

12/09/02



12-12-2002



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Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):  
The Bank of New York, as Administrative Agent

Individual(s)       Association  
 General Partnership       Limited Partnership  
 Corporation-State New York  
 Other \_\_\_\_\_

Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and address of receiving party(ies)  
Name: J.B. Williams Company, Inc.  
Internal Address: \_\_\_\_\_  
Address: \_\_\_\_\_  
Street Address: 65 Harristown Road  
City: Glen Rock State: NJ Zip: 07452

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State Delaware  
 Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
 (Designations must be a separate document from assignment)  
 Additional name(s) & address(es) attached?  Yes  No

3. Nature of conveyance:  
 Assignment       Merger  
 Security Agreement       Change of Name  
 Other Release of Security Interest

Execution Date: October 31, 2002

4. Application number(s) or registration number(s):  
A. Trademark Application No.(s) \_\_\_\_\_  
See attached list

B. Trademark Registration No.(s) \_\_\_\_\_  
See attached list

Additional number(s) attached  Yes  No


5. Name and address of party to whom correspondence concerning document should be mailed:  
Name: David L. Kendall  
Internal Address: Lord, Bissell & Brook  
\_\_\_\_\_  
\_\_\_\_\_  
Street Address: 115 S. LaSalle St.  
\_\_\_\_\_  
City: Chicago State: IL Zip: 60603

6. Total number of applications and registrations involved: ..... **77**

7. Total fee (37 CFR 3.41).....\$ 1,940  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number: \_\_\_\_\_

DO NOT USE THIS SPACE

9. Signature.  
David L. Kendall            November 22, 2002  
 Name of Person Signing      Signature      Date

Total number of pages including cover sheet, attachments, and document: **16**

12/12/2002 LMUELLER 00000066 76037836

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

01 FC:0521 40.00 DP  
02 FC:0522 1900.00 DP

TRADEMARK REEL: 002627 FRAME: 0181



**SCHEDULE A**  
to  
**Release of Security Interest (Trademarks)**  
Dated as of October 31, 2002

	<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>	<u>Serial No.</u>	<u>Filing Date</u>
J.B. Williams Company, Inc.	Ice Musk	N/A	N/A	76/037836	5-01-2000
J.B. Williams Company, Inc..	(Design only)	2190069	9-15-1998	75/219743	12-27-1996
J.B. Williams Company, Inc.	Aqua Velva (and Design)	2130278	1-20-1998	75/211002	12-10-1996
J.B. Williams Company, Inc.	Ice Sport (and Design)	2153511	4-28-1998	75/211001	12-10-1996
J.B. Williams Company, Inc.	Classic Ice Blue (and Design)	2161529	6-2-1998	75/211000	12-10-1996
J.B. Williams Company, Inc.	Aqua Velva Ice Blue	2459899	6-12-2001	75/082390	4-2-1996
J.B. Williams Company, Inc.	Aqua Velva	2343852	4-18-2000	75/046419	1-22-1996
J.B. Williams Company, Inc.	Ice Sport	2427176	2-6-2001	75/046417	1-22-1996
J.B. Williams Company, Inc.	Ice Sport	2093347	9-2-1997	74/434160	9-9-1993
J.B. Williams Company, Inc.	Ice Blue	2449351	5-8-2001	75/046416	1-22-1996
J.B. Williams Company, Inc.	Aqua Velva Ice Sport	2427180	2-6-2001	75/082383	4-2-1996
J.B. Williams Company, Inc.	Aqua Velva Ice Spice	N/A	N/A	74/678520	5-22-1995

