

Additional Conveying Parties (1. Continued):

Additional Receiving Parties (2. Continued):

Assignee Name:

Internal Address:

Street Address:

City:

State:

Zip Code:

Additional Applications and/or Registration Numbers (4. Continued)

Additional Application Number(s)

4A continued:

76/208,196

Additional Registration Number(s)

4B continued:

Additional numbers attached?

Yes

No

**MEMORANDUM OF PATENT, TRADEMARK AND TRADE NAME SECURITY
INTEREST**

This Memorandum is dated as of July 26, 2002 between BKI Holding Corporation, a Delaware corporation (the "Patent and Mark Owner"), having a place of business at 900 Market Street, 2nd Floor, Wilmington, DE 19801, and Fleet National Bank, as agent (the "Secured Party") for itself and certain other lenders under the Credit Agreement dated as of April 16, 2001, as from time to time in effect, among the Patent and Mark Owner, certain of its affiliates, certain lenders party thereto and the Secured Party, having a place of business at 100 Federal Street, Boston, Massachusetts 02110.

1. Pursuant to the Security Agreement dated as of April 16, 2001, as from time to time in effect (the "Security Agreement"), among the Patent and Mark Owner, certain of its affiliates and the Secured Party, the Patent and Mark Owner has granted to the Secured Party a security interest in certain patents, trademarks and trade names and applications therefor listed in Exhibit A attached hereto and made a part hereof, in the name of the Patent and Mark Owner, together with the registrations thereof, the goodwill symbolized thereby and the assets associated therewith (collectively, the "Collateral").
2. The Patent and Mark Owner is the exclusive owner of all rights in the Collateral, including all rights to prosecute for unconsented use and infringement thereof. The Patent and Mark Owner has the capacity to grant to the Secured Party the security interests granted under the Security Agreement.

The Patent Owner and the Secured Party have executed this Memorandum effective as of the date first above written.

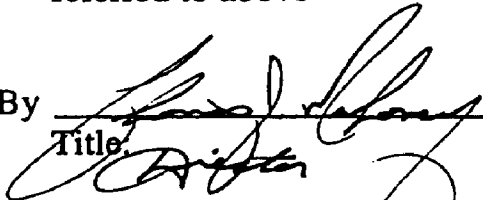
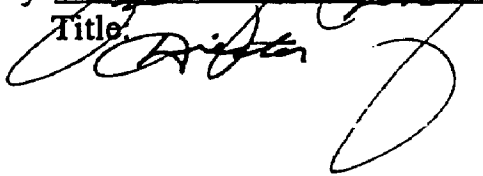
Patent Owner:

BKI HOLDING CORPORATION

By _____
Title:

Secured Party:

FLEET NATIONAL BANK,
as Agent under the Credit Agreement
referred to above

By 
Title: 

The Patent Owner and the Secured Party have executed this Memorandum effective as of the date first above written.

Patent Owner:

BKI HOLDING CORPORATION

By Frank B. Jacobs
Title: President

Secured Party:

FLEET NATIONAL BANK,
as Agent under the Credit Agreement
referred to above

By _____
Title:

