

CARROLS RESTAURANT GROUP, INC.  
Form SC 13G/A  
February 10, 2010

**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

**SCHEDULE 13G**

**Under the Securities Exchange Act of 1934**

**(Amendment No. 4)\***

**Carrols Restaurant Group, Inc.**

(Name of Issuer)

**Common Stock**

(Title of Class of Securities)

**14574X104**

(CUSIP Number)

**December 31, 2009**

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

X Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

December 31, 2009

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

**PAGE 1 OF 8 PAGES**

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CUSIP No. 14574X104

**1 NAME OF REPORTING PERSON**

Manulife Financial Corporation

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\***

(a) "

(b) "

N/A

**3 SEC USE ONLY**

**4 CITIZENSHIP OR PLACE OF ORGANIZATION**

Canada

**5 SOLE VOTING POWER**

**6 -0- SHARED VOTING POWER**

Number of

Shares

**7 -0- SOLE DISPOSITIVE POWER**

Beneficially

Owned by

Each

**8 -0- SHARED DISPOSITIVE POWER**

Reporting

Person

-0-

With

**9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

None, except through its indirect, wholly-owned subsidiaries, MFC Global Investment Management (U.S.A.) Limited and MFC Global Investment Management (U.S.), LLC

**10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\***

N/A

**11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

See line 9 above.

**12** TYPE OF REPORTING PERSON\*

HC

**\*SEE INSTRUCTIONS**

**PAGE 2 OF 8 PAGES**

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**CUSIP No. 14574X104**

**1 NAME OF REPORTING PERSON**

MFC Global Investment Management (U.S.A.) Limited

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\***

(a)

(b)

N/A

**3 SEC USE ONLY**

**4 CITIZENSHIP OR PLACE OF ORGANIZATION**

Canada

**5 SOLE VOTING POWER**

**6** 12,807  
SHARED VOTING POWER

Number of  
Shares

**7** -0-  
SOLE DISPOSITIVE POWER

Beneficially

Owned by  
Each

**8** 12,807  
SHARED DISPOSITIVE POWER

Reporting  
Person

-0-

With

**9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

12,807

**10** CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

N/A

**11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0.06%

**12** TYPE OF REPORTING PERSON\*

IA

**\*SEE INSTRUCTIONS**

**PAGE 3 OF 8 PAGES**

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**CUSIP No. 14574X104**

**1 NAME OF REPORTING PERSON**

MFC Global Investment Management (U.S.), LLC

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\***

(a)

(b)

N/A

**3 SEC USE ONLY**

**4 CITIZENSHIP OR PLACE OF ORGANIZATION**

Delaware

**5 SOLE VOTING POWER**

**6 683,700  
SHARED VOTING POWER**

Number of

Shares

**7 -0-  
SOLE DISPOSITIVE POWER**

Beneficially

Owned by

Each

**8 683,700  
SHARED DISPOSITIVE POWER**

Reporting

Person

-0-

With

**9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

683,700

**10** CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

N/A

**11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

3.17%

**12** TYPE OF REPORTING PERSON\*

IA

**\*SEE INSTRUCTIONS**

**PAGE 4 OF 8 PAGES**

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Item 1(a) Name of Issuer:

Carrols Restaurant Group, Inc.

Item 1(b) Address of Issuer's Principal Executive Offices:

968 James Street  
Syracuse, New York 13203

Item 2(a) Name of Person Filing:

This filing is made on behalf of Manulife Financial Corporation ("MFC") and MFC's indirect, wholly-owned subsidiaries, MFC Global Investment Management (U.S.A.) Limited ("MFC Global (U.S.A.)") and MFC Global Investment Management (U.S.), LLC ("MFC Global (U.S.)").

Item 2(b) Address of Principal Business Office:

The principal business offices of MFC and MFC Global (U.S.A.) are located at 200 Bloor Street East, Toronto, Ontario, Canada, M4W 1E5.

The principal business office of MFC Global (U.S.) is located at 101 Huntington Avenue, Boston, Massachusetts 02199.

Item 2(c) Citizenship:

MFC and MFC Global (U.S.A.) are organized and exist under the laws of Canada.

MFC Global (U.S.) is organized and exists under the laws of the State of Delaware.

Item 2(d) Title of Class of Securities:

Common Stock

Item 2(e) CUSIP Number:

14574X104

Item 3 If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

MFC: (g) (X) a parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G).

December 31, 2009

MFC Global (U.S.A.): (e) (X) an investment adviser in accordance with  
§240.13d-1(b)(1)(ii)(E).

MFC Global (U.S.): (e) (X) an investment adviser in accordance with  
§240.13d-1(b)(1)(ii)(E).

Item 4 Ownership:

(a) Amount Beneficially Owned: MFC Global (U.S.A.) has beneficial ownership of 12,807 shares of Common Stock and MFC Global (U.S.) has beneficial ownership of 683,700 shares of Common Stock. Through its parent-subsiary relationship to MFC Global (U.S.A.) and MFC Global (U.S.), MFC may be deemed to have beneficial ownership of these same shares.