	<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>	<u>Serial No.</u>	<u>Filing Date</u>
J.B. Williams Company, Inc.	There's Something About Today's Aqua Velva Man	1873510	1-17-1995	74/403829	6-21-1993
J.B. Williams Company, Inc.	(Design only)	1428048	2-10-1987	73/588262	3-17-1986
J.B. Williams Company, Inc.	Ice Blue	0991588	8-20-1974	72/450471	3-5-1973
J.B. Williams Company, Inc.	Ice Blue	0935779	6-13-1972	72/356466	4-10-1970
J.B. Williams Company, Inc.	Frost Lime	0850759	6-11-1968	72/277962	8-10-1967
J.B. Williams Company, Inc.	Frost Lime	0851596	6-25-1968	72/269134	4-13-1967
J.B. Williams Company, Inc.	Aqua Velva (stylized)	0121027	3-19-1918	71/107273	11-9-1917
J.B. Williams Company, Inc.	V (and Design)	2277867	9-14-1999	75/510158	6-29-1998
J.B. Williams Company, Inc.	Z (and Design)	2211082	12-15-1998	75/392692	11-19-1997
J.B. Williams Company, Inc.	(Design only)	2152421	4-21-1998	75/277800	4-21-1997
J.B. Williams Company, Inc.	(Design only)	2123651	12-23-1997	75/213623	12-16-1996
J.B. Williams Company, Inc.	(Design only)	2169076	6-30-1998	75/213622	12-16-1996
J.B. Williams Company, Inc.	(Design only)	N/A	N/A	75/213621	12/16/1996
J.B. Williams Company, Inc.	Cepacol	2410917	12-5-2000	75/046415	1-22-1996

	<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>	<u>Serial No.</u>	<u>Filing Date</u>
J.B. Williams Company, Inc.	Cepacol	2086261	8-5-1997	74/642965	3-6-1995
J.B. Williams Company, Inc.	Viractin	1933923	11-7-1995	74/469071	12-13-1993
J.B. Williams Company, Inc.	Viractin	0846590	3-26-1968	72/253010	8-24-1966
J.B. Williams Company, Inc.	Cepacol (stylized)	0662139	5-27-1958	72/029539	5-7-1957
J.B. Williams Company, Inc.	Ceepryn (stylized)	0398185	10-13-1942	71/453307	5-27-1942
J.B. Williams Company, Inc.	Cepacol (stylized)	0383155	11-26-1940	71/432309	5-24-1940
J.B. Williams Company, Inc.	Body Preserves	N/A	N/A	75/565954	10-7-1998
J.B. Williams Company, Inc.	Total Hair Fitness	N/A	N/A	75/317321	6-30-1997
J.B. Williams Company, Inc.	San Francisco Soap Company	N/A	N/A	75/245308	2-21-1997
J.B. Williams Company, Inc.	Hair Fitness	1944458	12-16-1995	74/355464	2-4-1993
J.B. Williams Company, Inc.	Powerhold	N/A	N/A	76/073527	6-19-2000
J.B. Williams Company, Inc.	One-Shot	N/A	N/A	75/497787	6-8-1998
J.B. Williams Company, Inc.	Total Hair Fitness	N/A	N/A	75/317321	6-30-1997
J.B. Williams Company, Inc.	Brylcreem	2290347	11-2-1999	75/053324	2-5-1996
J.B. Williams Company, Inc.	Brylcreem (US 51)	0398474	11-3-1942	71/436992	10-16-1940