United States Patent Registrations

REFERENCE	TYP	FILED	SERIAL #	ISSUED	PATENT	STATUS
NONWOVEN, ABSORBENT FIBROUS WEB AND METHOD OF MANUFACTURE						
Inventors: John Scott; Rick Bailey						
0D131US0	NEW	04-24-1997	60/044,794			EXPIRED
1D131US1	FCA	12-23-97	08/997,599			PUBLISHED
RESIN-TREATED MERCERIZED FIBERS AND PRODUCTS THEREOF						
Inventors: Susan Crenshaw; Arthur Phillips						
0D395US0	NEW	09-29-1997	60/060,278			EXPIRED
1D395US1	FCA	09-29-1998	09/163,040	01-09-2001	6,171,441	ISSUED
1D395US2	DIV	08-09-2000	09/634,571			PENDING
STRATIFIED ABSORBENT STRUCTURE WITH DENSITY GRADIENT						
Inventors: John P. Erspamer; S.K. Laurence Li; Scott Tomlin						
0D476US0	NEW	10-10-1997	60/062,025			ABANDONED
METHOD FOR TREATING PULP TO REDUCE DISINTEGRATION ENERGY						
Inventors: J. William Owens; John P. Erspamer; Charles E. Bost; John J. Ryan						
0E242US0	NEW	02-21-1997	60/038,245			EXPIRED
1E242US1	FCA	02-20-1998	09/027,061	12-12-2000	6,159,335	ISSUED
ABSORBENT STRUCTURES COATED WITH FOAMED SUPERABSORBENT POLYMER						
Inventors: James R. Gross; Samuel C. Baer; John P. Erspamer						
Assignee: BKI Holding Corporation						
0E273US0	NEW	06-08-1998	60/088,453			EXPIRED
ABSORBENT STRUCTURES WITH INTEGRAL LAYER OF SUPERABSORBENT POLYMER PARTICLES						
Inventors: James R. Gross; Samuel C. Baer; Steve Leptick; John P. Erspamer						
0E274US0	NEW	06-08-1998	60/088,451			EXPIRED
1E274US1	FCA	12-15-1998	09/211,935			PENDING
FLUID ACQUISITION/DISTRIBUTION LAYER						
Inventors: Samuel C. Baer; S.K. Laurence Li						
Assignee: BKI Holding Corporation						
0E275US0	NEW	06-08-1998	60/088,455			EXPIRED
1E275US1	FCI	01-19-1999	09/232,783			PENDING
1E275US2	CIP					PROPOSED
FRACTURE-RESISTANT SUPERABSORBENT POLYMER						
Inventor: James R. Gross						
0E276US0	NEW	06-08-1998	60/088,452			EXPIRED
1E276US1	FCA	12-18-1998	09/216,686	03-05-2002	6,353,148	ISSUED

REFERENCE	TYP	FILED	SERIAL #	ISSUED	PATENT	STATUS
FLUID ACQUISITION AND STORAGE MATERIAL						
Inventors: Samuel C. Baer; John Erspamer; S.K. Laurence Li						
0E278US0	NEW	06-08-1998	60/088,456			EXPIRED
0E278US1	OTH	09-29-1998	60/102,344			EXPIRED
1E278US2	FCA					PROPOSED
UNITARY ABSORBENT STRUCTURE CONTAINING SUPERABSORBENT POLYMER						
Inventors: James Westphal; John Erspamer; S.K. Laurence Li						
0E290US0	NEW	06-08-1998	60/088,454			EXPIRED
1E290US1	FCA	06-08-1999	09/327,703			ABANDONED
1E290US2	DCA	01-17-2001	09/719,338			PENDING
CELLULOSE SHEET WITH HIGH LOAD OF EMBEDDED SUPERABSORBENT POLYMER						
Inventors: Jeffrey T. Cook; Howard L. Schoggen						
0E291US0	NEW	06-30-1998	60/091,279			EXPIRED
1E291US1	FCA	06-29-1999	09/343,055			PENDING
LIGHT-WEIGHT, LOW-DENSITY ABSORBENT STRUCTURE AND METHOD FOR MAKING THE STRUCTURE						
Inventors: Denise H. Broughton; Charles Bost; Howard L. Schoggen						
0E398US0	NEW	09-19-1995	530,513	12-09-1997	5,695,486	ISSUED
LIQUID ACQUISITION AND STORAGE STRUCTURE CONTAINING SUPERABSORBENT POLYMER						
Inventors: Samuel C. Baer; John Erspamer; S.K. Laurence Li						
0E510US0	NEW	07-14-1998	60/092,822			EXPIRED
CELLULOSE ETHERS AND METHOD FOR PREPARING THE SAME						
Inventors: Bruce R. Harding; Denise H. Broughton; Susan L.H. Crenshaw; Paul E. Gregory, Jr.						
Assignee: BKI Holding Corporation						
0F022US0	NEW	04-26-1999	60/131,092			EXPIRED
1F022US1	FCA	04-25-2000	09/557,804			PENDING
1F022US2	CIP	11-01-2000	09/704,258			PENDING
SOFTENED COMMINATION PULP						
Inventor: James R. Gross						
Assignee: BKI Holding Corporation						
0F023US0	NEW	12-18-1998	60/112,887			EXPIRED
1F023US1	FCA	06-30-1999	09/345,328	02-05-2002	6,344,109	ISSUED
1F023US2	CON	12-14-2001	10/017,361			PUBLISHED
ABSORBENT STRUCTURE OF HIGH-PURITY CELLULOSE						
Inventors: Jeffrey T. Cook; Howard L. Schoggen						
0F070US0	NEW	12-24-1998	60/113,849			EXPIRED

