968	Checkpoint Systems, Inc
42	CHECKPOINT	2,440,085	4/3/2001	Checkpoint Systems, Inc
43	CHECKPOINT	2,548,885	3/19/2002	Checkpoint Systems, Inc
44	CHECKVIEW	3,735,087	1/5/2010	Checkpoint Systems, Inc
45	VISIPLUS	3,400,073	3/18/2008	Checkpoint Systems, Inc
46	CHECK-NET	2,654,123	11/26/2002	Checkpoint Systems, Inc
47	LIBERTY	2,809,121	1/27/2004	Checkpoint Systems, Inc
48	SELL MORE LOSE LESS	3,305,344	10/9/2007	Checkpoint Systems, Inc

	A	B	C	D
49	CHECKPASS	3,258,469	9/25/2007	Checkpoint Systems, Inc
50	METAL POINT	3,326,696	10/30/2007	Checkpoint Systems, Inc
51	Miscellaneous Design (Corporate Check) Color	3,183,273	12/12/2008	Checkpoint Systems, Inc
52	EVOLVE	3,481,629	8/5/2008	Checkpoint Systems, Inc
53	CHECKPRO MANAGER	3,093,170	5/16/2006	Checkpoint Systems, Inc
54	CHEKINK	1,839,282	6/14/1994	Checkpoint Systems, Inc
55	COUNTERPOINT	2,042,345	3/4/1997	Checkpoint Systems, Inc
56	COUNTERPOINT	1,448,234	7/21/1987	Checkpoint Systems, Inc
57	STRATA	2,305,608	1/4/2000	Checkpoint Systems, Inc
58	ALARMEX	1,784,455	7/27/1993	Checkpoint Systems, Inc
59	CLARITY	1,885,189	7/9/1996	Checkpoint Systems, Inc
60	CLARITY CONCEPT	2,242,604	5/9/1998	Checkpoint Systems, Inc
61	THE GLOBAL RETAIL THEFT BAROMETER	3,983,816	6/28/2011	Checkpoint Systems, Inc
62	KEYWRITER	2,097,442	9/16/1997	Checkpoint Systems, Inc
63	PASSPORT	2,158,306	5/19/1998	Checkpoint Systems, Inc
64	CHECK-NET & Design	2,628,200	10/1/2002	Checkpoint Systems, Inc
65	Miscellaneous Design (Checkmark Only)	2,119,592	12/9/1997	Checkpoint Systems, Inc
66	MISCELLANEOUS DESIGN (Black & Red Lock)	4,067,259	12/6/2011	Checkpoint Systems, Inc
67	MISCELLANEOUS DESIGN (Black & White Lock)	4,053,202	11/8/2011	Checkpoint Systems, Inc
68	ADAPT & Design	4,140,631	5/15/2012	Checkpoint Systems, Inc
69	SHORE TO SHORE BRAND PACKAGING SOL	3,235,648	5/1/2007	Checkpoint Systems, Inc
70	EVER-BRAND	2,680,123	8/31/2004	Checkpoint Systems, Inc
71	ECO-BLING & Design	3,583,883	3/10/2009	Checkpoint Systems, Inc
72	SHRE2SHRPROOF.COM	2,771,071	10/7/2003	Checkpoint Systems, Inc
73	W.O.R.L.D.	2,501,915	10/23/2001	Checkpoint Systems, Inc
74	SHORE TO SHORE	1,812,524	12/21/1996	Checkpoint Systems, Inc
75	KOQ24 30736 & Design	1,812,523	12/21/1993	Checkpoint Systems, Inc
76	CIRCULATION CIRCUIT	2,554,498	4/2/2002	Checkpoint Systems, Inc
77	UNIQUELY YOURS	3,061,025	2/21/2006	Checkpoint Systems, Inc
78				
79				