

FORM PTO-1619A

Expires 06/30/99  
OMB 0651-0027

12-17-1999



101195391

U.S. Department of Commerce  
Patent and Trademark Office  
**PATENT**

*MRD  
12-16-99*

**RECORDATION FORM COVER SHEET  
PATENTS ONLY**

**TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).**

**Submission Type**

New

Resubmission (Non-Recordation)  
Document ID # \_\_\_\_\_

Correction of PTO Error  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_

Corrective Document  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_

**Conveyance Type**

Assignment

Security Agreement

License

Change of Name

Merger

Other \_\_\_\_\_  
*U.S. Government*

(For Use ONLY by U.S. Government Agencies)

Departmental File

Secret File

Mark if additional names of conveying parties attached

**Conveying Party(ies)**

Name (line 1) **Drypers Corporation**

Name (line 2) \_\_\_\_\_

Execution Date  
Month Day Year  
**Dec 13 1999**

**Second Party**

Name (line 1) \_\_\_\_\_

Name (line 2) \_\_\_\_\_

Execution Date  
Month Day Year

**Receiving Party**

Mark if additional names of receiving parties attached

Name (line 1) **Fleet Capital Corporation**

Name (line 2) \_\_\_\_\_

Address (line 1) **Suite 300**

Address (line 2) **5950 Sherry Lane**

Address (line 3) **Dallas** **Texas** **75225**

City State/Country Zip Code

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative is attached. (Designation must be a separate document from Assignment.)

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name \_\_\_\_\_

Address (line 1) \_\_\_\_\_

Address (line 2) \_\_\_\_\_

Address (line 3) \_\_\_\_\_

Address (line 4) \_\_\_\_\_

2/17/1999 JSHABAZZ 00000156 09418902

FOR OFFICE USE ONLY

*446E  
128E*

1 FC:581 440.00 OF  
2 FC:584 120.00 OF

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

**Mail documents to be recorded with required cover sheet(s) information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231**

**PATENT  
REEL: 010281 FRAME: 0023**

**Correspondent Name and Address**

**Area Code and Telephone Number**

214-745-5374

Name James J. Murphy, Esq.

Address (line 1) WINSTEAD SECHREST & MINICK, P.C.

Address (line 2) 5400 Renaissance Tower

Address (line 3) 1201 Elm Street

Address (line 4) Dallas, Texas 75270-2199

**Pages** Enter the total number of pages of the attached conveyance document including any attachments.

# 21

**Application Number(s) or Patent Number(s)**

Mark if additional numbers attached

Enter either the Patent Application Number or the Patent Number (DO NOT ENTER BOTH numbers for the same property).

Patent Application Number(s)

Patent Number(s)

|                          |                          |                          |           |           |                          |
|--------------------------|--------------------------|--------------------------|-----------|-----------|--------------------------|
| <input type="checkbox"/> | 09/199,108               | 09/215,473               | 5,019,069 | 5,176,669 | 5,536,350                |
| 09/418,902               | <input type="checkbox"/> | <input type="checkbox"/> | 5,622,581 | 5,643,243 | 5,769,836                |
| <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | 5,938,649 | 5,944,705 | <input type="checkbox"/> |

If this document is being filed together with a new Patent Application, enter the date the patent application was signed by the first named executing inventor. Month Day Year

**Patent Cooperation Treaty (PCT)**

Enter PCT application number PCT  PCT  PCT   
only if a U.S. Application Number  
has not been assigned. PCT  PCT  PCT

**Number of Properties**

Enter the total number of properties involved # 11

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed  Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

Authorization to charge additional fees: Yes  No

**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. Charges to deposit account are authorized, as indicated herein.

James J. Murphy, Esq.

Dec. 15, 1999

Name of Person Signing

Signature

Date

## GRANT OF SECURITY INTEREST IN PATENTS

THIS GRANT OF SECURITY INTEREST IN PATENTS ("Agreement"), dated as of December 3, 1999, is executed by DRYPERS CORPORATION, a Delaware corporation ("Debtor"), 5300 Memorial, Suite 900, Houston, Texas 77007, in favor of FLEET CAPITAL CORPORATION, a Rhode Island corporation ("Fleet"), not in its individual capacity but solely as agent for itself and each of the other lending institutions (each a "Lender" and, collectively, the "Lenders") which is or may from time to time become a signatory to the Credit Agreement (hereinafter defined) or any successor or permitted assignee thereof (Fleet in its capacity as agent, together with its successors in such capacity, the "Agent"), 5950 Sherry Lane, Suite 300, Dallas, Texas 75225.

### RECITALS:

A. The Debtor, the Agent and the Lenders have entered into that certain Amended and Restated Credit Agreement of even date herewith (such Amended and Restated Credit Agreement, as the same may be amended, supplemented or modified from time to time, being hereinafter referred to as the "Credit Agreement").

B. Pursuant to the Credit Agreement, the Debtor and the Agent have entered into that certain Amended and Restated Borrower Security Agreement of even date herewith (as the same may be amended, supplemented or modified from time to time, the "Security Agreement"), pursuant to which the Debtor has granted to the Agent, or confirmed that Agent possesses, a lien on and security interest in certain collateral described therein, including all patents, patent applications, and patent rights now or hereafter owned by the Debtor, and all reissues, renewals, modifications, divisions, continuations, extensions and continuations-in-part thereof, including without limitation those described on Exhibit "A" attached hereto (collectively, the "Patents").

C. It is a condition precedent to the Agent's and the Lenders' obligations under the Credit Agreement that the parties hereto execute this Agreement to memorialize the granting of the security interest in and to the Patents in a form suitable for recording in the United States Patent and Trademark Office.

