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SCHEDULE A

Patent Registrations

<u>Patent Number</u>	<u>Date of Issuance</u>	<u>Description</u>
US05263202	11/23/93	Securing apparatus for clothing-glove
USD0374549	10/15/96	Sandal
USD0375615	11/19/96	Sandal
USD0379113	5/13/97	Shoe
USD0379112	5/13/97	Water sports shoe
US05639005	6/17/97	Modular backpack and utility vest
US05638549	6/17/97	Change-safe pocket
USD0380888	7/15/97	Shoe
US05771610	6/30/99	Footwear for water sports
US06003646	12/21/99	Manufacturing method - soft cloth luggage

Patent Applications

<u>Application Number</u>	<u>Application Date</u>	<u>Description</u>
09/636,301	8/10/00	Stitchless waterproof seam
09/636,302	8/10/00	Apparatus for making stitchless seam
09/636,303	8/10/00	Method for making stitchless seam

**MEMORANDUM OF SECURITY INTEREST
IN PATENTS**

PATAGONIA, INC., a California corporation, whose address is 259 West Santa Clara Street, Ventura, California 93001 and GREAT PACIFIC IRON WORKS, a California corporation, whose address is 259 West Santa Clara Street, Ventura, California 93001 (collectively, the "Borrowers"), do hereby grant in favor of the several financial institutions (individually, a "Bank" and collectively, the "Banks") from time to time party to that certain Amended and Restated Revolving and Term Credit Agreement, dated as of September 28, 2001 (as amended, modified or otherwise supplemented upon from time to time, the "Credit Agreement"), Union Bank of California, N.A. ("Union"), a bank duly organized and existing under the laws of the United States of America, and Bank of America, N.A., a bank duly organized and existing under the laws of the United States of America, as the issuers of the Letters of Credit (as defined in the Credit Agreement) (collectively, the "Issuing Banks"), and Union, as agent for the Banks and the Issuing Banks (Union, in such capacity, is referred herein as the "Agent"), a security interest in and to all of the Borrowers' right, title and interest in and to the patents and patent registrations and applications therefor which are identified on Schedule A attached hereto and herein incorporated by this reference (the "Patents"), together with the assets of the business owned by the Borrowers to which such Patents are appurtenant and all actions for infringement concerning the foregoing.

The terms and conditions of the security interest granted hereby are contained in that certain Intellectual Property Security Agreement, dated as of August 6, 1999 (the "Agreement"), made by the Borrowers in favor of the Agent, the Banks and the Issuing Banks as security for the Borrowers' performance of the Borrowers' obligations as set forth in the Credit Agreement and other agreements referred to therein.

IN WITNESS WHEREOF the undersigned have executed this document as of the 28th day of September, 2001.

PATAGONIA, INC.,
a California corporation

GREAT PACIFIC IRON WORKS,
a California corporation

By: Wendy E. Gerard
Name: Wendy E. Gerard
Title: Secretary

By: Wendy E. Gerard
Name: Wendy E. Gerard
Title: Secretary

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