REFERENCE	TYP	FILED	SERIAL #	ISSUED	PATENT	STATUS
HIGH-PERFORMANCE ABSORBENT STRUCTURE						
Inventors: Jacek Dutkiewicz; Sanjay Wahal; Ryan K. Hood						
Assignee: BKI Holding Corporation						
0F139US0	NEW	01-11-1999	60/116,036			EXPIRED
1F139US1	FCA	12-30-1999	09/475,850			PENDING
ABSORBENT STRUCTURE OF CHEMICALLY TREATED CELLULOSE FIBERS						
Inventors: Jeffrey T. Cook; Jerry B. Huff; Howard L. Schoggen; Robert I. Bell; Sonja M. Fields; Gerald H. Morton; David J. Smith						
Assignee: BKI Holding Corporation						
0F152US1	NEW	01-27-1999	60/117,565			EXPIRED
1F152US1	FCA	12-21-1999	09/469,930			PENDING
MULTIFUNCTIONAL FIBROUS MATERIAL WITH IMPROVED EDGE SEAL						
Inventors: John P. Erspamer; Brian Boehmer; Derrix Betts; Jeff Hurley						
Assignee: BKI Holding Corporation						
0F586US0	NEW	05-25-1999	60/135,912			EXPIRED
1F586US1	FCA	05-25-2000	09/578,603			PENDING
DISTRIBUTION STRIP FOR ABSORBENT PRODUCTS						
Inventors: Sonja Fields; Howard L. Schoggen; Jeffrey T. Cook; Judson Fidler						
Assignee: BKI Holding Corporation						
0F698US0	NEW	06-14-1999	60/139,163			EXPIRED
1F698US1	FCA	06-14-2000	09/593,409			PENDING
UNITARY FLUID ACQUISITION, STORAGE AND WICKING MATERIAL						
Inventors: Samuel C. Baer; S.K. Lawrence Li; John P. Erspamer; James R. Gross						
Assignee: BKI Holding Corporation						
0F716US0	NEW	06-08-1999	60/138,638			EXPIRED
1F716US1	FCA	06-08-1999	09/325,764			PENDING
1F716US2	DIV					PROPOSED
METHOD AND APPARATUS FOR FORMING A DRY WEB ON THE WIRE						
Inventor: Helmer Gustafsson						
Assignee: Yhtyneet Paperitehtaat Oy						
0G294US0	OTH	09-26-1990	07/209,376	11-26-1991	5,068,079	ISSUED
PROCESS AND APPARATUS FOR DRY FORMING OF A MATERIAL FROM A LONG FIBRE MATERIAL						
Inventor: Pirinen Gustafsson						
Assignee: UPM-Kymmene Oy						
0G295US0	OTH	09-09-1992	947,759	12-14-1993	5,269,049	ISSUED
SCREEN PIPE FOR DRY FORMING WEB MATERIAL						
Inventors: Paavo Hyvarinen; Heikki Niiranen						
Assignee: BKI Holding Corporation						
1G317US0	DCA	11-19-2001	09/988,897			PENDING