NOW, THEREFORE, for good and valuable consideration the receipt and sufficiency of which are hereby acknowledged, and subject to the terms and conditions of the Security Agreement, the parties hereto agree as follows:

1. Debtor hereby grants and assigns a security interest, and ratifies and confirms the grant of security interest pursuant to the Security Agreement, to Agent for the pro rata benefit of the Lenders, as security for the payment and performance of the Obligations (as defined in the Credit Agreement), in and to Debtor's entire right, title and interest in the Patents, including without

limitation all renewals thereof, all proceeds thereof (including, but not limited to, all license royalties and proceeds of infringement suits), and the right to sue for past, present and future infringements.

2. At such time as (i) all of the Obligations have been completely paid and performed in full, (ii) no Letters of Credit (as defined in the Credit Agreement) or LC Guarantees (as defined in the Credit Agreement) are outstanding, and (iii) all Commitments (as defined in the Credit Agreement) have terminated, the Agent shall execute, acknowledge and deliver to Debtor such statements, documents or other instruments in writing as may reasonably be requested by Debtor to release its security interest in the Patents, including without limitation all renewals thereof, all proceeds thereof (including, but not limited to, all license royalties and proceeds of infringement suits), and the right to sue for past, present and future infringements.

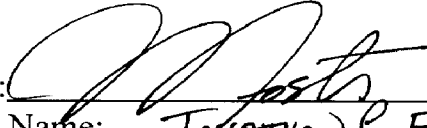
3. Debtor represents and warrants that it has the full right and power to grant the security interest in the Patents made hereby and that (except for a prior assignment in favor of BankBoston, N.A. which has been transferred to Agent) it has made no previous assignment, transfer, agreement in conflict herewith or constituting a present or future assignment of or encumbrance on the Patents.

4. This Agreement cannot be altered, amended or modified in any way, except by a writing signed by Agent and Debtor. This Agreement shall be binding upon Debtor and its respective successors and permitted assigns, and shall inure to the benefit of Agent and its respective successors and assigns. **THIS AGREEMENT SHALL, EXCEPT TO THE EXTENT THAT THE LAWS OF ANOTHER STATE APPLY TO THE PATENTS OR ANY PART THEREOF, BE GOVERNED BY AND CONSTRUED IN ACCORDANCE WITH THE LAWS OF THE STATE OF TEXAS AND THE APPLICABLE LAWS OF THE UNITED STATES OF AMERICA.** By accepting this Agreement, Agent is entitled to receive all of the benefits and none of the obligations and liabilities which may arise from the Patents.


*[Remainder of page intentionally left blank.]*

IN WITNESS WHEREOF, this Agreement has been executed as of the day and year first written above.

DRYPERS CORPORATION

By:   
Name: JONATHAN P. FOSTER  
Title: CFO & EXEC. V.P.

FLEET CAPITAL CORPORATION, as Agent

By:   
Name: H. Michael Dill  
Title: Senior Vice President

THE STATE OF TEXAS           §  
  §  
COUNTY OF DALLAS           §

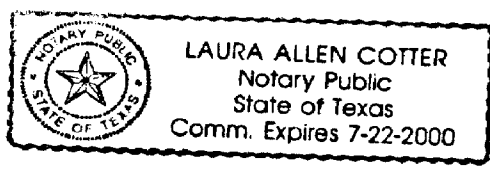
This instrument was ACKNOWLEDGED before me on December 10, 1999, by Jonathan P. Foster CEO, Exec. V.P. of DRYPERS CORPORATION, a Delaware corporation, on behalf of said corporation.

[S E A L]

My Commission Expires:  
7/22/2000

[Signature]  
Notary Public - State of Texas

LAURA A. COTTER  
Printed Name of Notary Public



THE STATE OF TEXAS           §  
  §  
COUNTY OF DALLAS           §

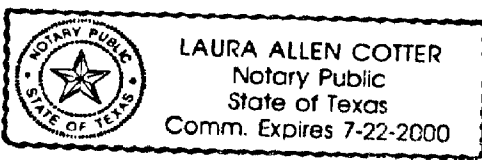
This instrument was ACKNOWLEDGED before me December 10, 1999, by H. Michael Wilk, Senior Vice President of FLEET CAPITAL CORPORATION, a Rhode Island corporation, on behalf of said corporation.

[S E A L]

My Commission Expires:  
7/22/2000

[Signature]  
Notary Public - State of Texas

LAURA A. COTTER  
Printed Name of Notary Public



3237371.3  
149:5147-59

EXHIBIT "A"

Patents

DA962110402

**PATENT**  
**REEL: 010281 FRAME: 0029**

| <b>Patent Title</b>  | <b>Country</b> | <b>Owner</b> | <b>Status in Patent Office</b> | <b>Federal Registration Number</b> | <b>Registration Date</b> |
|--|----------------|--------------|--------------------------------|------------------------------------|--------------------------|
| Disposable Garment With De-elasticized Elastic Members and Method for Making Same  | United States  | Drypers      | Issued                         | 5,622,581                          | 04/22/97                 |
| Disposable Garment With Noodle Cuff and Method for Manufacturing Same              | United States  | Drypers      | Issued                         | 5,536,350                          | 07/16/96                 |
| Disposable Garment With Noodle Cuff and Method for Manufacturing Same              | United States  | Drypers      | Issued                         | 5,769,836                          | 06/23/98                 |
| Disposable Diaper With Cuff  | United States  | Drypers      | Issued                         | 5,643,243                          | 07/01/97                 |
| Disposable Absorbent Articles with Improved Liquid Absorption and Retention        | United States  | Drypers      | Pending                        | 09/119,108                         |                          |
| Disposable Absorbent Garment having Stretchable Side Waist Regions                 | United States  | Drypers      | Pending                        | 09/215,473                         |                          |
| Disposable Absorbent Articles With Improved Liquid                                 | United States  | Drypers      | Pending                        | US99/15700                         |                          |
| Disposable Absorbent Article Employing A Thin Core And A Method Of Making The Same | United States  | Drypers      | Pending                        |                                    |                          |
| Disposable Absorbent Article With Containment Structure                            | United States  | Drypers      | Pending                        | 09/418,902                         |                          |
| Disposable Absorbent Articles With Improved Liquid                                 | Venezuela      | Drypers      | Pending                        | KK13-99                            |                          |
| Disposable Garment With Noodle Cuff and Method for Manufacturing Same              | WIPO           | Drypers      | Pending                        | US95/12289                         |                          |
| Disposable Diaper With Cuff  | WIPO           | Drypers      | Pending                        | US96/13944                         |                          |