	<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>	<u>Serial No.</u>	<u>Filing Date</u>
J.B. Williams Company, Inc.	Power Gel	1899526	6-13-1995	74/414933	7-21-1993
J.B. Williams Company, Inc.	Little Dab'll Do Ya	1855470	9-27-1994	74/398993	6-8-1993
J.B. Williams Company, Inc.	Hair Fitness	0199958	12-26-1995	74/355464	2-4-1993
J.B. Williams Company, Inc.	Blue Brylcreem	0910224	3-16-1971	72/347856	1-7-1970
J.B. Williams Company, Inc.	Brylcreem for Smart Hair Grooming Gals Will Pursue Ya and Design	0724913	12-5-1961	72/069765	3-17-1959
J.B. Williams Company, Inc.	Brylton (stylized)	0431043	7-1-1947	71/505394	7-11-1946
J.B. Williams Company, Inc.	Brylton (stylized)	0408839	8-29-1944	71/468664	3-25-1944
J.B. Williams Company, Inc.	Brylfoam	0402692	8-10-1943	71/454824	8-10-1943
J.B. Williams Company, Inc.	Williams (and Design)	1918673	9-12-1995	74/467266	12-5-1993
J.B. Williams Company, Inc.	Williams	1910686	8-8-1995	74/442521	9-30-1993
J.B. Williams Company, Inc.	Williams Lectric Shave Light	1894522	5-16-1995	74/442520	9-30-1993
J.B. Williams Company, Inc.	(Design only)	1594798	5-8-1990	73/721930	4-11-1988
J.B. Williams Company, Inc.	Lectric Shave Tenderface	0991689	8-27-1974	73/001912	9-21-1973
J.B. Williams Company, Inc.	Lady Lectric	0720114	8-15-1961	72/106963	10-21-1960

	<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>	<u>Serial No.</u>	<u>Filing Date</u>
J.B. Williams Company, Inc.	Lectric Shave (stylized)	0373714	12-19-1939	71/420438	6-12-1939
J.B. Williams Company, Inc.	Williams (stylized) (US 51)	0309346	1-9-1934	71/341312	9-2-1933
J.B. Williams Company, Inc.	Williams (stylized) (US 51)	0304496	7-11-1933	71/335045	2-16-1933
J.B. Williams Company, Inc.	Williams (stylized) (US 51)	0269143	3-25-1930	71/290864	10-9-1929
J.B. Williams Company, Inc.	Williams (Stylized) (US 4)	0215445	7-20-1926	71/226032	1-6-1926
J.B. Williams Company, Inc.	Williams (stylized) (US 4)	0095276	2-3-1914	71/072985	9-20-1913
J.B. Williams Company, Inc.	Williams (stylized) (US 4)	0096075	3-31-1914	71/064042	6-7-1912
J.B. Williams Company, Inc.	Sero	2008734	10-15-1996	75/030829	12-11-1995
J.B. Williams Company, Inc.	Sero	0967604	9-4-1973	72/428261	6-26-1972
J.B. Williams Company, Inc.	Madison Trader	2368937	7-18-2000	74/633740	2-3-1995
J.B. Williams Company, Inc.	Field and Farm	1795918	9-28-1993	74/170052	5-28-1991
J.B. Williams Company, Inc.	C.J. Taft	1400395	7-8-1986	73/443508	9-12-1983
J.B. Williams Company, Inc.	(Design only)	1300656	10-16-1984	73/443184	9-12-1983

	<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>	<u>Serial No.</u>	<u>Filing Date</u>
J.B. Williams Company, Inc.	Scoundrel	1461966	10-20-1987	73/443183	9-12-1983
J.B. Williams Company, Inc.	The Reiver	1140849	10-28-1980	73/172462	5-30-1978
J.B. Williams Company, Inc.	Sunclassic	1004315	2-11-1975	73/021462	5-15-1974
J.B. Williams Company, Inc.	Natural Classic	1003771	2-4-1975	73/011183	1-17-1974
J.B. Williams Company, Inc.	India Cottage	0998005	11-12-1974	73/006614	11-19-1973
J.B. Williams Company, Inc.	Nothing Is Obvious Except The Quality	0966568	8-21-1973	72/427605	6-19-1972
J.B. Williams Company, Inc.	The Campaigner	0941510	8-22-1972	72/386421	3-15-1971
J.B. Williams Company, Inc.	(Design only)	0881750	12-2-1969	72/302868	7-16-1968
J.B. Williams Company, Inc.	The Purist (stylized)	0767222	3-24-1964	72/156035	10-26-1962