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(b) Percent of Class: Of the 21,594,145 shares outstanding as of October 30, 2009, according to the issuer's Quarterly Report on Form 10-Q for the period ended September 27, 2009, MFC Global (U.S.A.) held 0.06% and MFC Global (U.S.) held 3.17%.

(c) Number of shares as to which the person has:

(i) sole power to vote or to direct the vote:

MFC Global (U.S.A.) and MFC Global (U.S.) each has sole power to vote or to direct the voting of the shares of Common Stock beneficially owned by each of them.

(ii) shared power to vote or to direct the vote: -0-

(iii) sole power to dispose or to direct the disposition of:

MFC Global (U.S.A.) and MFC Global (U.S.) each has sole power to dispose or to direct the disposition of the shares of Common Stock beneficially owned by each of them.

(iv) shared power to dispose or to direct the disposition of: -0-

Item 5 Ownership of Five Percent or Less of a Class:

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [X].

Item 6 Ownership of More than Five Percent on Behalf of Another Person:

Not applicable.

Item 7 Identification and Classification of the Subsidiary which Acquired the Security Being Reported on by the Parent Holding Company or Control Person:

See Items 3 and 4 above.

Item 8 Identification and Classification of Members of the Group:

Not applicable.

Item 9 Notice of Dissolution of Group:  
Not applicable.

Item 10 Certification:

By signing below the undersigned certifies that, to the best of its knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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**SIGNATURE**

After reasonable inquiry and to the best of its knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

**Manulife Financial Corporation**

By: /s/ Kenneth G. Pogrin

Name: Kenneth G. Pogrin

Dated: February 10, 2010

Title: Attorney in Fact\*

**MFC Global Investment Management (U.S.A.) Limited**

By: /s/ Kenneth G. Pogrin

Name: Kenneth G. Pogrin

Dated: February 10, 2010

Title: General Counsel and Secretary

**MFC Global Investment Management (U.S.), LLC**

By: /s/ William E. Corson

Name: William E. Corson

Dated: February 10, 2010

Title: Vice President and Chief Compliance Officer

\* Signed pursuant to a Power of Attorney dated January 17, 2008 included as an Exhibit to Schedule 13G filed with the Securities and Exchange Commission by Manulife Financial Corporation on January 24, 2008.

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**EXHIBIT A**

**JOINT FILING AGREEMENT**

Manulife Financial Corporation, MFC Global Investment Management (U.S.A.) Limited and MFC Global Investment Management (U.S.), LLC agree that the Schedule 13G (Amendment No. 4) to which this Agreement is attached, relating to the Common Stock of Carrols Restaurant Group, Inc., is filed on behalf of each of them.

**Manulife Financial Corporation**

By: /s/ Kenneth G. Pogrinn

Name: Kenneth G. Pogrinn

Dated: February 10, 2010

Title: Attorney in Fact\*

**MFC Global Investment Management (U.S.A.) Limited**

By: /s/ Kenneth G. Pogrinn

Name: Kenneth G. Pogrinn

Dated: February 10, 2010

Title: General Counsel and Secretary

**MFC Global Investment Management (U.S.), LLC**

By: /s/ William E. Corson

Name: William E. Corson

Dated: February 10, 2010

Title: Vice President and Chief Compliance Officer

\* Signed pursuant to a Power of Attorney dated January 17, 2008 included as an Exhibit to Schedule 13G filed with the Securities and Exchange Commission by Manulife Financial Corporation on January 24, 2008.

**PAGE 8 OF 8 PAGES**

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eft:244.8pt; padding-right:28.8pt; text-indent:151.2pt; font-size:12pt">Name: Burgess H. Hildreth  
Title: Vice President

INTERTAPE POLYMER GROUP INC.

By:

/s/ Andrew M. Archibald

Name: Andrew M. Archibald  
Title: Chief Financial Officer

IPG (US) HOLDINGS INC.

By:

/s/ Burgess H. Hildreth

Name: Burgess H. Hildreth  
Title: Vice President

NEWYORK 5813470 (2K)

Each of the undersigned, each being a Subsidiary Guarantor under, and as defined in, the Credit Agreement referenced in the foregoing Fourth Amendment hereby consents to the entering into of the Fourth Amendment and agrees to the provisions thereof.

IPG HOLDINGS LP

By: Intertape Polymer Inc., General Partner

By: /s/ Burgess H. Hildreth

Name: Burgess H. Hildreth

Title: Vice President

IPG FINANCE LLC

By: /s/ Elaine Wright

Name: Elaine Wright

Title: President

INTERTAPE POLYMER MANAGEMENT CORP.

By: /s/ Burgess H. Hildreth

Name: Burgess H. Hildreth

Title: Vice President

POLYMER INTERNATIONAL CORP.

By: /s/ Burgess H. Hildreth

Name: Burgess H. Hildreth

Title: President

CAJUN BAG & SUPPLY CORP.

By: /s/ Burgess H. Hildreth

Name: Burgess H. Hildreth

Title: Vice President

NEWYORK 5813470 (2K)

INTERNATIONAL CONTAINER SYSTEMS, INC.

By: /s/ Burgess H. Hildreth

Name: Burgess H. Hildreth  
Title: Vice President  
UTC ACQUISITION CORP.