2. Borrower's and it Subsidiaries' trademarks:

| <b>Trademark</b> | <b>Country</b> | <b>Owner</b> | <b>Status in Trademark Office</b> | <b>Federal Registration Number</b> | <b>Registration Date</b> |
|------------------|----------------|--------------|-----------------------------------|------------------------------------|--------------------------|
| Drypers          | Afghanistan    | Drypers      | Registered                        | 5172                               | 01/13/96                 |
| Drypers          | OAPI           | Drypers      | Registered                        | 88328                              | 02/27/98                 |
| Drypers          | Albania        | Drypers      | Registered                        | 6776                               | 02/11/98                 |



PATENTS, TRADEMARKS, COPYRIGHTS AND LICENSES

1. Borrower's and its Subsidiaries' patents:

| Patent Title   | Country       | Owner   | Status in Patent Office | Federal Registration Number | Registration Date |
|--|---------------|---------|-------------------------|-----------------------------|-------------------|
| Absorbent Articles With Improved Rash-Preventing Properties  | Argentina     | Drypers | Pending                 | 980100254                   |                   |
| Disposable Diaper With Cuff                                  | Argentina     | Drypers | Pending                 | 97/0102665                  |                   |
| Disposable Absorbent Articles With Improved Liquid           | Argentina     | Drypers | Pending                 | 990103538                   |                   |
| Highly Absorbent Composite Compositions, Absorbent Sheets PR | Argentina     | Drypers | Pending                 | 990102938                   |                   |
| Disposable Diaper With Cuff                                  | Australia     | Drypers | Pending                 | 69070/96                    |                   |
| Absorbent Articles With Improved Rash-Preventing Properties  | Brazil        | Drypers | Pending                 | P19806395-2                 |                   |
| Disposable Diaper With Cuff                                  | Brazil        | Drypers | Pending                 | PI9612709-0                 |                   |
| Disposable Diaper With Cuff                                  | Canada        | Drypers | Pending                 | 2,263,223                   |                   |
| Disposable Absorbent Articles With Improved Liquid           | Colombia      | Drypers | Pending                 | 99.045434                   |                   |
| Disposable Diaper With Cuff                                  | European      | Drypers | Pending                 | 96929811.6                  |                   |
| Absorbent Articles With Improved Rash-Preventing Properties  | Mexico        | Drypers | Pending                 | 9803062                     |                   |
| Disposable Diaper With Cuff                                  | Mexico        | Drypers | Pending                 | 9901519                     |                   |
| Absorbent Articles With Improved Rash-Preventing Properties  | United States | Drypers | Issued                  | 5,938,649                   | 08/17/99          |
| Absorbent Articles With Improved Rash-Preventing Properties  | United States | Drypers | Issued                  | 05,944,705                  | 08/31/99          |
| Tapeless Super-Absorbent Disposable Diaper                   | United States | Drypers | Issued                  | 5,019,069                   | 05/28/91          |
| Tapeless Super-Absorbent Disposable Diaper                   | United States | Drypers | Issued                  | 5,176,669                   | 01/05/93          |

| Trademark                 | Country   | Owner   | Status in Trademark Office | Federal Registration Number | Registration Date |
|---------------------------|-----------|---------|----------------------------|-----------------------------|-------------------|
| Drypers                   | Algeria   | Drypers | Registered                 | 053823                      | 11/24/97          |
| Ardilla                   | Argentina | Drypers | Registered                 | 1612733                     | 08/26/97          |
| Ardilla And Design        | Argentina | Drypers | Registered                 | 1209298                     |                   |
| Baby Dream                | Argentina | Drypers | Pending                    | 2077036                     |                   |
| Baby's Choice             | Argentina | Drypers | Pending                    | 2071312                     |                   |
| Blue King                 | Argentina | Drypers | Registered                 | 1270723                     | 02/18/88          |
| Blue King                 | Argentina | Drypers | Registered                 | 1468032                     | 09/30/93          |
| Blue King                 | Argentina | Drypers | Registered                 | 1603121                     | 06/06/96          |
| Blue King                 | Argentina | Drypers | Pending                    | 2122633                     |                   |
| Blue King (Baby Design)   | Argentina | Drypers | Pending                    | 2029422                     |                   |
| Blue King (Stork Design)  | Argentina | Drypers | Pending                    | 2029423                     |                   |
| Blue King Premium         | Argentina | Drypers | Pending                    | 2045184                     |                   |
| Blue King Ultra           | Argentina | Drypers | Pending                    | 2045185                     |                   |
| Bunnies                   | Argentina | Drypers | Pending                    | 2031142                     |                   |
| Bunnies                   | Argentina | Drypers | Pending                    | 2031143                     |                   |
| Bunnies                   | Argentina | Drypers | Pending                    | 2031144                     |                   |
| Classic Premiums          | Argentina | Drypers | Registered                 | 1506543                     | 02/28/94          |
| Comfees                   | Argentina | Drypers | Registered                 | 1603166                     | 06/06/96          |
| Comfees And Design        | Argentina | Drypers | Registered                 | 1634657                     | 06/03/97          |
| Cozies                    | Argentina | Drypers | Registered                 | 1622794                     | 11/22/96          |
| Cozies Ultra And Design   | Argentina | Drypers | Pending                    | 2045186                     |                   |
| Design Of A Baby (design) | Argentina | Drypers | Registered                 | 1669820                     | 05/29/98          |
| Drypers                   | Argentina | Drypers | Registered                 | 1456264                     | 07/30/93          |
| Drypers                   | Argentina | Drypers | Registered                 | 1553452                     | 02/28/95          |
| Drypers                   | Argentina | Drypers | Registered                 | 1562749                     | 05/31/95          |
| Drypers                   | Argentina | Drypers | Pending                    | 1817441                     |                   |
| Drypers                   | Argentina | Drypers | Pending                    | 1903361                     |                   |
| Drypers                   | Argentina | Drypers | Pending                    | 2148432                     |                   |
| Drypers Discreet          | Argentina | Drypers | Pending                    | 2129320                     |                   |
| Drypers Discreet          | Argentina | Drypers | Pending                    | 2129321                     |                   |
| Fresh And Dry             | Argentina | Drypers | Pending                    | 2078212                     |                   |