**RELEASE OF SECURITY INTEREST (TRADEMARKS)**

WHEREAS, J.B. Williams Company, Inc. (formerly known as "Brynwood Apparel, Inc."), a Delaware corporation (the "Borrower"), entered into a Security Agreement, dated as of August 1, 2001 (as amended, supplemented or otherwise modified from time to time, the "Security Agreement") in favor of The Bank of New York, as administrative agent (the "Administrative Agent") for the Secured Parties, as defined in the Security Agreement, and granted to the Administrative Agent a security interest in (among other things) the marks listed on Schedule 1 to the Grant of Security Interest (Trademarks), dated as of August 1, 2001, executed by the Borrower and filed in the United States Patent and Trademark Office on November 21, 2001 at Reel 002388 and Frame 0817 (the "Secured Trademarks").

WHEREAS, the Administrative Agent executed a Release of Security Interest (Trademarks), dated as of February 4, 2002, which released certain of the Secured Trademarks (the "Released Trademarks") in connection with the sale of the Released Trademarks by the Borrower to FASMA, LLC.

WHEREAS, pursuant to Article 10 of the Security Agreement, the Administrative Agent now desires to terminate and release its security interest in the Secured Trademarks as listed on Schedule A attached hereto (the "Remaining Trademarks").

NOW, THEREFORE, the Administrative Agent (without recourse or representation or warranty, express or implied) hereby releases the lien on, and assigns to the Borrower all right, title and interest of the Administrative Agent in, the Remaining Trademarks, together with the goodwill of the business symbolized by, or connected with the use of, the Remaining Trademarks and the applications and registrations thereof, and as part of the entire business or portion thereof to which any such Remaining Trademark pertains as may be required by 15 U.S.C. §1060, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof.

The Administrative Agent authorizes and requests the United States Patent and Trademark Office to note and record the existence of the assignment hereby given.

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IN WITNESS WHEREOF, the Administrative Agent has caused this Release of Security Interest (Trademarks) to be signed by its duly authorized officer as of the 31st day of October, 2002

THE BANK OF NEW YORK,  
as Administrative Agent

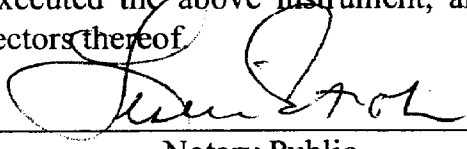
By: 

Name: MARK SINCENSKI

Title: VICE PRESIDENT

STATE OF Connecticut )  
 ) ss.: Stamford  
COUNTY OF Fairfield )

On this 31st day of October, 2002, before me personally came Mark Sicinski, to me known, who, being by me duly sworn, did depose and say that ~~she~~ <sup>he</sup> resides at \_\_\_\_\_; that he is a Vice President of THE BANK OF NEW YORK, the corporation described in and which executed the above instrument, and that ~~she~~ <sup>he</sup> signed ~~her~~ <sup>his</sup> name thereto by order of the board of directors thereof.



Notary Public  
[Notary Public]  
**NOTARY PUBLIC**  
**MY COMMISSION EXPIRES OCT. 31, 2005**

**SCHEDULE A**  
to  
**Release of Security Interest (Trademarks)**  
**Dated as of October 31, 2002**

	<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>	<u>Serial No.</u>	<u>Filing Date</u>
J.B. Williams Company, Inc.	Ice Musk	N/A	N/A	76/037836	5-01-2000
J.B. Williams Company, Inc.	(Design only)	2190069	9-15-1998	75/219743	12-27-1996
J.B. Williams Company, Inc.	Aqua Velva (and Design)	2130278	1-20-1998	75/211002	12-10-1996
J.B. Williams Company, Inc.	Ice Sport (and Design)	2153511	4-28-1998	75/211001	12-10-1996
J.B. Williams Company, Inc.	Classic Ice Blue (and Design)	2161529	6-2-1998	75/211000	12-10-1996
J.B. Williams Company, Inc.	Aqua Velva Ice Blue	2459899	6-12-2001	75/082390	4-2-1996
J.B. Williams Company, Inc.	Aqua Velva	2343852	4-18-2000	75/046419	1-22-1996
J.B. Williams Company, Inc.	Ice Sport	2427176	2-6-2001	75/046417	1-22-1996
J.B. Williams Company, Inc.	Ice Sport	2093347	9-2-1997	74/434160	9-9-1993
J.B. Williams Company, Inc.	Ice Blue	2449351	5-8-2001	75/046416	1-22-1996
J.B. Williams Company, Inc.	Aqua Velva Ice Sport	2427180	2-6-2001	75/082383	4-2-1996
J.B. Williams Company, Inc.	Aqua Velva Ice Spice	N/A	N/A	74/678520	5-22-1995