By: /s/ Burgess H. Hildreth

Name: Burgess H. Hildreth  
Title: President  
INTERTAPE INTERNATIONAL CORP.

By: /s/ Burgess H. Hildreth

Name: Burgess H. Hildreth  
Title: President  
COIF HOLDING INC.

By: /s/ Burgess H. Hildreth

Name: Burgess H. Hildreth  
Title: Vice President  
FIBC HOLDING INC.

By: /s/ Burgess H. Hildreth

Name: Burgess H. Hildreth  
Title: Vice President  
INTERTAPE POLYMER US INC.

By: /s/ H. Dale McSween

Name: H. Dale McSween  
Title: Chief Executive Officer  
SPUNTECH FABRICS INC.

By: /s/ Victor DiTommaso

Name: Victor DiTommaso  
Title: President

NEWYORK 5813470 (2K)

IPG HOLDING COMPANY OF  
NOVA SCOTIA

By: /s/ Burgess H. Hildreth

Name: Burgess H. Hildreth  
Title: Vice President

FIBOPE PORTUGUESA-FILMES BIORIENTADOS  
S.A.

By: /s/ Gregory A. Yull

Name: Gregory A. Yull  
Title: Director

INTERTAPE WOVEN PRODUCTS, S.A. de C.V.

By: /s/ H. Dale McSween

Name: H. Dale McSween  
Title: President of the Board of Directors

INTERTAPE WOVEN PRODUCTS SERVICES, S.A.  
DE C.V.

By: /s/ H. Dale McSween

Name: H. Dale McSween  
Title: President of the Board of Directors

NEWYORK 5813470 (2K)

CITICORP NORTH AMERICA, INC.,  
Individually and as Administrative Agent

By:

/s/ C. P. Mahon

Name: C. P. Mahon  
Title: Vice President

COMERICA BANK,  
Individually and as Swingline Lender

By:

/s/ Michael Messink

Name: Michael Messink  
Title: Assistant Vice President

NEWYORK 5813470 (2K)

SIGNATURE PAGE TO THE FOURTH AMENDMENT TO CREDIT AGREEMENT, DATED AS OF NOVEMBER 7, 2006, AMONG IPG (US) INC., CENTRAL PRODUCTS COMPANY, IPG ADMINISTRATIVE SERVICES INC., INTERTAPE POLYMER CORP., IPG FINANCIAL SERVICES INC., INTERTAPE POLYMER INC., INTERTAPE POLYMER GROUP INC., IPG (U.S.) HOLDINGS, INC., VARIOUS LENDERS AND CITICORP NORTH AMERICA, INC., AS ADMINISTRATIVE AGENT

Name of Institution:

WATERFRONT CLO 2007-1

By:

/s/ Robert E. Sydow

Name: Robert E. Sydow

Title: Collateral Manager/Authorized Agent

NEWYORK 5813470 (2K)



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Name of Institution:

LANDMARK IV CDO LIMITED

By Aladdin Capital Management LLC as Manager

By:

/s/ Todd Murray

Name: Todd Murray

Title: Authorized Signatory

NEWYORK 5813470 (2K)

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Name of Institution:

BABSON CLO LTD. 2004-I

BABSON CLO LTD. 2004-II

BABSON CLO LTD. 2005-I

BABSON CLO LTD. 2005-II

BABSON CLO LTD. 2006-II

BABSON CLO LTD. 2007-I

SAPPHIRE VALLEY CDO I, LTD.

SUFFIELD CLO, LIMITED

By: Babson Capital Management LLC as Collateral Manager

By:

/s/ Marcus G. Sowell

Name: Marcus G. Sowell

Title: Managing Director

MASSACHUSETTS MUTUAL LIFE INSURANCE COMPANY

By: Babson Capital Management LLC as Investment Adviser

By:

/s/ Marcus G. Sowell

Name: Marcus G. Sowell

Title: Managing Director

SOMERS CDO, LIMITED

By: Babson Capital Management LLC under delegated authority

From Massachusetts Mutual Life Insurance Company as Collateral

Manager

By:

/s/ Marcus G. Sowell

Name: Marcus G. Sowell

Title: Managing Director

NEWYORK 5813470 (2K)

MAPLEWOOD (CAYMAN) LIMITED

By: Babson Capital Management LLC as Investment Manager

By:

/s/ Marcus G. Sowell

Name: Marcus G. Sowell

Title: Managing Director

BILL & MELINDA GATES FOUNDATION

By: Babson Capital Management LLC as Investment Adviser

By:

/s/ Marcus G. Sowell

Name: Marcus G. Sowell

Title: Managing Director

NEWYORK 5813470 (2K)

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Name of Institution:

HAMILTON FLOATING RATE FUND, LLC

By:

/s/ Dean Stephan

Name: Dean Stephan

Title: Managing Director

NEWYORK 5813470 (2K)

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Name of Institution:

OWS CLO I, LTD.

By:

/s/ Dean Stephan

Name: Dean Stephan

Title: Managing Director

NEWYORK 5813470 (2K)

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Name of Institution:

BLACK DIAMOND CLO 2005-1 LTD.

