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	Name: UNION BANK OF CALIFORNIA, N.A., as Agent Internal Address:  Street Address: 445 S. Figueroa Street, 10 <sup>th</sup> Floor City: Los Angeles State: CAZIP 90071-1602  Additional name(s) & address(es) attached?   Yes No
<ol> <li>Application number(s) or patent number(s):</li> <li>If this document is being filed together with a new application</li> <li>A. Patent Application No.(s)</li> <li>09/636,301; 09/636,302; 09/636,303</li> </ol> Additional numbers at	B. Patent No.(s) 5,263,202
5. Name and address of party to whom correspondence concerning document should be mailed:  Mr. Sigi Hinojosa, Paralegal  Name: Buchalter, Nemer, Fields &  Younger  Street Address: 601 So. Figueroa St., Ste.  2400	6. Total number of applications and patents involved:  7. Total fee (37 CFR 3.41) \$ 520 ° €  ☐ Enclosed  ☑ Authorized to be charged to deposit account
City:Los Angeles State: California ZIP: 90017  1/06/2001 6TUN11 00000059 200052 09636301  1 FC:581 520.00 CH  DO NOT USE	8. Deposit account number:  20-0052  (Attach duplicate copy of this page if paying by deposit account)  THIS SPACE
9. Statement and signature. To the best of my knowledge and belief, the foregoing information the original document.  Sigi Hinojosa  Name of Person Signing  Christine E Wilsore  Total number of pages including cover sh	October 25, 2001  ignature  Date  Date  eet, attachments, and document:

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Washington D.C. 20231

## **SCHEDULE A**

## **Patent Registrations**

Patent Number	Date of Issuance	Description
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**

Application Number	Application Date	<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

PATENT REEL: 012295 FRAME: 0613

#### 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: Waly & Gerard

Title: Acceptany

By: Wendy E. Gerard

Title: Secretary

PATENT REEL: 012295 FRAME: 0614

### **SCHEDULE A**

## **Patent Registrations**

Patent Number	Date of Issuance	<u>Description</u>
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USD0375615	11/19/96	Sandal
USD0379113	5/13/97	Shoe
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PATENT REEL: 012295 FRAME: 0615