

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Crown Packaging Technology, Inc.		12/19/2013	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Deutsche Bank AG New York Branch, as collateral agent
Street Address:	60 Wall Street
City:	New York
State/Country:	NEW YORK
Postal Code:	10005
Entity Type:	Bank: UNITED STATES

PROPERTY NUMBERS Total: 28

Property Type	Number	Word Mark
Serial Number:	86051160	360 END
Serial Number:	85413712	
Registration Number:	4331890	IDEAL
Registration Number:	4365151	ORBIT
Registration Number:	4380559	ORBIT...SIMPLY EASIER OPENING
Registration Number:	4047902	BRAND-BUILDING PACKAGING
Registration Number:	3830114	ORBIT
Registration Number:	3738807	ECOB
Registration Number:	3569286	PRESON
Registration Number:	3920023	EASYLIFT
Registration Number:	3919947	EASYLIFT
Registration Number:	3361236	SAFETY AWARENESS FOR EMPLOYEES THINK S.A
Registration Number:	3281374	
Registration Number:	3226568	BRAND-BUILDING PACKAGING INVITATIONAL

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Registration Number:	3226581	CROWN BRAND-BUILDING PACKAGING INVITATIO
Registration Number:	2958802	BRAND-BUILDING PACKAGING
Registration Number:	2993674	CROWN
Registration Number:	3077066	EOLE
Registration Number:	2743274	IDEAL CLOSURE
Registration Number:	2666876	SUPEREND
Registration Number:	2096396	VERI-GREEN
Registration Number:	2034078	OXYCAP
Registration Number:	1200820	DOUBLESAFE
Registration Number:	1100781	SAFERIM
Registration Number:	822336	CROWN
Registration Number:	776307	
Registration Number:	774318	
Registration Number:	343530	CROWN

CORRESPONDENCE DATA

Fax Number: 3026365454
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 800-927-9801 x 62348
Email: jpaterso@cscinfo.com
Correspondent Name: Corporation Service Company
Address Line 1: 1090 Vermont Avenue NW, Suite 430
Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

ATTORNEY DOCKET NUMBER:	039005
NAME OF SUBMITTER:	Jean Paterson
Signature:	/jep/
Date:	03/05/2014

Total Attachments: 8
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TRADEMARK SECURITY AGREEMENT

TRADEMARK SECURITY AGREEMENT (this "**Agreement**"), dated as of December 19, 2013 among CROWN PACKAGING TECHNOLOGY, INC. (the "**Grantor**"), and DEUTSCHE BANK AG NEW YORK BRANCH ("**DB**"), as U.S. collateral agent (in such capacity, and together with any successors in such capacity, the "**Collateral Agent**") for the Secured Creditors.

RECITALS

WHEREAS, on December 19, 2013 (the "**Effective Date**"), Crown Holdings, Inc., a Pennsylvania corporation ("**Crown Holdings**"), Crown Cork & Seal Company, Inc., a Pennsylvania corporation ("**CCSC**"), CROWN Americas LLC, a Pennsylvania limited liability company ("**Crown Usco**" or "**U.S. Borrower**"), Crown International Holdings, Inc., a Delaware corporation ("**Crown International**"), each other U.S. Subsidiary of Crown Holdings party thereto, and DB, as U.S. collateral agent (in such capacity and together with any successors in such capacity, the "**Collateral Agent**") for the Secured Creditors Entered into that certain U.S. Security Agreement (as amended, amended and restated, supplemented or otherwise modified from time to time, the "**Security Agreement**").

WHEREAS, on the Effective Date, CROWN USCO, CROWN EUROPEAN HOLDINGS SA, a *société anonyme* organized under the laws of France ("**Crown Euroco**"), as european borrower, CROWN METAL PACKAGING CANADA LP, as Canadian borrower, CROWN HOLDINGS, CROWN INTERNATIONAL, CROWN CORK & SEAL COMPANY, INC. ("**CCSC**"), CROWN UK HOLDINGS LIMITED, CROWN VERPACKUNGEN DEUTSCHLAND GMBH and CROWN VERPAKKING NEDERLAND BV intend to enter into a new senior secured credit agreement dated as of the Effective Date (as amended, amended and restated, supplemented, refinanced, replaced or otherwise modified from time to time, the "**Credit Agreement**") with the lenders from time to time party thereto (the "**Lenders**"), DEUTSCHE BANK AG NEW YORK BRANCH, as administrative agent (in such capacity, the "**Administrative Agent**"), DEUTSCHE BANK AG LONDON BRANCH, as U.K. administrative agent (in such capacity, the "**U.K. Administrative Agent**"), and DEUTSCHE BANK AG CANADA BRANCH, as Canadian administrative agent (in such capacity, the "**Canadian Administrative Agent**").