By: Black Diamond Capital Management, L.L.C.

as its Collateral Manager

By:

/s/ Stephen H. Deckoff

Name: Stephen H. Deckoff

Title: Managing Principal

Black Diamond Capital Management, L.L.C.

NEWYORK 5813470 (2K)

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Name of Institution:

BLACK DIAMOND INTERNATIONAL FUNDING, LTD.

By:

/s/ Simon Wetherell

Name: Simon Wetherell

Title: Director

NEWYORK 5813470 (2K)



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Name of Institution:

BlackRock Floating Rate Income Strategies Fund, Inc.

BlackRock Senior Income Series

By:

/s/ Tom Colwell

Name: Tom Colwell

Title: Authorized Sig.

NEWYORK 5813470 (2K)

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Name of Institution:

Loan Funding VI LLC,

for itself or as agent for

Corporate Loan Funding VI LLC

By:

/s/ Dean T. Criares

Name: Dean T. Criares

Title: Senior Managing Director

NEWYORK 5813470 (2K)

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Name of Institution:

Hanover Square CLO Ltd.

By: Blackstone Debt Advisors L.P.

As Collateral Manager

By:

/s/ Dean T. Criares

Name: Dean T. Criares

Title: Senior Managing Director

NEWYORK 5813470 (2K)

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Name of Institution:

Monument Park CDO Ltd.

By: Blackstone Debt Advisors L.P.

As Collateral Manager

By:

/s/ Dean T. Criares

Name: Dean T. Criares

Title: Senior Managing Director

NEWYORK 5813470 (2K)

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Name of Institution:

By: Callidus Debt Partners CLO Fund III Ltd.

By: Its Collateral Manager,

Callidus Capital Management, LLC

By:

/s/ Peter R. Bennitt

Name: Peter R. Bennitt

Title: Principal

NEWYORK 5813470 (2K)

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Name of Institution:

CIT Lending Services Corporation

By:

/s/ John Crawford

Name: John Crawford

Title: Vice President

NEWYORK 5813470 (2K)

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Name of Institution:

CITIBANK, N.A.

By:

/s/ Thomas A. Neville

Name: Thomas A. Neville

Title: Assistant Vice President

Attorney-in-Fact

NEWYORK 5813470 (2K)

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Name of Institution:

Citibank, N.A., Canadian Branch

By:

/s/ Niyousha Zarinpour

Name: Niyousha Zarinpour

Title: Authorized Signer

NEWYORK 5813470 (2K)



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Name of Institution:

SENIOR DEBT PORTFOLIO

By: Boston Management and Research

as Investment Advisor

By:

/s/ Michael B. Botthof

Name: Michael B. Botthof

Title: Vice President

NEWYORK 5813470 (2K)

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Name of Institution:

EATON VANCE SENIOR INCOME TRUST

BY: EATON VANCE MANAGEMENT

AS INVESTMENT ADVISOR

By:

/s/ Michael B. Botthof

Name: Michael B. Botthof

Title: Vice President

NEWYORK 5813470 (2K)

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Name of Institution:

EATON VANCE INSTITUTIONAL SENIOR LOAN FUND

BY: EATON VANCE MANAGEMENT

AS INVESTMENT ADVISOR

By:

/s/ Michael B. Botthof

Name: Michael B. Botthof

Title: Vice President

NEWYORK 5813470 (2K)

SIGNATURE PAGE TO THE FOURTH AMENDMENT TO CREDIT AGREEMENT, DATED AS OF NOVEMBER 7, 2006, AMONG IPG (US) INC., CENTRAL PRODUCTS COMPANY, IPG ADMINISTRATIVE SERVICES INC., INTERTAPE POLYMER CORP., IPG FINANCIAL SERVICES INC., INTERTAPE POLYMER INC., INTERTAPE POLYMER GROUP INC., IPG (U.S.) HOLDINGS, INC., VARIOUS LENDERS AND CITICORP NORTH AMERICA, INC., AS ADMINISTRATIVE AGENT

Name of Institution:

EATON VANCE CDO III, LTD.

BY: EATON VANCE MANAGEMENT

AS INVESTMENT ADVISOR

By:

/s/ Michael B. Botthof

Name: Michael B. Botthof

Title: Vice President

NEWYORK 5813470 (2K)

SIGNATURE PAGE TO THE FOURTH AMENDMENT TO CREDIT AGREEMENT, DATED AS OF NOVEMBER 7, 2006, AMONG IPG (US) INC., CENTRAL PRODUCTS COMPANY, IPG ADMINISTRATIVE SERVICES INC., INTERTAPE POLYMER CORP., IPG FINANCIAL SERVICES INC., INTERTAPE POLYMER INC., INTERTAPE POLYMER GROUP INC., IPG (U.S.) HOLDINGS, INC., VARIOUS LENDERS AND CITICORP NORTH AMERICA, INC., AS ADMINISTRATIVE AGENT

Name of Institution:

EATON VANCE CDO VI LTD.

