

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): BKI Holding Corporation</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>Bank of America, N.A.</u></p> <p>Internal Address: Street Address: <u>100 Federal Street</u></p> <p>City: <u>Boston</u> State: <u>MA</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 Association</u></p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <small>(Designations must be a separate document from assignment)</small> Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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<p>3. Nature of Conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input checked="" type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other:</p> <p>Execution Date: <u>February 22, 2006</u></p>	<p>4. Application Number(s) or Registration Number(s):</p> <table style="width: 100%;"> <tr> <td style="width: 50%;"> <p>A. Trademark Application No.(s):</p> <p><u>78/726,379</u> <u>78/776,913</u> <u>76/641,394</u> <u>78/704,642</u> <u>78/726,387</u> <u>78/777,188</u> <u>78/704,642</u> <u>76/573,996</u> <u>76/574,341</u></p> </td> <td style="width: 50%;"> <p>B. Trademark Registration No.(s):</p> <p><u>2,968,096</u> <u>2,969,248</u></p> </td> </tr> </table> <p style="text-align: right;">Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>A. Trademark Application No.(s):</p> <p><u>78/726,379</u> <u>78/776,913</u> <u>76/641,394</u> <u>78/704,642</u> <u>78/726,387</u> <u>78/777,188</u> <u>78/704,642</u> <u>76/573,996</u> <u>76/574,341</u></p>	<p>B. Trademark Registration No.(s):</p> <p><u>2,968,096</u> <u>2,969,248</u></p>
<p>A. Trademark Application No.(s):</p> <p><u>78/726,379</u> <u>78/776,913</u> <u>76/641,394</u> <u>78/704,642</u> <u>78/726,387</u> <u>78/777,188</u> <u>78/704,642</u> <u>76/573,996</u> <u>76/574,341</u></p>	<p>B. Trademark Registration No.(s):</p> <p><u>2,968,096</u> <u>2,969,248</u></p>		

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Emilia Cannella, Esq.</u> <u>Ropes & Gray LLP</u></p> <p>Internal Address: <u>Atty. Dkt.: FFG-158</u> Street Address: <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>11</u></p> <p>7. Total fee (37 CFR 3.41) \$ <u>290.00</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 <small>(Form 2038 enclosed)</small></p> <p>8. Deposit account number: <u>18-1945</u> <small>(Attach duplicate copy of this page if paying by deposit account)</small></p>
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9. Statement and signature:
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.

Emilia F. Cannella, Esq.  5/2/06
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 6

CH \$265.00 181945 78726379

MEMORANDUM OF PATENT AND TRADEMARK SECURITY INTEREST

This Memorandum is dated as of February 22, 2006 between BKI Holding Corporation, a Delaware corporation (the "Patent and Mark Owner"), having a place of business at Brandywine Plaza Suite 202, 103 Foulk Road, Wilmington, DE 19803, and Bank of America, N.A. (as successor to 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

Secured Party:

BANK OF AMERICA, N.A. (as successor to Fleet National Bank), as Agent

By: 
Title: Treasurer

By: _____
Title: _____

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

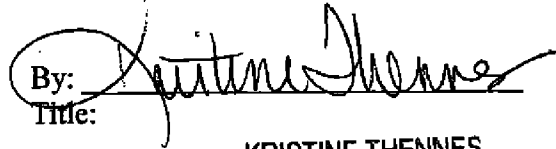
Patent Owner:

BKI HOLDING CORPORATION

By: _____
Title:

Secured Party:

BANK OF AMERICA, N.A. (as successor to Fleet National Bank), as Agent

By: 
Title:

KRISTINE THENNES
Vice President

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>
DISTRIBUTION STRIP FOR ABSORBENT PRODUCTS						
Inventors: Fields, Sonja; Schoggen, Howard; Cook, Jeffery Todd; Fidler, Judson						
Assignee BKI Holding Corporation						
100F698-US3	CON	6/24/2003	10/603,440	10/25/2005	6,958,431	ISSUED
METHOD OF PACKAGING A WEB, AND A PACKAGE PRODUCED THEREBY						
Inventors: Niemi, Tapio; Hyvarinen, Paavo; Makinen, Jarmo						
Assignee: Kymi Kymmene Oy						
100G310-JP0	DCA	9/21/2000	09/582,830	8/9/2005	6,926,655	ISSUED
CEMENTITIOUS MATERIAL REINFORCED WITH CHEMICALLY TREATED CELLULOSE FIBER						
Inventors: Cook, Jeffery Todd; Schoggen, Howard L.; Bell, Robert Irvin; Smith, David Jay; Morton, Gerald Hunt						
Assignee: BKI Holding Corporation						
100L823-US2	FCA	8/8/2003	10/638,274	9/13/2005	6,942,726	ISSUED
MATERIAL FOR ODOR CONTROL						
Inventors: Dutkiewicz, Jacek K.						
Assignee: BKI Holding Corporation						
1201674-US1	OTH	7/25/2005	60/702,504			PENDING
1201674-US2	FCA	7/29/2005	11/192,670			PENDING
CENTER-PULL DISPENSER FOR WEB MATERIAL						
Inventors: Anderson, Stephen						
Assignee: Buckeye Technologies Inc.						
1202339-US1	OTH	9/30/2005	n/a			PENDING
(MONITORING) PACKAGING A STRIP OF MATERIAL IN SIDE BY SIDE STACKS SPLICED END TO END						
Inventors: Lam, Steve Sze Wan; Campbell, Alan Jeffery						
Assignee: BKI Holding Corporation						
100M566-US1	FCA	6/20/2002	10/175,349	7/19/2005	6,918,232	ISSUED
PACKAGING A STRIP OF MATERIAL OF VARYING WIDTH						
Inventors: Johnson, Robert; Zuhlsdorf, Juan Carlos; Gretter, Carlo; Roberts, John H.						
Assignee: BKI Holding Corporation						
100J039-WO0	FCA	3/22/2002	10/105,000			PUBLISHED
SYSTEM FOR DELIVERY OF FIBERS INTO CONCRETE						
Inventors: Cook, Jeffery Todd; Bell, Robert Irvin; Schoggen, Howard Leon; Morton, Gerald Hunt; Smith, David Jay; Fidler, Judson; Speakman, Jimmy Dale; Woods, Max Lynn						
Assignee: BKI Holding Corporation						
100N243-US1	DCA					PROPOSED
HIGH STRENGTH AND HIGH ELONGATION WIPE						
Inventors: Hurley, Jeffrey S.; Boehmer, Brian E.; Campbell, Alan Jeffrey; Moore, Jerry M.; Vercauteren, Douglas W.; Burgess, Barry George; Horton, Heather F.						
Assignee: BKI Holding Corporation						
1202327-US3	FCA	12/2/2005	60/741,583			PENDING

United States Trademark Registrations

Mark	Registration Number / Application Number (AN)	Registration Date / Application Date (AD)
AIRSPUN	Application: 78726379	Application Date: November 14, 2005
CARESSA OCF	Application: 76/641,394	Application Date: June 22, 2005
FABRICTOUCH	Application: 78/155,625 Registration: 2968096	Application Date: August 19, 2002 Registration Date: July 12, 2005
FUZZPELLET Cottonseed	Application: 76533778 Registration: 2969248	Application Date: July 21, 2003 Registration Date: July 19, 2005
STREAM LINER	Application: 78726387	Application Date: October 4, 2005
TOUCH OF LINEN	Application: 78704642	Application Date: August 31, 2005
BUCKEYE ULTRAFIBER 500	Application: 76/574,341	Application Date: February 6, 2004
NAPKIN (Stylized and Design)	Application: 78/776,913	Application Date: December 20, 2005
TOUCH OF LINEN	Application: 78,704,642	Application Date: August 31, 2005
TOUCH OF LINEN (Stylized L Design)	Application: 78/777,188	Application date: Decmber 20, 2005
ULTRAFIBER 500	Application: 76/573,996	Application Date: February 5, 2004