WHEREAS, the Grantor is the legal and/or beneficial owner of the Collateral pledged by it hereunder.

WHEREAS, this Agreement is given by the Grantor in favor of the Collateral Agent for its benefit and the benefit of the other Secured Creditors to secure the payment and performance of all of the Obligations.

WHEREAS, the Grantor will receive substantial benefits from the execution, delivery and performance of the obligations under the Loan Documents and is therefore willing to enter into this Agreement.

NOW, THEREFORE, in consideration of the premises and to induce the Collateral Agent, for the benefit of the Secured Creditors, to enter into the Credit Agreement, the Grantor hereby agrees with the Collateral Agent as follows:

SECTION 1. Defined Terms. Unless otherwise defined herein, terms defined in the Security Agreement and used herein have the meaning given to them in the Security Agreement.

SECTION 2. Grant of Security Interest in Trademarks. The Grantor, as collateral security for the payment and performance in full of all the Obligations, hereby collaterally pledges to the Collateral Agent for the benefit of the Secured Creditors, and grants to the Collateral Agent for the benefit of the Secured Creditors a lien on and security interest in, all of its right, title and interest in, to and under the following Collateral of such Grantor (the "**Trademarks**"):

- (a) all Trademarks listed on Schedule I hereto;
- (b) all registered Trademark Licenses listed on Schedule I hereto;
- (c) all General Intangibles relating to Trademarks and Trademark Licenses;
and
- (d) all Proceeds of any and all of the foregoing.

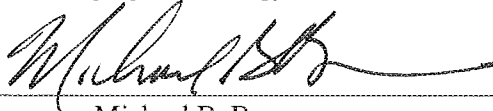
SECTION 3. Security Agreement. The security interest granted pursuant to this Agreement is granted in conjunction with the security interest granted to the Collateral Agent pursuant to the Security Agreement and the Grantor hereby acknowledges and affirms that the rights and remedies of the Collateral Agent with respect to the security interest in the Trademarks made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein. In the event that any provision of this Agreement is deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall control.

SECTION 4. Termination. Upon the termination of this agreement in accordance with, and pursuant to, the Credit Agreement, the Collateral Agent shall execute, acknowledge, and deliver to the Grantor an instrument in writing in recordable form releasing the collateral pledge, grant, assignment, lien and security interest in the Trademarks under this Agreement.

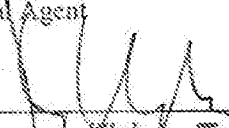
[Signature Page Follows]

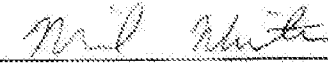
IN WITNESS WHEREOF, the Grantor has caused this Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

CROWN Packaging Technology, Inc.

By: 
Name: Michael B. Burns
Title: Vice President and Treasurer

DEUTSCHE BANK AG NEW YORK BRANCH,
as Collateral Agent

By: 
Name: Kirk L. Tashjian
Title: Vice President

By: 
Name: Michael Winters
Title: Vice President

Trademark Security Agreement

TRADEMARK
REEL: 005230 FRAME: 0551

Schedule I

Pending U.S. Trademark Applications

Mark	Status	Application Number	Application Date	Owner
360 END	Pending	86051160	29-AUG-2013	CROWN PACKAGING TECHNOLOGY, INC.
<i>Design Only</i>	Published (Pending) Section 2(F)	85413712	02-SEP-2011	CROWN PACKAGING TECHNOLOGY, INC.

Registered U.S. Trademarks

Mark	Status	App. No.	App. Date	Reg. No.	Reg. Date	Owner
IDEAL	Registered Section 2(F)	85728930	14-SEP-2012	4331890	07-MAY-2013	CROWN PACKAGING TECHNOLOGY, INC.
ORBIT	Registered	85271884	21-MAR-2011	4365151	09-JUL-2013	CROWN PACKAGING TECHNOLOGY, INC.
ORBIT...SIMPLY EASIER OPENING	Registered	85270317	18-MAR-2011	4380559	06-AUG-2013	CROWN PACKAGING TECHNOLOGY, INC.
BRAND-BUILDING PACKAGING	Registered Section 2(F)	85129783	15-SEP-2010	4047902	01-NOV-2011	CROWN PACKAGING TECHNOLOGY, INC.