BY: EATON VANCE MANAGEMENT

AS INVESTMENT ADVISOR

By:

/s/ Michael B. Botthof

Name: Michael B. Botthof

Title: Vice President

NEWYORK 5813470 (2K)

SIGNATURE PAGE TO THE FOURTH AMENDMENT TO CREDIT AGREEMENT, DATED AS OF NOVEMBER 7, 2006, AMONG IPG (US) INC., CENTRAL PRODUCTS COMPANY, IPG ADMINISTRATIVE SERVICES INC., INTERTAPE POLYMER CORP., IPG FINANCIAL SERVICES INC., INTERTAPE POLYMER INC., INTERTAPE POLYMER GROUP INC., IPG (U.S.) HOLDINGS, INC., VARIOUS LENDERS AND CITICORP NORTH AMERICA, INC., AS ADMINISTRATIVE AGENT

Name of Institution:

Eaton Vance CDO VIII, LTD.

By: Eaton Vance Management

As Investment Advisor

By:

/s/ Michael B. Botthof

Name: Michael B. Botthof

Title: Vice President

NEWYORK 5813470 (2K)

SIGNATURE PAGE TO THE FOURTH AMENDMENT TO CREDIT AGREEMENT, DATED AS OF NOVEMBER 7, 2006, AMONG IPG (US) INC., CENTRAL PRODUCTS COMPANY, IPG ADMINISTRATIVE SERVICES INC., INTERTAPE POLYMER CORP., IPG FINANCIAL SERVICES INC., INTERTAPE POLYMER INC., INTERTAPE POLYMER GROUP INC., IPG (U.S.) HOLDINGS, INC., VARIOUS LENDERS AND CITICORP NORTH AMERICA, INC., AS ADMINISTRATIVE AGENT

Name of Institution:

GRAYSON & CO.

BY: BOSTON MANAGEMENT AND RESEARCH

AS INVESTMENT ADVISOR

By:

/s/ Michael B. Botthof

Name: Michael B. Botthof

Title: Vice President

NEWYORK 5813470 (2K)

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Name of Institution:

THE NORINCHUKIN BANK, NEW YORK BRANCH,

through State Street Bank and Trust Company N.A. as

Fiduciary Custodian

By: Eaton Vance Management, Attorney-in-Fact

By:

/s/ Michael B. Botthof

Name: Michael B. Botthof

Title: Vice President

NEWYORK 5813470 (2K)



SIGNATURE PAGE TO THE FOURTH AMENDMENT TO CREDIT AGREEMENT, DATED AS OF NOVEMBER 7, 2006, AMONG IPG (US) INC., CENTRAL PRODUCTS COMPANY, IPG ADMINISTRATIVE SERVICES INC., INTERTAPE POLYMER CORP., IPG FINANCIAL SERVICES INC., INTERTAPE POLYMER INC., INTERTAPE POLYMER GROUP INC., IPG (U.S.) HOLDINGS, INC., VARIOUS LENDERS AND CITICORP NORTH AMERICA, INC., AS ADMINISTRATIVE AGENT

Name of Institution:

BIG SKY III SENIOR LOAN TRUST

BY: EATON VANCE MANAGEMENT

AS INVESTMENT ADVISOR

By:

/s/ Michael B. Botthof

Name: Michael B. Botthof

Title: Vice President

NEWYORK 5813470 (2K)

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Name of Institution:

EATON VANCE

VT FLOATING-RATE INCOME FUND

BY: EATON VANCE MANAGEMENT

AS INVESTMENT ADVISOR

By:

/s/ Michael B. Botthof

Name: Michael B. Botthof

Title: Vice President

NEWYORK 5813470 (2K)

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Name of Institution:

EATON VANCE

LIMITED DURATION INCOME FUND

BY: EATON VANCE MANAGEMENT

AS INVESTMENT ADVISOR

By:

/s/ Michael B. Botthof

Name: Michael B. Botthof

Title: Vice President

NEWYORK 5813470 (2K)

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Name of Institution:

EATON VANCE SENIOR FLOATING-RATE TRUST

BY: EATON VANCE MANAGEMENT

AS INVESTMENT ADVISOR

By:

/s/ Michael B. Botthof

Name: Michael B. Botthof

Title: Vice President

NEWYORK 5813470 (2K)

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Name of Institution:

EATON VANCE FLOATING-RATE INCOME TRUST

BY: EATON VANCE MANAGEMENT

AS INVESTMENT ADVISOR

By:

/s/ Michael B. Botthof

Name: Michael B. Botthof

Title: Vice President

NEWYORK 5813470 (2K)

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Name of Institution:

FRANKLIN FLOATING RATE DAILY ACCESS FUND

FRANKLIN FLOATING RATE MASTER SERIES

By:

/s/ Richard Hsu

Name: RICHARD HSU

Title: VICE PRESIDENT

NEWYORK 5813470 (2K)

SIGNATURE PAGE TO THE FOURTH AMENDMENT TO CREDIT AGREEMENT, DATED AS OF NOVEMBER 7, 2006, AMONG IPG (US) INC., CENTRAL PRODUCTS COMPANY, IPG ADMINISTRATIVE SERVICES INC., INTERTAPE POLYMER CORP., IPG FINANCIAL SERVICES INC., INTERTAPE POLYMER INC., INTERTAPE POLYMER GROUP INC., IPG (U.S.) HOLDINGS, INC., VARIOUS LENDERS AND CITICORP NORTH AMERICA, INC., AS ADMINISTRATIVE AGENT

