

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

EPAS ID: PAT4628892

SUBMISSION TYPE:	NEW ASSIGNMENT	
NATURE OF CONVEYANCE:	SECURITY INTEREST	
CONVEYING PARTY DATA		
Name		Execution Date
APPVION, INC.		10/04/2017
RECEIVING PARTY DATA		
Name:	WILMINGTON TRUST, NATIONAL ASSOCIATION, AS ADMINISTRATIVE AGENT	
Street Address:	50 SOUTH SIXTH STREET, SUITE 1290	
City:	MINNEAPOLIS	
State/Country:	MINNESOTA	
Postal Code:	55402	
PROPERTY NUMBERS Total: 47		
Property Type	Number	
Patent Number:	6310002	
Patent Number:	6323376	
Patent Number:	6368455	
Patent Number:	6395681	
Patent Number:	6429341	
Patent Number:	6496781	
Patent Number:	6531032	
Patent Number:	6559097	
Patent Number:	6566301	
Patent Number:	6582556	
Patent Number:	6660687	
Patent Number:	6766680	
Patent Number:	6774063	
Patent Number:	6779246	
Patent Number:	6811843	
Patent Number:	6835691	
Patent Number:	6852381	
Patent Number:	6852422	
Patent Number:	6892441	
Patent Number:	6937153	

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Property Type	Number
Patent Number:	6939826
Patent Number:	6995784
Patent Number:	7017388
Patent Number:	7074466
Patent Number:	7125824
Patent Number:	7163909
Patent Number:	7183928
Patent Number:	7235308
Patent Number:	7257985
Patent Number:	7262150
Patent Number:	7294724
Patent Number:	7559223
Patent Number:	7648842
Patent Number:	7748392
Patent Number:	7811644
Patent Number:	7829258
Patent Number:	7976670
Patent Number:	8460774
Patent Number:	8916496
Patent Number:	8916497
Patent Number:	9034790
Patent Number:	9097620
Patent Number:	9126451
Patent Number:	9199503
Patent Number:	9534156
PCT Number:	US2015050702
PCT Number:	US2015053463

CORRESPONDENCE DATA

Fax Number: (949)823-6994

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

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Correspondent Name: O'MELVENY & MYERS LLP / C. PACHECO

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Address Line 4: NEWPORT BEACH, CALIFORNIA 92660-6429

ATTORNEY DOCKET NUMBER:	281,800-040
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NAME OF SUBMITTER:	MAIAH PARKS
SIGNATURE:	/Maiah Parks/
DATE SIGNED:	10/05/2017
Total Attachments: 17 source=Appvion - Patent Collateral Agreement (Executed)#page1.tif source=Appvion - Patent Collateral Agreement (Executed)#page2.tif source=Appvion - Patent Collateral Agreement (Executed)#page3.tif source=Appvion - Patent Collateral Agreement (Executed)#page4.tif source=Appvion - Patent Collateral Agreement (Executed)#page5.tif source=Appvion - Patent Collateral Agreement (Executed)#page6.tif source=Appvion - Patent Collateral Agreement (Executed)#page7.tif source=Appvion - Patent Collateral Agreement (Executed)#page8.tif source=Appvion - Patent Collateral Agreement (Executed)#page9.tif source=Appvion - Patent Collateral Agreement (Executed)#page10.tif source=Appvion - Patent Collateral Agreement (Executed)#page11.tif source=Appvion - Patent Collateral Agreement (Executed)#page12.tif source=Appvion - Patent Collateral Agreement (Executed)#page13.tif source=Appvion - Patent Collateral Agreement (Executed)#page14.tif source=Appvion - Patent Collateral Agreement (Executed)#page15.tif source=Appvion - Patent Collateral Agreement (Executed)#page16.tif source=Appvion - Patent Collateral Agreement (Executed)#page17.tif	

**PATENT COLLATERAL AGREEMENT
(SHORT-FORM)**

PATENT COLLATERAL AGREEMENT (this “**Agreement**”), dated as of October 4, 2017, made by each of the signatories hereto (together with any other entity that may become a party hereto as provided herein, the “**Grantors**”), in favor of Wilmington Trust, National Association, as Administrative Agent (in such capacity, the “**Administrative Agent**”), for the banks, financial institutions and other entities (the “**Lenders**”) from time to time parties to the Superpriority Senior Debtor-in-Possession Credit Agreement, dated as of the date hereof (as amended, restated, supplemented and/or otherwise modified from time to time, the “**Credit Agreement**”), among Appvion, Inc., a Delaware corporation (the “**Borrower**”), Paperweight Development Corp., a Wisconsin corporation (“**Holdings**”), certain Subsidiaries of the Borrower party thereto, the Administrative Agent and the Lenders.