	<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>	<u>Serial No.</u>	<u>Filing Date</u>
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J.B. Williams Company, Inc.	Ice Blue	0935779	6-13-1972	72/356466	4-10-1970
J.B. Williams Company, Inc.	Frost Lime	0850759	6-11-1968	72/277962	8-10-1967
J.B. Williams Company, Inc.	Frost Lime	0851596	6-25-1968	72/269134	4-13-1967
J.B. Williams Company, Inc.	Aqua Velva (stylized)	0121027	3-19-1918	71/107273	11-9-1917
J.B. Williams Company, Inc.	V (and Design)	2277867	9-14-1999	75/510158	6-29-1998
J.B. Williams Company, Inc.	Z (and Design)	2211082	12-15-1998	75/392692	11-19-1997
J.B. Williams Company, Inc.	(Design only)	2152421	4-21-1998	75/277800	4-21-1997
J.B. Williams Company, Inc.	(Design only)	2123651	12-23-1997	75/213623	12-16-1996
J.B. Williams Company, Inc.	(Design only)	2169076	6-30-1998	75/213622	12-16-1996
J.B. Williams Company, Inc.	(Design only)	N/A	N/A	75/213621	12/16/1996
J.B. Williams Company, Inc.	Cepacol	2410917	12-5-2000	75/046415	1-22-1996

	<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>	<u>Serial No.</u>	<u>Filing Date</u>
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J.B. Williams Company, Inc.	Viractin	1933923	11-7-1995	74/469071	12-13-1993
J.B. Williams Company, Inc.	Viractin	0846590	3-26-1968	72/253010	8-24-1966
J.B. Williams Company, Inc.	Cepacol (stylized)	0662139	5-27-1958	72/029539	5-7-1957
J.B. Williams Company, Inc.	Ceepryn (stylized)	0398185	10-13-1942	71/453307	5-27-1942
J.B. Williams Company, Inc.	Cepacol (stylized)	0383155	11-26-1940	71/432309	5-24-1940
J.B. Williams Company, Inc.	Body Preserves	N/A	N/A	75/565954	10-7-1998
J.B. Williams Company, Inc.	Total Hair Fitness	N/A	N/A	75/317321	6-30-1997
J.B. Williams Company, Inc.	San Francisco Soap Company	N/A	N/A	75/245308	2-21-1997
J.B. Williams Company, Inc.	Hair Fitness	1944458	12-16-1995	74/355464	2-4-1993
J.B. Williams Company, Inc.	Powerhold	N/A	N/A	76/073527	6-19-2000
J.B. Williams Company, Inc.	One-Shot	N/A	N/A	75/497787	6-8-1998
J.B. Williams Company, Inc.	Total Hair Fitness	N/A	N/A	75/317321	6-30-1997
J.B. Williams Company, Inc.	Brylcreem	2290347	11-2-1999	75/053324	2-5-1996
J.B. Williams Company, Inc.	Brylcreem (US 51)	0398474	11-3-1942	71/436992	10-16-1940
J.B. Williams	Power Gel	1899526	6-13-1995	74/414933	7-21-1993