Name of Institution:

General Electric Capital Corporation

By:

/s/ Amanda J. vanHeyst

Name: Amanda J. vanHeyst

Title: Duly Authorized Signatory

NEWYORK 5813470 (2K)

SIGNATURE PAGE TO THE FOURTH AMENDMENT TO CREDIT AGREEMENT, DATED AS OF NOVEMBER 7, 2006, AMONG IPG (US) INC., CENTRAL PRODUCTS COMPANY, IPG ADMINISTRATIVE SERVICES INC., INTERTAPE POLYMER CORP., IPG FINANCIAL SERVICES INC., INTERTAPE POLYMER INC., INTERTAPE POLYMER GROUP INC., IPG (U.S.) HOLDINGS, INC., VARIOUS LENDERS AND CITICORP NORTH AMERICA, INC., AS ADMINISTRATIVE AGENT

Name of Institution:

General Electric Capital Corporation,

as Administrator for, GE CFS Loan Holding 2006-3 LLC

By:

/s/ Amanda J. vanHeyst

Name: Amanda J. vanHeyst

Title: Duly Authorized Signatory

NEWYORK 5813470 (2K)



SIGNATURE PAGE TO THE FOURTH AMENDMENT TO CREDIT AGREEMENT, DATED AS OF NOVEMBER 7, 2006, AMONG IPG (US) INC., CENTRAL PRODUCTS COMPANY, IPG ADMINISTRATIVE SERVICES INC., INTERTAPE POLYMER CORP., IPG FINANCIAL SERVICES INC., INTERTAPE POLYMER INC., INTERTAPE POLYMER GROUP INC., IPG (U.S.) HOLDINGS, INC., VARIOUS LENDERS AND CITICORP NORTH AMERICA, INC., AS ADMINISTRATIVE AGENT

Name of Institution:

General Electric Capital Corporation,  
as Administrator for, Merritt CLO Holding LLC.

By:

/s/ Amanda J. vanHeyst

Name: Amanda J. vanHeyst

Title: Duly Authorized Signatory

NEWYORK 5813470 (2K)

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Name of Institution:

GULF STREAM-COMPASS CLO 2004-I LTD

By: Gulf Stream Asset Management LLC

As Collateral Manager

By:

/s/ Barry K. Love

Name: Barry K. Love

Title: Chief Credit Officer

NEWYORK 5813470 (2K)

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Name of Institution:

HSBC Bank USA N.A.

By:

/s/ Jose M. Cruz

Name: Jose M. Cruz

Title: Senior Vice President

NEWYORK 5813470 (2K)

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Name of Institution:

IKB Capital Corporation

By:

/s/ David Snyder

Name: David Snyder

Title: President

NEWYORK 5813470 (2K)

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Name of Institution:

ING PRIME RATE TRUST

By: ING Investment Management Co.

as its investment manager

By:

/s/ Charles E. LeMieux

Name: CHARLES E. LEMIEUX, CFA

Title: VICE PRESIDENT

ING SENIOR INCOME FUND

By: ING Investment Management Co.

as its investment manager

By:

/s/ Charles E. LeMieux

Name: CHARLES E. LEMIEUX, CFA

Title: VICE PRESIDENT

NEWYORK 5813470 (2K)

SIGNATURE PAGE TO THE FOURTH AMENDMENT TO CREDIT AGREEMENT, DATED AS OF NOVEMBER 7, 2006, AMONG IPG (US) INC., CENTRAL PRODUCTS COMPANY, IPG ADMINISTRATIVE SERVICES INC., INTERTAPE POLYMER CORP., IPG FINANCIAL SERVICES INC., INTERTAPE POLYMER INC., INTERTAPE POLYMER GROUP INC., IPG (U.S.) HOLDINGS, INC., VARIOUS LENDERS AND CITICORP NORTH AMERICA, INC., AS ADMINISTRATIVE AGENT

Name of Institution:

CHAMPLAIN CLO, LTD.

By: INVESCO Senior Secured Management, Inc.

as Collateral Manager

By:

/s/ Thomas Ewald

Name: Thomas Ewald

Title: Authorized Signatory

NEWYORK 5813470 (2K)

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Name of Institution:

LOAN FUNDING IX LLC, for itself or as agent for

Corporate Loan Funding IX LLC

By: INVESCO Senior Secured Management, Inc.

as Portfolio Manager

By:

/s/ Thomas Ewald

Name: Thomas Ewald

Title: Authorized Signatory

NEWYORK 5813470 (2K)



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Name of Institution:

DIVERSIFIED CREDIT PORTFOLIO LTD.

By: INVESCO Senior Secured Management, Inc.

as Investment Advisor

By:

/s/ Thomas Ewald

Name: Thomas Ewald

Title: Authorized Signatory

NEWYORK 5813470 (2K)

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Name of Institution:

AIM FLOATING RATE FUND

By: INVESCO Senior Secured Management, Inc.

As Sub-Adviser

By:

/s/ Thomas Ewald

Name: Thomas Ewald

Title: Authorized Signatory

NEWYORK 5813470 (2K)

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Name of Institution:

Premium Loan Trust I, Ltd.