Mark	Status	App. No.	App. Date	Reg. No.	Reg. Date	Owner
ORBIT	Registered Section 44(D)	77653195	21-JAN-2009	3830114	10-AUG-2010	CROWN PACKAGING TECHNOLOGY, INC.
ECOB	Registered Section 44(D)	77619508	21-NOV-2008	3738807	19-JAN-2010	CROWN PACKAGING TECHNOLOGY, INC.
PRESON	Registered Section 2(F)	77432188	26-MAR-2008	3569286	03-FEB-2009	CROWN PACKAGING TECHNOLOGY, INC.
EASYLIFT	Registered	77174104	07-MAY-2007	3920023	15-FEB-2011	CROWN PACKAGING TECHNOLOGY, INC
EASYLIFT	Registered	76673446	01-MAR-2007	3919947	15-FEB-2011	CROWN PACKAGING TECHNOLOGY, INC.
SAFETY AWARENESS FOR EMPLOYEES THINK S.A.F.E.	Registered	76673289	27-FEB-2007	3361236	01-JAN-2008	CROWN PACKAGING TECHNOLOGY, INC.
<i>Design Only</i>	Registered	76671549	19-JAN-2007	3281374	21-AUG-2007	CROWN PACKAGING TECHNOLOGY, INC.
BRAND- BUILDING PACKAGING INVITATIONAL	Registered	76661469	12-JUN-2006	3226568	10-APR-2007	CROWN PACKAGING TECHNOLOGY, INC.

Mark	Status	App. No.	App. Date	Reg. No.	Reg. Date	Owner
CROWN BRAND- BUILDING PACKAGING INVITATIONAL	Registered	76661650	12-JUN- 2006	3226581	10-APR- 2007	CROWN PACKAGING TECHNOLOGY, INC.
BRAND- BUILDING PACKAGING	Registered	78374946	26-FEB- 2004	2958802	31-MAY- 2005	CROWN PACKAGING TECHNOLOGY, INC.
CROWN	Registered	76544854	04-SEP- 2003	2993674	13-SEP- 2005	CROWN PACKAGING TECHNOLOGY, INC.
EOLE	Registered	76465127	07-NOV- 2002	3077066	04-APR- 2006	CROWN PACKAGING TECHNOLOGY, INC.
IDEAL CLOSURE	Renewed (Registered)	76193942	12-JAN- 2001	2743274	29-JUL- 2003	CROWN PACKAGING TECHNOLOGY, INC.
SUPEREND	Renewed (Registered)	75911389	07-FEB- 2000	2666876	24-DEC- 2002	CROWN PACKAGING TECHNOLOGY, INC.
VERI-GREEN	Renewed (Registered)	74710280	02-AUG- 1995	2096396	16-SEP- 1997	CROWN PACKAGING TECHNOLOGY, INC.
OXYCAP	Renewed (Registered)	74467577	09-DEC- 1993	2034078	28-JAN- 1997	CROWN PACKAGING TECHNOLOGY, INC.

Mark	Status	App. No.	App. Date	Reg. No.	Reg. Date	Owner
DOUBLESAFE	Renewed (Registered)	73228003	17-AUG- 1979	1200820	13-JUL- 1982	CROWN PACKAGING TECHNOLOGY, INC.
SAFERIM	Renewed (Registered)	73136106	01-AUG- 1977	1100781	29-AUG- 1978	SPC RESOURCES, INC ¹
CROWN	Renewed (Registered)	72248433	20-JUN- 1966	0822336	17-JAN- 1967	CROWN PACKAGING TECHNOLOGY, INC.
<i>Design Only</i>	Renewed (Registered)	72169227	20-MAY- 1963	0776307	01-SEP- 1964	CROWN PACKAGING TECHNOLOGY, INC.
<i>Design Only</i>	Renewed (Registered)	72169228	20-MAY- 1963	0774318	04-AUG- 1964	CROWN PACKAGING TECHNOLOGY, INC.
CROWN	Renewed (Registered)	71383721	28-SEP- 1936	0343530	23-FEB- 1937	CROWN PACKAGING TECHNOLOGY, INC.

¹ Crown is in the process of recording the assignment of this mark.