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Company, Inc.					
J.B. Williams Company, Inc.	Little Dab'll Do Ya	1855470	9-27-1994	74/398993	6-8-1993
J.B. Williams Company, Inc.	Hair Fitness	0199958	12-26-1995	74/355464	2-4-1993
J.B. Williams Company, Inc.	Blue Brylcreem	0910224	3-16-1971	72/347856	1-7-1970
J.B. Williams Company, Inc.	Brylcreem for Smart Hair Grooming Gals Will Pursue Ya and Design	0724913	12-5-1961	72/069765	3-17-1959
J.B. Williams Company, Inc.	Brylton (stylized)	0431043	7-1-1947	71/505394	7-11-1946
J.B. Williams Company, Inc.	Brylton (stylized)	0408839	8-29-1944	71/468664	3-25-1944
J.B. Williams Company, Inc.	Brylfoam	0402692	8-10-1943	71/454824	8-10-1943
J.B. Williams Company, Inc.	Williams (and Design)	1918673	9-12-1995	74/467266	12-5-1993
J.B. Williams Company, Inc.	Williams	1910686	8-8-1995	74/442521	9-30-1993
J.B. Williams Company, Inc.	Williams Lectric Shave Light	1894522	5-16-1995	74/442520	9-30-1993
J.B. Williams Company, Inc.	(Design only)	1594798	5-8-1990	73/721930	4-11-1988
J.B. Williams Company, Inc.	Lectric Shave Tenderface	0991689	8-27-1974	73/001912	9-21-1973
J.B. Williams Company, Inc.	Lady Lectric	0720114	8-15-1961	72/106963	10-21-1960
J.B. Williams	Lectric Shave	0373714	12-19-1939	71/420438	6-12-1939

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Company, Inc.	(stylized)				
J.B. Williams Company, Inc.	Williams (stylized) (US 51)	0309346	1-9-1934	71/341312	9-2-1933
J.B. Williams Company, Inc.	Williams (stylized) (US 51)	0304496	7-11-1933	71/335045	2-16-1933
J.B. Williams Company, Inc.	Williams (stylized) (US 51)	0269143	3-25-1930	71/290864	10-9-1929
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J.B. Williams Company, Inc.	Williams (stylized) (US 4)	0096075	3-31-1914	71/064042	6-7-1912
J.B. Williams Company, Inc.	Sero	2008734	10-15-1996	75/030829	12-11-1995
J.B. Williams Company, Inc.	Sero	0967604	9-4-1973	72/428261	6-26-1972
J.B. Williams Company, Inc.	Madison Trader	2368937	7-18-2000	74/633740	2-3-1995
J.B. Williams Company, Inc.	Field and Farm	1795918	9-28-1993	74/170052	5-28-1991
J.B. Williams Company, Inc.	C.J. Taft	1400395	7-8-1986	73/443508	9-12-1983
J.B. Williams Company, Inc.	(Design only)	1300656	10-16-1984	73/443184	9-12-1983
J.B. Williams Company, Inc.	Scoundrel	1461966	10-20-1987	73/443183	9-12-1983

	<u>Mark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>	<u>Serial No.</u>	<u>Filing Date</u>
J.B. Williams Company, Inc.	The Reiver	1140849	10-28-1980	73/172462	5-30-1978
J.B. Williams Company, Inc.	Sunclassic	1004315	2-11-1975	73/021462	5-15-1974
J.B. Williams Company, Inc.	Natural Classic	1003771	2-4-1975	73/011183	1-17-1974
J.B. Williams Company, Inc.	India Cottage	0998005	11-12-1974	73/006614	11-19-1973
J.B. Williams Company, Inc.	Nothing Is Obvious Except The Quality	0966568	8-21-1973	72/427605	6-19-1972
J.B. Williams Company, Inc.	The Campaigner	0941510	8-22-1972	72/386421	3-15-1971
J.B. Williams Company, Inc.	(Design only)	0881750	12-2-1969	72/302868	7-16-1968
J.B. Williams Company, Inc.	The Purist (stylized)	0767222	3-24-1964	72/156035	10-26-1962