| Trademark               | Country            | Owner   | Status in Trademark Office | Federal Registration Number | Registration Date |
|-------------------------|--------------------|---------|----------------------------|-----------------------------|-------------------|
| Friendly                | Argentina          | Drypers | Pending                    | 2078213                     |                   |
| Just Baby               | Argentina          | Drypers | Pending                    | 2078214                     |                   |
| Nappies                 | Argentina          | Drypers | Registered                 | 1351861                     | 07/11/89          |
| Nappies                 | Argentina          | Drypers | Pending                    | 2080463                     |                   |
| Spice Woman             | Argentina          | Drypers | Pending                    | 2111774                     |                   |
| Wee Fits                | Argentina          | Drypers | Registered                 | 1622795                     | 11/22/96          |
| Wee-Fits And Design     | Argentina          | Drypers | Pending                    | 2045187                     |                   |
| Drypers                 | Armenia            | Drypers | Registered                 | 2397                        | 10/03/97          |
| Drypers                 | Aruba              | Drypers | Registered                 | 17359                       | 05/10/95          |
| Drypers                 | Australia          | Drypers | Registered                 | A594213                     | 01/15/93          |
| Drypers                 | Austria            | Drypers | Registered                 | 154443                      | 09/16/94          |
| Drypers                 | Azerbaijan         | Drypers | Registered                 | 990016                      | 01/05/99          |
| Drypers                 | Bahamas            | Drypers | Pending                    | 21,488                      |                   |
| Drypers                 | Bahamas            | Drypers | Pending                    | 21,489                      |                   |
| Drypers                 | Bangladesh         | Drypers | Pending                    | 53732                       |                   |
| Drypers                 | Barbados           | Drypers | Pending                    | N/A                         |                   |
| Drypers                 | Belarus            | Drypers | Registered                 | 7638                        | 12/18/97          |
| Drypers                 | Benelux            | Drypers | Registered                 | 584712                      | 07/05/95          |
| Drypers                 | Bolivia            | Drypers | Pending                    | 15635                       |                   |
| Drypers                 | Bolivia            | Drypers | Registered                 | 53888                       | 10/27/92          |
| Drypers                 | Bolivia            | Drypers | Registered                 | 53997                       | 11/17/92          |
| Kids                    | Bolivia            | Drypers | Pending                    | 006593                      |                   |
| Ultra Drypers Evolution | Bolivia            | Drypers | Registered                 | 58016-C                     | 02/10/95          |
| Ultra Drypers Evolution | Bolivia            | Drypers | Registered                 | 58017-C                     | 02/10/95          |
| Ultra Drypers Evolution | Bolivia            | Drypers | Registered                 | 58019-C                     | 02/10/95          |
| Ultra Drypers Evolution | Bolivia            | Drypers | Registered                 | 58018-C                     | 02/10/95          |
| Unixsec                 | Bolivia            | Drypers | Pending                    | 16889                       |                   |
| Drypers                 | Bosnia-Herzegovina | Drypers | Pending                    | Z211A                       |                   |
| Drypers                 | Brazil             | Drypers | Registered                 | 817589279                   | 04/27/99          |
| Drypers                 | Brazil             | Drypers | Pending                    | 820881120                   |                   |
| Drypers Uni             | Brazil             | Drypers | Registered                 | 818595965                   | 02/25/98          |
| Keep Fresh              | Brazil             | Drypers | Pending                    | 818312343                   |                   |
| Puppet                  | Brazil             | Drypers | Registered                 | 817223185                   | 07/10/97          |