<u>REFERENCE</u>	<u>TYP</u>	<u>FILED</u>	<u>SERIAL #</u>	<u>ISSUED</u>	<u>PATENT</u>	<u>STATUS</u>
BONDED ABSORBENT STRUCTURES HAVING IMPROVED PERFORMANCES						
Inventor: Jacek Dutkiewicz						
0I289US0	NEW					PROPOSED
CELLULOSE FIBERS HAVING LOW WATER RETENTION AND LOW CAPILLARY DESORPTION PRESSURE						
Inventor: David J. Smith						
Assignee: Buckeye Technologies, Inc.						
0I294US0	NEW	04-25-2001	60/286,298			PENDING
UNITARY CORES FOR FOOD PRESENTATION AND FILTRATION						
Inventors: Brian Boehmer; Jeff Hurley; Kathy L. Chamness; Joshua D. Crews; John H. Roberts						
Assignee: BKI Holding Corporation						
0K025US0	NEW	11-09-2001	60/345,049			PENDING
FIBROUS MATERIAL WITH HIGH FUNCTIONAL PARTICLE LOAD						
Inventors: Jacek Dutkiewicz; Michael F. Kalmon; Brian Boehmer						
Assignee: BKI Holding Corporation						
0K197US0	NEW	01-18-2002	60/350,324			PENDING
1K197US1	OTH					MAILED
ULTRA WHITE WIPE						
Inventors: Jeffrey Hurley; Sanjay Wahal						
0K496US0	NEW					MAILED

United States Trademark Registrations

Mark	Registration Number / Application Number (AN)	Registration Date / Application Date (AD)
AIRSPUN	75/909,038 (AN)	1-18-2000 (AD)
BUCKEYE (Stylized)	2,447,145	04-24-2001
BUCKEYE TECHNOVATIONS	76/124,870 (AN)	09-08-2000 (AD)
CARESSA	2,488,743	09-11-2001
COTTONAIRE	75/649,204 (AN)	02-26-1999 (AD)
COTTONFLO	76/208,196 (AN)	02-09-2001 (AD)
MERFIN	1,930,974	10-31-1995
STAC BOX (and Design)	75/834,375 (AN)	10-28-1999 (AD)
STAC PAC (and Design)	75/834,378 (AN)	10-28-1999 (AD)
STAC-PAC	75/356,338 (AN)	09-11-1997 (AD)
STREAM LINER	75/649,202 (AN)	02-26-1999 (AD)
TECHNOVATION	76/125,308 (AN)	09-07-2000 (AD)
TOTE WIPES	1,983,221	07-02-1996
UNICORE	75/649,203 (AN)	02-26-1999 (AD)
VICELL	1,750,146	02-02-1993
VIZORB (Design)	2,218,091	01-19-1999
ZORBCOR	2,099,843	09-23-1997

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INTEREST**

This Memorandum is dated as of July 26, 2002 between BKI Holding Corporation, a Delaware corporation (the "Patent and Mark Owner"), having a place of business at 900 Market Street, 2nd Floor, Wilmington, DE 19801, and Fleet National Bank, as agent (the "Secured Party") for itself and certain other lenders under the Credit Agreement dated as of April 16, 2001, as from time to time in effect, among the Patent and Mark Owner, certain of its affiliates, certain lenders party thereto and the Secured Party, having a place of business at 100 Federal Street, Boston, Massachusetts 02110.

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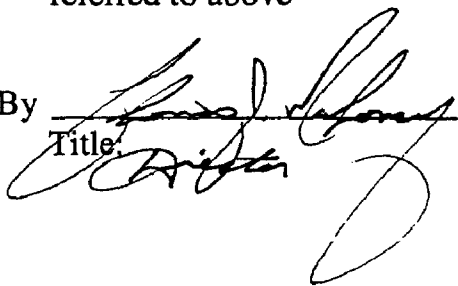
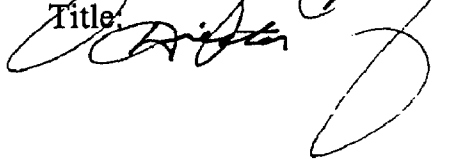
Patent Owner:

BKI HOLDING CORPORATION

By _____
Title:

Secured Party:

FLEET NATIONAL BANK,
as Agent under the Credit Agreement
referred to above

By 
Title: 

The Patent Owner and the Secured Party have executed this Memorandum effective as of the date first above written.