By:

/s/ Colin Donlan

Name: Colin Donlan

Title: Director

NEWYORK 5813470 (2K)

SIGNATURE PAGE TO THE FOURTH AMENDMENT TO CREDIT AGREEMENT, DATED AS OF NOVEMBER 7, 2006, AMONG IPG (US) INC., CENTRAL PRODUCTS COMPANY, IPG ADMINISTRATIVE SERVICES INC., INTERTAPE POLYMER CORP., IPG FINANCIAL SERVICES INC., INTERTAPE POLYMER INC., INTERTAPE POLYMER GROUP INC., IPG (U.S.) HOLDINGS, INC., VARIOUS LENDERS AND CITICORP NORTH AMERICA, INC., AS ADMINISTRATIVE AGENT

Name of Institution:

CONFLUENT 4 LIMITED, as Lender

By: Loomis, Sayles & Company, L.P.,

as Sub-Manager

By: Loomis, Sayles & Company, Incorporated,

Its General Partner

By:

/s/ Kevin J. Perry

Name: Kevin J. Perry

Title: Vice President

NEWYORK 5813470 (2K)

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Name of Institution:

IXIS LOOMIS SAYLES SENIOR LOAN FUND

By: Loomis, Sayles and Company, L.P.,

its manager

By: Loomis, Sayles and Company, Inc.,

its general partner

By:

/s/ Kevin J. Perry

Name: Kevin J. Perry

Title: Vice President

NEWYORK 5813470 (2K)

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Name of Institution:

LOOMIS SAYLES CLO I, LTD.

By: Loomis, Sayles and Company, L.P.,

its collateral manager

By: Loomis, Sayles and Company, Inc.,

its general partner

By:

/s/ Kevin P. Charleston

Name: Kevin P. Charleston

Title: Executive Vice President

NEWYORK 5813470 (2K)

SIGNATURE PAGE TO THE FOURTH AMENDMENT TO CREDIT AGREEMENT, DATED AS OF NOVEMBER 7, 2006, AMONG IPG (US) INC., CENTRAL PRODUCTS COMPANY, IPG ADMINISTRATIVE SERVICES INC., INTERTAPE POLYMER CORP., IPG FINANCIAL SERVICES INC., INTERTAPE POLYMER INC., INTERTAPE POLYMER GROUP INC., IPG (U.S.) HOLDINGS, INC., VARIOUS LENDERS AND CITICORP NORTH AMERICA, INC., AS ADMINISTRATIVE AGENT

Name of Institution:

THE LOOMIS SAYLES SENIOR LOAN FUND, LLC

By: Loomis, Sayles and Company, L.P.,

its manager

By: Loomis, Sayles and Company, Inc.,

its general partner

By:

/s/ Kevin J. Perry

Name: Kevin J. Perry

Title: Vice President

NEWYORK 5813470 (2K)

SIGNATURE PAGE TO THE FOURTH AMENDMENT TO CREDIT AGREEMENT, DATED AS OF NOVEMBER 7, 2006, AMONG IPG (US) INC., CENTRAL PRODUCTS COMPANY, IPG ADMINISTRATIVE SERVICES INC., INTERTAPE POLYMER CORP., IPG FINANCIAL SERVICES INC., INTERTAPE POLYMER INC., INTERTAPE POLYMER GROUP INC., IPG (U.S.) HOLDINGS, INC., VARIOUS LENDERS AND CITICORP NORTH AMERICA, INC., AS ADMINISTRATIVE AGENT

Name of Institution:

LOOMIS SAYLES SENIOR LOAN FUND II LLC

By: Loomis, Sayles & Company, L.P.,

Its Managing Member

By: Loomis, Sayles & Company, Inc.,

Its General Partner

By:

/s/ Kevin J. Perry

Name: Kevin J. Perry

Title: Vice President

NEWYORK 5813470 (2K)



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Name of Institution:

Centaurus Loan Trust

By:

/s/ Jason Duko

Name: JASON DUKO

Title: VICE PRESIDENT

NOMURA CORPORATE RESEARCH

AND ASSET MANAGEMENT INC.

AS

INVESTMENT ADVISER

NEWYORK 5813470 (2K)

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Name of Institution:

Clydesdale CLO 2004, Ltd.

By:

/s/ Jason Duko

Name: JASON DUKO

Title: VICE PRESIDENT

NOMURA CORPORATE RESEARCH

AND ASSET MANAGEMENT INC.

AS

INVESTMENT MANAGER

NEWYORK 5813470 (2K)

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Name of Institution:

NCRAM Loan Trust

By:

/s/ Jason Duko

Name: JASON DUKO

Title: VICE PRESIDENT

NOMURA CORPORATE RESEARCH

AND ASSET MANAGEMENT INC.