| Trademark                     | Country    | Owner   | Status in Trademark Office | Federal Registration Number | Registration Date |
|-------------------------------|------------|---------|----------------------------|-----------------------------|-------------------|
| Puppet                        | Brazil     | Drypers | Registered                 | 8001846760                  | 04/24/84          |
| Puppet (Stylized)             | Brazil     | Drypers | Pending                    | 818881852                   |                   |
| Puppet Due                    | Brazil     | Drypers | Pending                    | 817941487                   |                   |
| Drypers                       | Bulgaria   | Drypers | Registered                 | 27989                       | 03/27/96          |
| Drypers                       | Cambodia   | Drypers | Registered                 | 7596                        | 07/17/96          |
| Baby's Choice                 | Canada     | Drypers | Registered                 | 374815                      | 10/26/90          |
| Baby's Delight                | Canada     | Drypers | Registered                 | 407387                      | 01/29/93          |
| Comfees                       | Canada     | Drypers | Registered                 | 418544                      | 10/22/93          |
| Cozies                        | Canada     | Drypers | Registered                 | 424515                      | 03/04/94          |
| Drypers                       | Canada     | Drypers | Registered                 | TMA385758                   | 06/14/91          |
| Drypers                       | Canada     | Drypers | Registered                 | 440746                      | 03/24/95          |
| Drypers                       | Canada     | Drypers | Registered                 | 516,254                     | 09/14/99          |
| Drypers & Design              | Canada     | Drypers | Registered                 | TMA385300                   | 05/31/91          |
| Panda Pals                    | Canada     | Drypers | Registered                 | 403285                      | 10/02/92          |
| Ultracare                     | Canada     | Drypers | Registered                 | 423573                      | 02/25/94          |
| Ultracare & Design            | Canada     | Drypers | Registered                 | 403286                      | 10/02/92          |
| Drypers                       | Chile      | Drypers | Registered                 | 377530                      | 11/11/91          |
| Drypers                       | Chile      | Drypers | Registered                 | 531815                      | 01/11/99          |
| Comfees                       | China P.R. | Drypers | Registered                 | 1168804                     | 04/21/98          |
| Drypers                       | China P.R. | Drypers | Registered                 | 687899                      | 04/28/94          |
| Drypers/Chinese Characters    | China P.R. | Drypers | Pending                    | 9800103926                  |                   |
| Drysoft                       | China P.R. | Drypers | Pending                    | 970059122                   |                   |
| Comfees                       | Colombia   | Drypers | Registered                 | 177850                      | 07/31/95          |
| Drypers                       | Colombia   | Drypers | Registered                 | 187189                      | 03/26/96          |
| Drypers                       | Colombia   | Drypers | Registered                 | 215511                      | 01/15/99          |
| Kids                          | Colombia   | Drypers | Pending                    | 98-001.567                  |                   |
| Ultra Drypers Evolution & DES | Colombia   | Drypers | Pending                    | 403709                      |                   |
| Ultra Drypers Evolution & DES | Colombia   | Drypers | Pending                    | 403710                      |                   |
| Ultra Drypers Evolution & DES | Colombia   | Drypers | Pending                    | 403711                      |                   |
| Ultra Drypers Evolution & DES | Colombia   | Drypers | Pending                    | 403713                      |                   |

| Trademark    | Country            | Owner   | Status in Trademark Office | Federal Registration Number | Registration Date |
|--------------|--------------------|---------|----------------------------|-----------------------------|-------------------|
| Unixsec      | Colombia           | Drypers | Pending                    | 980075801                   |                   |
| Drypers      | Costa Rica         | Drypers | Pending                    | 3291-92                     |                   |
| Drypers      | Costa Rica         | Drypers | Registered                 | 85264                       | 12/20/93          |
| Drypers      | Croatia            | Drypers | Registered                 | Z-951193                    | 05/03/99          |
| Drypers      | Cuba               | Drypers | Pending                    | 1098/98                     |                   |
| Drypers      | Cuba               | Drypers | Registered                 | 123482                      | 04/02/96          |
| Drypers      | Cuba               | Drypers | Registered                 | 123346                      | 02/27/96          |
| Drypers      | Czech Republic     | Drypers | Registered                 | 206052                      | 12/30/97          |
| Drypers      | Denmark            | Drypers | Registered                 | 4153-1993                   | 06/11/93          |
| Baby' Choice | Dominican Republic | Drypers | Registered                 | 58855                       | 08/15/94          |
| Baby' Choice | Dominican Republic | Drypers | Registered                 | 56075                       | 02/15/93          |
| Baby' Choice | Dominican Republic | Drypers | Registered                 | 56084                       | 02/15/93          |
| Baby' Choice | Dominican Republic | Drypers | Registered                 | 56007                       | 02/15/93          |
| Baby' Choice | Dominican Republic | Drypers | Registered                 | 56199                       | 02/15/93          |
| Drypers      | Dominican Republic | Drypers | Registered                 | 56100                       | 02/15/93          |
| Drypers      | Dominican Republic | Drypers | Registered                 | 56086                       | 02/15/93          |
| Drypers      | Dominican Republic | Drypers | Registered                 | 56202                       | 02/15/93          |
| Drypers      | Dominican Republic | Drypers | Registered                 | 56074                       | 02/15/93          |
| Drypers      | Dominican Republic | Drypers | Registered                 | 97,973                      | 07/15/98          |
| Drypers      | Ecuador            | Drypers | Registered                 | I-0747-94                   | 04/15/94          |
| Drypers      | Ecuador            | Drypers | Registered                 | I-682-96                    | 09/26/96          |
| Drypers      | Ecuador            | Drypers | Registered                 | I-680-96                    | 09/26/96          |
| Drypers      | Ecuador            | Drypers | Registered                 | I-679-96                    | 09/26/96          |
| Drypers      | Ecuador            | Drypers | Registered                 | I-976-96                    | 09/26/96          |
| Drypers      | Ecuador            | Drypers | Registered                 | 2997-93                     | 11/04/93          |
| Unixsec      | Ecuador            | Drypers | Pending                    | 93127                       |                   |