Patent Owner:

BKI HOLDING CORPORATION

By Frank B. Jacobs
Title: President

Secured Party:

FLEET NATIONAL BANK,
as Agent under the Credit Agreement
referred to above

By _____
Title:

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Inventors: John Scott; Rick Bailey						
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Inventors: Susan Crenshaw; Arthur Phillips						
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1D395US1	FCA	09-29-1998	09/163,040	01-09-2001	6,171,441	ISSUED
1D395US2	DIV	08-09-2000	09/634,571			PENDING
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METHOD FOR TREATING PULP TO REDUCE DISINTEGRATION ENERGY						
Inventors: J. William Owens; John P. Erspamer; Charles E. Bost; John J. Ryan						
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Assignee: BKI Holding Corporation						
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Inventors: James R. Gross; Samuel C. Baer; Steve Leptick; John P. Erspamer						
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1E274US1	FCA	12-15-1998	09/211,935			PENDING
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Inventors: Samuel C. Baer; S.K. Laurence Li						
Assignee: BKI Holding Corporation						
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1E275US1	FCI	01-19-1999	09/232,783			PENDING
1E275US2	CIP					PROPOSED
FRACTURE-RESISTANT SUPERABSORBENT POLYMER						
Inventor: James R. Gross						
0E276US0	NEW	06-08-1998	60/088,452			EXPIRED
1E276US1	FCA	12-18-1998	09/216,686	03-05-2002	6,353,148	ISSUED

REFERENCE	TYP	FILED	SERIAL #	ISSUED	PATENT	STATUS
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Inventors: Samuel C. Baer; John Erspamer; S.K. Laurence Li						
0E278US0	NEW	06-08-1998	60/088,456			EXPIRED
0E278US1	OTH	09-29-1998	60/102,344			EXPIRED
1E278US2	FCA					PROPOSED

UNITARY ABSORBENT STRUCTURE CONTAINING SUPERABSORBENT POLYMER

Inventors: James Westphal; John Erspamer; S.K. Laurence Li

0E290US0	NEW	06-08-1998	60/088,454			EXPIRED
1E290US1	FCA	06-08-1999	09/327,703			ABANDONED
1E290US2	DCA	01-17-2001	09/719,338			PENDING

CELLULOSE SHEET WITH HIGH LOAD OF EMBEDDED SUPERABSORBENT POLYMER

Inventors: Jeffrey T. Cook; Howard L. Schoggen

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1E291US1	FCA	06-29-1999	09/343,055			PENDING

LIGHT-WEIGHT, LOW-DENSITY ABSORBENT STRUCTURE AND METHOD FOR MAKING THE STRUCTURE

Inventors: Denise H. Broughton; Charles Bost; Howard L. Schoggen

0E398US0	NEW	09-19-1995	530,513	12-09-1997	5,695,486	ISSUED
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LIQUID ACQUISITION AND STORAGE STRUCTURE CONTAINING SUPERABSORBENT POLYMER

Inventors: Samuel C. Baer; John Erspamer; S.K. Laurence Li

0E510US0	NEW	07-14-1998	60/092,822			EXPIRED
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CELLULOSE ETHERS AND METHOD FOR PREPARING THE SAME

Inventors: Bruce R. Harding; Denise H. Broughton; Susan L.H. Crenshaw; Paul E. Gregory, Jr.

Assignee: BKI Holding Corporation

0F022US0	NEW	04-26-1999	60/131,092			EXPIRED
1F022US1	FCA	04-25-2000	09/557,804			PENDING
1F022US2	CIP	11-01-2000	09/704,258			PENDING

SOFTENED COMMUNITION PULP

Inventor: James R. Gross

Assignee: BKI Holding Corporation

0F023US0	NEW	12-18-1998	60/112,887			EXPIRED
1F023US1	FCA	06-30-1999	09/345,328	02-05-2002	6,344,109	ISSUED
1F023US2	CON	12-14-2001	10/017,361			PUBLISHED

ABSORBENT STRUCTURE OF HIGH-PURITY CELLULOSE

Inventors: Jeffrey T. Cook; Howard L. Schoggen

0F070US0	NEW	12-24-1998	60/113,849			EXPIRED
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REFERENCE	TYP	FILED	SERIAL #	ISSUED	PATENT	STATUS
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HIGH-PERFORMANCE ABSORBENT STRUCTURE

