

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

**RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY**

U.S. DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office

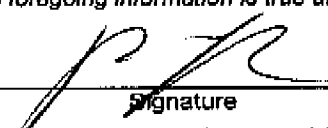
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies): <b>BKI Holding Corporation</b></p> <p><input type="checkbox"/> Individual(s)      <input type="checkbox"/> Association  <input type="checkbox"/> General Partnership      <input type="checkbox"/> Limited Partnership  <input checked="" type="checkbox"/> Corporation-State Delaware  <input type="checkbox"/> Other:</p> <p>Additional name(s) of conveying party(ies) attached?      <input type="checkbox"/> Yes  <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies): Name: <u>Fleet National Bank</u></p> <p>Internal Address: Street Address: <u>100 Federal Street</u></p> <p>City: <u>Boston</u> State: <u>Massachusetts</u>      Zip: <u>02110</u></p> <p><input type="checkbox"/> Individual(s) citizenship: _____  <input type="checkbox"/> Association: _____  <input type="checkbox"/> General Partnership: _____  <input type="checkbox"/> Limited Partnership: _____  <input type="checkbox"/> Corporation-State: _____  <input checked="" type="checkbox"/> Other: <u>National Banking Corporation</u></p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached:      <input type="checkbox"/> Yes  (Designations must be a separate document from assignment)      <input type="checkbox"/> No</p> <p>Additional name(s) &amp; address(es) attached?      <input type="checkbox"/> Yes      <input checked="" type="checkbox"/> No</p>
<p>3. Nature of Conveyance:</p> <p><input type="checkbox"/> Assignment      <input type="checkbox"/> Merger  <input type="checkbox"/> Security Agreement      <input type="checkbox"/> Change of Name  <input checked="" type="checkbox"/> Other: <u>Memorandum of Patent and Trademark Security Interest</u></p> <p>Execution Date: <u>April 5, 2004</u></p>	

<p>4. Application Number(s) or Registration Number(s):</p> <p>A. Trademark Application No.(s): <u>76/554031</u> <b>See attached Exhibit A</b></p> <p>Additional numbers attached?      <input type="checkbox"/> Yes      <input checked="" type="checkbox"/> No</p>	<p>B. Trademark Registration No.(s):</p> <p style="text-align: center;">_____</p> <p style="text-align: center;"><input type="checkbox"/> Yes      <input checked="" type="checkbox"/> No</p>
---	---

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Joanne Wolforth</u></p> <p>Internal Address: <u>Atty. Dkt.: FFG-158</u></p> <p>Street Address: <u>Ropes &amp; Gray LLP</u> <u>One International Place</u></p> <p>City: <u>Boston</u>      State: <u>MA</u>      Zip: <u>02110</u></p>	<p>6. Total Number of applications and registrations involved: <u>1</u></p> <p>7. Total fee (37 CFR 3.41)      \$ <u>40.00</u></p> <p><input type="checkbox"/> Enclosed  <input checked="" type="checkbox"/> Authorized to be charged to Deposit Account  <input type="checkbox"/> Authorized to be charged to credit card (Form 2036 enclosed)</p> <p>8. Deposit account number: <u>18-1945</u> (Attach duplicate copy of this page if paying by deposit account)</p>
--	--

**DO NOT USE THIS SPACE**

<p>9. Statement and signature: <i>To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.</i></p> <p style="text-align: center;"></p>	<p style="text-align: center;">May 7, 2004</p>
<p>Name of Person Signing: <u>Peggy Ho</u></p> <p style="text-align: center;">Signature</p> <p style="text-align: center;">Date</p>	<p>Total number of pages including cover sheet, attachments, and document: <u>6</u></p>

CH \$40.00 181945 76554031

## MEMORANDUM OF PATENT AND TRADEMARK SECURITY INTEREST

This Memorandum is dated as of March \_\_, 2004 between BKI Holding Corporation, a Delaware corporation (the "Patent and Mark Owner"), having a place of business at 300 Market Delaware Ave, Suite 900, Wilmington, DE 19801, and Fleet National Bank, as agent (the "Secured Party") for itself and certain other lenders under the Amended and Restated Credit Agreement dated as of November 5, 2003, 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 Amended and Restated Security Agreement dated as of November 5, 2003, 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 remainder of this page is intentionally left blank.]*

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 *James J. Jacobs*  
Title: *President*

Secured Party:

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

By \_\_\_\_\_  
Title:

Exhibit AUnited States Patent Registrations

<u>REFERENCE</u>	<u>TYP</u>	<u>FILED</u>	<u>SERIAL #</u>	<u>ISSUED</u>	<u>PATENT</u>	<u>STATUS</u>
<b>CELLULOSE ETHERS AND METHOD FOR PREPARING THE SAME</b>						
Inventors: Bruce R. Harding; Denise H. Broughton, Susan L. H. Crenshaw, Paul E. Gregory Jr.						
100F022-US3	DIV	11-24-2003	10/722,923			PENDING
<b>EROSION CONTROL SEED MAT</b>						
Inventors: Jeff Hurley; Brian Boehmer; Josh Crews						
1200432-US1	OTH	01-20-2004	60/538,171			PENDING
<b>FIBERS OF VARIABLE WETTABILITY AND MATERIALS CONTAINING THE FIBERS</b>						
Inventors: Jackek K. Dutkiewicz; Stephen Skirius; Sonja Mcneil Fields; Lynn Rusing						
0200738-US0	NEW	12-19-2003	60/531,706			PENDING

United States Trademark Registrations

Mark	Registration Number / Application Number (AN)	Registration Date / Application Date (AD)
* Walkisoft	76/554031	10-24-2003 (AD)

\* Assignment is to be recorded against this mark only.

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

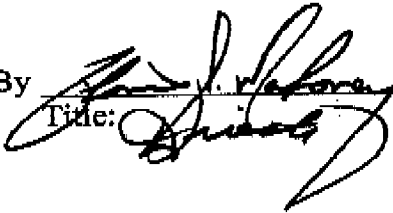
Patent Owner:

BKI HOLDING CORPORATION

Secured Party:

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

By \_\_\_\_\_  
Title:

By  \_\_\_\_\_  
Title: 