AS

INVESTMENT ADVISER

NEWYORK 5813470 (2K)

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Name of Institution:

Addison CDO, Limited

By:

Pacific Investment Management Company LLC,

as its Investment Advisor

By:

/s/ Arthur Y. D. Ong

Name: Arthur Y. D. Ong

Title: Senior Vice President

NEWYORK 5813470 (2K)

SIGNATURE PAGE TO THE FOURTH AMENDMENT TO CREDIT AGREEMENT, DATED AS OF NOVEMBER 7, 2006, AMONG IPG (US) INC., CENTRAL PRODUCTS COMPANY, IPG ADMINISTRATIVE SERVICES INC., INTERTAPE POLYMER CORP., IPG FINANCIAL SERVICES INC., INTERTAPE POLYMER INC., INTERTAPE POLYMER GROUP INC., IPG (U.S.) HOLDINGS, INC., VARIOUS LENDERS AND CITICORP NORTH AMERICA, INC., AS ADMINISTRATIVE AGENT

Name of Institution:

Fairway Loan Funding Company

By:

Pacific Investment Management Company LLC,

as its Investment Advisor

By:

/s/ Arthur Y. D. Ong

Name: Arthur Y. D. Ong

Title: Senior Vice President

NEWYORK 5813470 (2K)

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Name of Institution:

Loan Funding III LLC

By:

Pacific Investment Management Company LLC,

as its Investment Advisor

By:

/s/ Arthur Y. D. Ong

Name: Arthur Y. D. Ong

Title: Senior Vice President

NEWYORK 5813470 (2K)

SIGNATURE PAGE TO THE FOURTH AMENDMENT TO CREDIT AGREEMENT, DATED AS OF NOVEMBER 7, 2006, AMONG IPG (US) INC., CENTRAL PRODUCTS COMPANY, IPG ADMINISTRATIVE SERVICES INC., INTERTAPE POLYMER CORP., IPG FINANCIAL SERVICES INC., INTERTAPE POLYMER INC., INTERTAPE POLYMER GROUP INC., IPG (U.S.) HOLDINGS, INC., VARIOUS LENDERS AND CITICORP NORTH AMERICA, INC., AS ADMINISTRATIVE AGENT

Name of Institution:

Mayport CLO Ltd.

By:

Pacific Investment Management Company LLC,

as its Investment Advisor

By:

/s/ Arthur Y. D. Ong

Name: Arthur Y. D. Ong

Title: Senior Vice President

NEWYORK 5813470 (2K)

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Name of Institution:

PIMCO Floating Rate Income Fund

By:

Pacific Investment Management Company LLC,

as its Investment Advisor, acting through Investors

Fiduciary Trust Company in the Nominee Name of IFTCO

By:

/s/ Arthur Y. D. Ong

Name: Arthur Y. D. Ong

Title: Senior Vice President

NEWYORK 5813470 (2K)



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Name of Institution:

PIMCO Floating Rate Strategy Fund

By:

Pacific Investment Management Company LLC,

as its Investment Advisor, acting through Investors

Fiduciary Trust Company in the Nominee Name of IFTCO

By:

/s/ Arthur Y. D. Ong

Name: Arthur Y. D. Ong

Title: Senior Vice President

NEWYORK 5813470 (2K)

SIGNATURE PAGE TO THE FOURTH AMENDMENT TO CREDIT AGREEMENT, DATED AS OF NOVEMBER 7, 2006, AMONG IPG (US) INC., CENTRAL PRODUCTS COMPANY, IPG ADMINISTRATIVE SERVICES INC., INTERTAPE POLYMER CORP., IPG FINANCIAL SERVICES INC., INTERTAPE POLYMER INC., INTERTAPE POLYMER GROUP INC., IPG (U.S.) HOLDINGS, INC., VARIOUS LENDERS AND CITICORP NORTH AMERICA, INC., AS ADMINISTRATIVE AGENT

Name of Institution:

Southport CLO, Limited

By:

Pacific Investment Management Company LLC,

as its Investment Advisor

By:

/s/ Arthur Y. D. Ong

Name: Arthur Y. D. Ong

Title: Senior Vice President

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Name of Institution:

Waveland INGOTS, LTD.

By:

Pacific Investment Management Company LLC,

as its Investment Advisor

By:

/s/ Arthur Y. D. Ong

Name: Arthur Y. D. Ong

Title: Senior Vice President

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Name of Institution:

Stanfield Carrera CLO, Ltd.

By:

Stanfield Capital Partners LLC,

as its Asset Manager

By:

/s/ Christopher E. Jansen

Name: Christopher E. Jansen

Title: Managing Partner

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Name of Institution:

The Toronto-Dominion Bank

By:

/s/ J. F. Godin

/s/ Yves Bergeron

Name: J. F. Godin

Yves Bergeron

Title: Vice President

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Name of Institution:

Toronto Dominion (Texas) LLC

By:

/s/ Debbi L. Brito

Name: Debbi L. Brito

Title: Authorized Signatory

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Name of Institution:

Trimaran CLO IV Ltd.

By: Trimaran Advisors, L.L.C.

By:

/s/ David M. Millison

Name: David M. Millison

Title: Managing Director

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Name of Institution:

UPS Capital Corporation

By:

/s/ John P. Holloway

Name: John P. Holloway

Title: Director of Portfolio Management

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Name of Institution:

WhiteHorse I, Ltd.

WhiteHorse Capital Partners, L.P. as Collateral Manager

By:

/s/ Jay Carvell

Name: Jay Carvell

Title: Manager

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