Inventors: Jacek Dutkiewicz; Sanjay Wahal; Ryan K. Hood

Assignee: BKI Holding Corporation

0F139US0	NEW	01-11-1999	60/116,036			EXPIRED
1F139US1	FCA	12-30-1999	09/475,850			PENDING

ABSORBENT STRUCTURE OF CHEMICALLY TREATED CELLULOSE FIBERS

Inventors: Jeffrey T. Cook; Jerry B. Huff; Howard L. Schoggen; Robert I. Bell; Sonja M. Fields; Gerald H. Morton; David J. Smith

Assignee: BKI Holding Corporation

0F152US1	NEW	01-27-1999	60/117,565			EXPIRED
1F152US1	FCA	12-21-1999	09/469,930			PENDING

MULTIFUNCTIONAL FIBROUS MATERIAL WITH IMPROVED EDGE SEAL

Inventors: John P. Erspamer; Brian Boehmer; Derrix Betts; Jeff Hurley

Assignee: BKI Holding Corporation

0F586US0	NEW	05-25-1999	60/135,912			EXPIRED
1F586US1	FCA	05-25-2000	09/578,603			PENDING

DISTRIBUTION STRIP FOR ABSORBENT PRODUCTS

Inventors: Sonja Fields; Howard L. Schoggen; Jeffrey T. Cook; Judson Fidler

Assignee: BKI Holding Corporation

0F698US0	NEW	06-14-1999	60/139,163			EXPIRED
1F698US1	FCA	06-14-2000	09/593,409			PENDING

UNITARY FLUID ACQUISITION, STORAGE AND WICKING MATERIAL

Inventors: Samuel C. Baer; S.K. Lawrence Li; John P. Erspamer; James R. Gross

Assignee: BKI Holding Corporation

0F716US0	NEW	06-08-1999	60/138,638			EXPIRED
1F716US1	FCA	06-08-1999	09/325,764			PENDING
1F716US2	DIV					PROPOSED

METHOD AND APPARATUS FOR FORMING A DRY WEB ON THE WIRE

Inventor: Helmer Gustafsson

Assignee: Yhtyneet Paperitehtaat Oy

0G294US0	OTH	09-26-1990	07/209,376	11-26-1991	5,068,079	ISSUED
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PROCESS AND APPARATUS FOR DRY FORMING OF A MATERIAL FROM A LONG FIBRE MATERIAL

Inventor: Pirinen Gustafsson

Assignee: UPM-Kymmene Oy

0G295US0	OTH	09-09-1992	947,759	12-14-1993	5,269,049	ISSUED
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SCREEN PIPE FOR DRY FORMING WEB MATERIAL

Inventors: Paavo Hyvarinen; Heikki Niiranen

Assignee: BKI Holding Corporation

1G317US0	DCA	11-19-2001	09/988,897			PENDING
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Inventor: Jacek Dutkiewicz						
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CELLULOSE FIBERS HAVING LOW WATER RETENTION AND LOW CAPILLARY DESORPTION PRESSURE						
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FIBROUS MATERIAL WITH HIGH FUNCTIONAL PARTICLE LOAD						
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Assignee: BKI Holding Corporation						
0K197US0	NEW	01-18-2002	60/350,324			PENDING
1K197US1	OTH					MAILED
ULTRA WHITE WIPE						
Inventors: Jeffrey Hurley; Sanjay Wahal						
0K496US0	NEW					MAILED

United States Trademark Registrations

Mark	Registration Number / Application Number (AN)	Registration Date / Application Date (AD)
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BUCKEYE (Stylized)	2,447,145	04-24-2001
BUCKEYE TECHNOVATIONS	76/124,870 (AN)	09-08-2000 (AD)
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STAC PAC (and Design)	75/834,378 (AN)	10-28-1999 (AD)
STAC-PAC	75/356,338 (AN)	09-11-1997 (AD)
STREAM LINER	75/649,202 (AN)	02-26-1999 (AD)
TECHNOVATION	76/125,308 (AN)	09-07-2000 (AD)
TOTE WIPES	1,983,221	07-02-1996
UNICORE	75/649,203 (AN)	02-26-1999 (AD)
VICELL	1,750,146	02-02-1993
VIZORB (Design)	2,218,091	01-19-1999
ZORBCOR	2,099,843	09-23-1997