| Trademark                    | Country        | Owner   | Status in Trademark Office | Federal Registration Number | Registration Date |
|------------------------------|----------------|---------|----------------------------|-----------------------------|-------------------|
| Drypers                      | Egypt          | Drypers | Registered                 | 85810                       | 10/23/94          |
| Drypers                      | El Salvador    | Drypers | Registered                 | 87 BOOK 69                  | 10/17/98          |
| Drypers                      | El Salvador    | Drypers | Pending                    | 1744-95                     |                   |
| Drypers                      | El Salvador    | Drypers | Registered                 | 230-84                      | 11/24/98          |
| Drypers                      | El Salvador    | Drypers | Pending                    | 35/92                       |                   |
| Drypers                      | European Union | Drypers | Pending                    | 907758                      |                   |
| Drypers                      | Finland        | Drypers | Registered                 | 129232                      | 11/22/93          |
| Drypers                      | France         | Drypers | Registered                 | 1207850                     | 05/12/92          |
| Drypers                      | France         | Drypers | Registered                 | 93452269                    | 01/26/93          |
| Drypers                      | Georgia        | Drypers | Registered                 | 8132                        | 01/23/98          |
| Drypers                      | Germany        | Drypers | Registered                 | 2052845                     | 12/27/93          |
| Drypers                      | Greece         | Drypers | Registered                 | 102598                      |                   |
| Drypers                      | Greece         | Drypers | Pending                    | 141640                      |                   |
| Drypers                      | Guatemala      | Drypers | Pending                    | 2884-92                     |                   |
| Drypers                      | Guatemala      | Drypers | Registered                 | 68252/101/148               | 02/03/93          |
| Drypers                      | Guatemala      | Drypers | Registered                 | 68215                       | 12/03/92          |
| Drypers                      | Guyana         | Drypers | Pending                    | 15567A                      |                   |
| Drypers                      | Haiti          | Drypers | Pending                    | 165-U                       |                   |
| Drypers                      | Haiti          | Drypers | Registered                 | 190/111                     | 08/13/97          |
| Drypers                      | Honduras       | Drypers | Registered                 | 64107                       | 01/29/96          |
| Drypers                      | Honduras       | Drypers | Registered                 | 74.258                      | 06/07/99          |
| Drypers                      | Hong Kong      | Drypers | Registered                 | 10710/1998                  | 10/20/98          |
| Drypers (Chinese Characters) | Hong Kong      | Drypers | Pending                    | 13125/1998                  |                   |
| Drypers                      | Hungary        | Drypers | Registered                 | 147384                      | 10/22/97          |
| Drypers                      | Iceland        | Drypers | Registered                 | 1246/96                     | 11/25/96          |
| Drypers                      | India          | Drypers | Pending                    | 594098                      |                   |
| Comfees                      | Indonesia      | Drypers | Registered                 | 409268                      | 04/30/97          |
| Drypers                      | Indonesia      | Drypers | Registered                 | 344182                      | 08/08/94          |
| Drypers                      | Iran           | Drypers | Registered                 | 71479                       | 10/28/93          |
| Drypers                      | Ireland        | Drypers | Registered                 | 148429                      | 11/12/92          |
| Drypers                      | Israel         | Drypers | Registered                 | 99210                       | 01/07/99          |
| Drypers                      | Italy          | Drypers | Registered                 | 672300                      | 03/12/96          |
| Drypers                      | Jamaica        | Drypers | Registered                 | 30519                       | 11/27/95          |

| Trademark             | Country     | Owner   | Status in Trademark Office | Federal Registration Number | Registration Date |
|-----------------------|-------------|---------|----------------------------|-----------------------------|-------------------|
| Drypers And Design    | Japan       | Drypers | Registered                 | 2447290                     | 08/31/92          |
| Drypers               | Jordan      | Drypers | Registered                 | 31616                       | 02/10/93          |
| Drypers               | Kazakstan   | Drypers | Registered                 | 6119                        | 09/24/97          |
| Drypers               | Kyrgyzstan  | Drypers | Registered                 | 3623                        | 08/30/96          |
| Drypers               | Laos        | Drypers | Registered                 | 4891                        | 09/10/96          |
| Drypers               | Latvia      | Drypers | Registered                 | M38013                      | 08/20/97          |
| Drypers               | Lithuania   | Drypers | Registered                 | 29009                       | 08/25/98          |
| Drypers               | Macao       | Drypers | Registered                 | 12682                       | 06/20/94          |
| Drypers               | Macedonia   | Drypers | Registered                 | 6625                        | 05/13/98          |
| Drypers               | Malaysia    | Drypers | Pending                    | 96/05997                    |                   |
| Baby' Choice          | Mexico      | Drypers | Registered                 | 410368                      | 04/04/91          |
| Baby' Delight         | Mexico      | Drypers | Registered                 | 399415                      | 09/20/91          |
| Classic Premiums      | Mexico      | Drypers | Registered                 | 509635                      | 06/30/93          |
| Comfee Fits           | Mexico      | Drypers | Registered                 | 409040                      | 03/26/92          |
| Comfees               | Mexico      | Drypers | Registered                 | 468047                      | 07/29/94          |
| Cozies                | Mexico      | Drypers | Registered                 | 399416                      | 09/20/91          |
| Cozies                | Mexico      | Drypers | Registered                 | 402805                      | 12/18/91          |
| Drypers               | Mexico      | Drypers | Registered                 | 471456                      | 08/29/94          |
| Drypers               | Mexico      | Drypers | Registered                 | 475282                      | 09/28/94          |
| Drypers               | Mexico      | Drypers | Registered                 | 517289                      | 02/21/96          |
| Drypers               | Mexico      | Drypers | Registered                 | 586121                      | 08/28/98          |
| Drypers Premium       | Mexico      | Drypers | Registered                 | 562446                      | 10/31/97          |
| Drypers Econosec Plus | Mexico      | Drypers | Registered                 | 609365                      | 05/17/99          |
| Drypers Ultra         | Mexico      | Drypers | Pending                    | 305818                      |                   |
| Drypers Uni           | Mexico      | Drypers | Pending                    | 232767                      |                   |
| Ultra Care            | Mexico      | Drypers | Registered                 | 447447                      | 11/29/93          |
| Ultra Care            | Mexico      | Drypers | Registered                 | 409041                      | 03/26/92          |
| Drypers               | Moldova     | Drypers | Registered                 | 4504                        | 07/17/95          |
| Drypers               | Mongolia    | Drypers | Registered                 | 2371                        | 05/28/98          |
| Drypers               | Morocco     | Drypers | Registered                 | 60704                       | 09/20/96          |
| Drypers               | Myanmar     | Drypers | Registered                 | IV/4621/1996                | 10/22/96          |
| Drypers               | New Zealand | Drypers | Registered                 | 204813                      | 09/14/90          |
| Drypers               | New Zealand | Drypers | Registered                 | 224497                      | 01/28/93          |
| Drypers               | Nicaragua   | Drypers | Registered                 | 39,575                      | 11/25/98          |

