

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.					
1. Name of conveying party(ies): BKI Holding Corporation <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:			2. Name and address of receiving party(ies): Name: <u>Fleet National Bank</u> Internal Address: Street Address: <u>100 Federal Street</u> City: <u>Boston</u> State: <u>Massachusetts</u> Zip: <u>02110</u> <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 Association</u>		
Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			If assignee is not domiciled in the United States, a domestic representative designation is attached: (Designations must be a separate document from assignment) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
3. Nature of Conveyance: <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input checked="" type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other:			Execution Date: <u>June 30, 2004</u>		
4. Application Number(s) or Registration Number(s): A. Trademark Application No.(s): <u>76/573,997</u> <u>76/574,341</u> <u>76/576,641</u> <u>76/573,996</u> Additional numbers attached?			B. Trademark Registration No.(s): <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Erin A. Dugan, IP Paralegal</u> <u>Ropes & Gray LLP</u> Internal Address: <u>Atty. Dkt.: FFG-158 (PH)</u> Street Address: <u>One International Place</u> City: <u>Boston</u> State: <u>MA</u> Zip: <u>02110</u>			6. Total Number of applications and registrations involved: <u>4</u> 7. Total fee (37 CFR 3.41) \$ <u>115.00</u> <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 2038 enclosed) 8. Deposit account number: <u>18-1945</u> (Attach duplicate copy of this page if paying by deposit account)		
DO NOT USE THIS SPACE					
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> <u>Patricia Granahan, Sc.D., Esq.</u> <u>Patricia Granahan</u> <u>July 8, 2004</u> Name of Person Signing Signature Date					
Total number of pages including cover sheet, attachments, and document: <u>5</u>					

CH \$115.00 181945 76673997

MEMORANDUM OF PATENT AND TRADEMARK SECURITY INTEREST

This Memorandum is dated as of June 30, 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.

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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: Treasurer

By _____
Title:

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

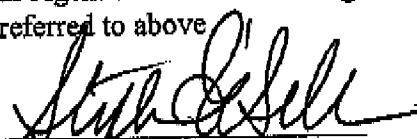
Patent Owner:

BKI HOLDING CORPORATION

By _____
Title:

Secured Party:

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

By 
Title: Director

United States Trademark Registrations

Mark	Registration Number / Application Number (AN)	Registration Date / Application Date (AD)
BUCKEYE ULTRA	76/573,997 (AN)	02-05-2003 (AD)
BUCKEYE ULTRAFIBER 500	76/574,341 (AN)	02-06-2004 (AD)
EcoPlus	76/576,641 (AN)	02-23-2004 (AD)
ULTRAFIBER 500	76/573,996 (AN)	02-05-2004 (AD)

Memorandum of Patent Trademark Security Interest (June 2004).DOC

RECORDED: 07/08/2004

TRADEMARK
REEL: 002888 FRAME 0867