| <b>Trademark</b>              | <b>Country</b>     | <b>Owner</b> | <b>Status in Trademark Office</b> | <b>Federal Registration Number</b> | <b>Registration Date</b> |
|-------------------------------|--------------------|--------------|-----------------------------------|------------------------------------|--------------------------|
| Drypers                       | Nicaragua          | Drypers      | Registered                        | 27382 CC                           | 12/06/94                 |
| Classic Premiums              | Nigeria            | Drypers      | Registered                        | 53076                              | 06/11/93                 |
| Drypers                       | Nigeria            | Drypers      | Registered                        | 53077                              | 06/11/93                 |
| Drypers                       | North Korea        | Drypers      | Registered                        | 9801                               | 03/03/99                 |
| Drypers                       | Norway             | Drypers      | Registered                        | 160699                             | 12/16/93                 |
| Drypers                       | Oman               | Drypers      | Pending                           | 8510                               |                          |
| Drypers                       | Pakistan           | Drypers      | Pending                           | 136040                             |                          |
| Drypers                       | Panama             | Drypers      | Registered                        | 61494                              | 04/05/95                 |
| Drypers                       | Papua New Guinea   | Drypers      | Registered                        | A 60,831                           | 01/27/98                 |
| Classic Premiums              | Paraguay           | Drypers      | Registered                        | 169727                             | 07/15/94                 |
| Drypers                       | Paraguay           | Drypers      | Registered                        | 214371                             | 06/24/99                 |
| Drypers                       | Paraguay           | Drypers      | Registered                        | 152881                             | 04/01/92                 |
| Drypers                       | Paraguay           | Drypers      | Registered                        | 152882                             | 04/01/92                 |
| Drypers                       | Peru               | Drypers      | Registered                        | 48556                              | 09/08/98                 |
| Drypers                       | Peru               | Drypers      | Registered                        | 101166                             | 12/28/92                 |
| Ultra Drypers Evolution & DES | Peru               | Drypers      | Registered                        | 1884                               | 10/19/93                 |
| Comfees                       | Philippines        | Drypers      | Pending                           | 00114925                           |                          |
| Drypers                       | Philippines        | Drypers      | Registered                        | 58139                              | 05/12/94                 |
| Drypers                       | Poland             | Drypers      | Registered                        | 102725                             | 05/26/98                 |
| Drypers                       | Portugal           | Drypers      | Registered                        | 290327                             | 05/24/94                 |
| Drypers                       | Qatar              | Drypers      | Registered                        | 10809                              | 04/11/98                 |
| Drypers                       | Romania            | Drypers      | Pending                           | 35802                              |                          |
| Drypers                       | Russian Federation | Drypers      | Registered                        | 142261                             | 05/17/96                 |
| Drysoft                       | Russian Federation | Drypers      | Pending                           | 97712663                           |                          |
| Drypers                       | Saudi Arabia       | Drypers      | Registered                        | 310/100                            | 06/12/94                 |
| Baby' Choice                  | Singapore          | Drypers      | Registered                        | 6916/91                            | 07/24/91                 |
| Drypers                       | Singapore          | Drypers      | Registered                        | B1585/92                           | 03/3/92                  |
| Drypers                       | Slovak Republic    | Drypers      | Registered                        | 182903                             | 11/12/98                 |
| Drypers                       | Slovenia           | Drypers      | Registered                        | 9570926                            | 08/19/96                 |
| Drypers                       | South Africa       | Drypers      | Registered                        | 91/10154                           | 11/28/91                 |
| Drypers                       | South Africa       | Drypers      | Registered                        | 91/10155                           | 11/28/91                 |



| Trademark                    | Country              | Owner   | Status in Trademark Office | Federal Registration Number | Registration Date |
|------------------------------|----------------------|---------|----------------------------|-----------------------------|-------------------|
| Drypers                      | South Korea          | Drypers | Registered                 | 281636                      | 12/16/93          |
| Drypers                      | Spain                | Drypers | Pending                    | 28422                       |                   |
| Drypers                      | Spain                | Drypers | Pending                    | 1978748                     |                   |
| Drypers                      | Surinam              | Drypers | Registered                 | 15263                       | 11/27/96          |
| Drypers                      | Sweden               | Drypers | Registered                 | 255002                      | 02/04/94          |
| Drypers                      | Switzerland          | Drypers | Registered                 | 404815                      | 01/27/93          |
| Drypers                      | Taiwan               | Drypers | Pending                    | 86063165                    |                   |
| Drypers                      | Tajikistan           | Drypers | Pending                    | 95003380                    |                   |
| Drypers                      | Tangier              | Drypers | Registered                 | 12.240                      | 02/03/99          |
| Comfees                      | Thailand             | Drypers | Pending                    | 328062                      |                   |
| Drypers                      | Thailand             | Drypers | Registered                 | KOR16955                    | 09/15/99          |
| Drypers UNI                  | Thailand             | Drypers | Registered                 | Kor68815                    | 02/20/98          |
| Drypers UNI & Device         | Thailand             | Drypers | Registered                 | Kor68800                    | 02/20/98          |
| Drypers UNI Plus             | Thailand             | Drypers | Pending                    | 383399                      |                   |
| Drypers UNI Plus (Packaging) | Thailand             | Drypers | Pending                    | 384046                      |                   |
| Uni Plus                     | Thailand             | Drypers | Pending                    | 366829                      |                   |
| Drypers                      | Trinidad             | Drypers | Registered                 | 24214                       | 10/02/97          |
| Drypers                      | Trinidad             | Drypers | Registered                 | 28421                       | 06/16/98          |
| Drypers                      | Tunisia              | Drypers | Registered                 | EE94.051                    | 06/30/94          |
| Drypers                      | Turkey               | Drypers | Registered                 | 174.183                     | 06/25/96          |
| Drypers                      | Turkmenistan         | Drypers | Pending                    | 3(904)                      |                   |
| Drypers                      | Ukraine              | Drypers | Pending                    | 95082439/T                  |                   |
| Drypers                      | United Arab Emirates | Drypers | Pending                    | 3513                        |                   |
| Drypers                      | United Arab Emirates | Drypers | Registered                 | 8867                        | 11/28/92          |
| Drypers                      | United Kingdom       | Drypers | Registered                 | 1523546                     | 05/12/95          |
| Drypers                      | United Kingdom       | Drypers | Registered                 | 1215030                     | 03/28/84          |
| Affinity                     | United States        | Drypers | Pending                    | 75/655,920                  |                   |
| Baby Guard                   | United States        | Drypers | Pending                    | 75/599,390                  |                   |
| Baby Guard                   | United States        | Drypers | Pending                    | 75/665,386                  |                   |
| Baby' Choice                 | United States        | Drypers | Registered                 | 1,564,375                   | 11/07/89          |
| Baby's Delight               | United States        | Drypers | Registered                 | 1,644,403                   | 05/14/91          |

| Trademark                             | Country       | Owner   | Status in Trademark Office | Federal Registration Number | Registration Date |
|---------------------------------------|---------------|---------|----------------------------|-----------------------------|-------------------|
| Bath Wipes                            | United States | Drypers | Pending                    | 75/204,497                  |                   |
| BathWipes                             | United States | Drypers | Pending                    | 75/204,496                  |                   |
| Classic Premiums                      | United States | Drypers | Registered                 | 1,830,352                   | 04/12/94          |
| Cozies                                | United States | Drypers | Registered                 | 1,547,357                   | 07/11/89          |
| Dinobaby                              | United States | Drypers | Pending                    | 75/464,803                  |                   |
| Dinobaby                              | United States | Drypers | Pending                    | 75/803,370                  |                   |
| Doc Bottoms                           | United States | Drypers | Pending                    | 75/772,816                  |                   |
| Dry-Lock                              | United States | Drypers | Pending                    | 75/528,342                  |                   |
| Dryper                                | United States | Drypers | Registered                 | 375,455                     | 02/02/40          |
| Dryper                                | United States | Drypers | Registered                 | 619,113                     | 01/10/56          |
| Drypers                               | United States | Drypers | Registered                 | 1,734,785                   | 11/24/92          |
| Drypers (Wipes)                       | United States | Drypers | Registered                 | 2,211,294                   | 12/15/98          |
| Drypers Big Girl                      | United States | Drypers | Registered                 | 1,832,155                   | 04/19/94          |
| Drysoft                               | United States | Drypers | Pending                    | 75/270,807                  |                   |
| Germ Guard                            | United States | Drypers | Pending                    | 75/512,000                  |                   |
| Germ Shield                           | United States | Drypers | Pending                    | 75/512,009                  |                   |
| It's More Than A Diaper, It's Drypers | United States | Drypers | Pending                    | 75/803,369                  |                   |
| Kids                                  | United States | Drypers | Pending                    | 75/446,912                  |                   |
| Next Step                             | United States | Drypers | Pending                    | 75/159,815                  |                   |
| Oenderstretch                         | United States | Drypers | Registered                 | 2,166,599                   | 06/16/98          |
| Quickdri                              | United States | Drypers | Pending                    | 75/772,815                  |                   |
| Ultracare                             | United States | Drypers | Registered                 | 1,712,975                   | 09/08/92          |
| Ultracare                             | United States | Drypers | Registered                 | 2,289,580                   | 10/26/99          |
| Unicuff                               | United States | Drypers | Pending                    | 75/586,521                  |                   |
| Wee-Fits                              | United States | Drypers | Registered                 | 1,678,490                   | 03/10/92          |
| Drypers                               | Uruguay       | Drypers | Registered                 | 247772                      | 05/07/93          |
| Drypers                               | Uruguay       | Drypers | Registered                 | 307.228                     |                   |
| Drypers                               | Uzbekistan    | Drypers | Pending                    | 8622                        |                   |
| Baby' Choice                          | Venezuela     | Drypers | Pending                    | 7023/93                     |                   |
| Drypers                               | Venezuela     | Drypers | Pending                    | 26191/91                    |                   |
| Drypers                               | Venezuela     | Drypers | Pending                    | 26192/91                    |                   |
| Drypers                               | Venezuela     | Drypers | Pending                    | 26193/91                    |                   |
| Drypers                               | Venezuela     | Drypers | Pending                    | 26784/92                    |                   |