Reference is made to the Guarantee and Collateral Agreement dated as of the date hereof (as amended, supplemented or otherwise modified from time to time, the “**Collateral Agreement**”), among the Grantors, certain Subsidiaries of the Borrower thereto and the Administrative Agent. Borrower and each of the other Grantors will derive substantial benefits from the extension of credit to the Borrower pursuant to the Credit Agreement and is willing to execute and deliver this Agreement in order to induce the Lenders to extend such credit. Accordingly, the parties hereto agree as follows:

Section 1. Terms. Capitalized terms used in this Agreement and not otherwise defined herein have the meanings specified in the Collateral Agreement.

Section 2. Grant of Security Interest. As security for the payment or performance, as the case may be, in full of the Obligations, each Grantor, pursuant to and in accordance with the Collateral Agreement, did and hereby does grant to the Administrative Agent, its successors and assigns, for the benefit of the Lenders, a security interest in, all right, title and interest of each such Grantor in or to any and all of the following assets and properties now owned or at any time hereafter acquired by such Grantor or in which such Grantor now has or at any time in the future may acquire any right, title or interest (collectively, the “**Patent Collateral**”); provided that no security interest shall attach to any such Patent Collateral if and for so long as the grant of such security interest would result in the abandonment, invalidation, unenforceability or termination of such Patent Collateral; and provided further that such security interest shall attach immediately at such time as the condition causing such abandonment, invalidation, unenforceability or termination shall be remedied:

(i) all letters patent of the United States, all reissues and extensions thereof, including, without limitation, any of the foregoing referred to in Schedule I, (ii) all applications for letters patent of the United States and all reissues, extensions, renewals, reexaminations, divisions, continuations and continuations-in-part thereof, including, without limitation, any of the foregoing referred to in Schedule I and (iii) all rights corresponding thereto throughout the world including rights to obtain any reissues or extensions of the foregoing.

It is the intent of the parties that this Agreement grants a security interest in the Patent Collateral and is not intended to be, and shall not be deemed to be, an assignment of the Patent Collateral.

Section 3. Termination. This Agreement is made to secure the satisfactory performance and payment of the Obligations. This Agreement and the security interests granted hereby shall terminate with respect to all of a Grantor's Obligations and any Lien arising therefrom shall be automatically released upon termination of the Collateral Agreement or release of such Grantor's obligations thereunder. The Administrative Agent shall, in connection with any termination or release herein or under the Collateral Agreement, execute and deliver to any Grantor as such Grantor may reasonably request, an instrument in writing releasing the security interest in the Patent Collateral acquired under this Agreement. Additionally, upon such satisfactory performance or payment, the Administrative Agent shall reasonably cooperate with any efforts made by a Grantor to make of record or otherwise confirm such satisfaction including, but not limited to, the release and/or termination of this Agreement and any security interest in, to or under the Patent Collateral.

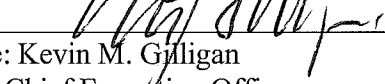
Section 4. Supplement to the Collateral Agreement. The security interests granted to the Administrative Agent herein are granted in furtherance, and not in limitation of, the security interests granted to the Administrative Agent pursuant to the Collateral Agreement. Each Grantor hereby acknowledges and affirms that the rights and remedies of the Administrative Agent with respect to the Patent Collateral and other similar collateral are more fully set forth in the Collateral Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein. In the event of any conflict between the terms of this Agreement and the Collateral Agreement, the terms of the Collateral Agreement shall govern.

Section 5. Entire Agreement. This Agreement, along with the Collateral Agreement, sets forth the entire understanding of the parties with respect to the Patent Collateral. Except as expressly provided herein, the Collateral Agreement is not modified or otherwise affected hereby and remains in full force and effect.

[Signatures on following page]

IN WITNESS WHEREOF, the parties hereto have duly executed this Agreement as of the day and year first above written.

APPVION, INC., a Delaware corporation,
as Grantor

By: 
Name: Kevin M. Gilligan
Title: Chief Executive Officer

[SIGNATURE PAGE TO PATENT COLLATERAL AGREEMENT]

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WILMINGTON TRUST, NATIONAL ASSOCIATION,
as Administrative Agent

By: 
Name: Meghan H. McCauley
Title: Vice President

[SIGNATURE PAGE TO PATENT COLLATERAL AGREEMENT]

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**Schedule I to
Patent Collateral Agreement (Short-Form)**

No.	Country	Publ./Patent No.	Title	Appl. No.	Appl. Date	Publ./Issue Date	Assignee/A pplicant	Status/Chain of Title Issues
1. 1	United States	US6310002B1	Record material	US2000520909A	2000-03-07	2001-10-30	Appvion Inc.	Issued. 2 outstanding security liens: Jeffries Finance (Reel/Frame 030740/0153) and U.S. Bank National Association (Reel/Frame 031689/0593)
2. 1	United States	US6323376B1	Process for preparing alkoxy or arylmethoxy aroxyethanes	US2001775027A	2001-02-01	2001-11-27	Appvion Inc.	Issued. 2 outstanding security liens: Jeffries Finance (Reel/Frame 030740/0153) and U.S. Bank National Association (Reel/Frame 031689/0593)
3. 1	United States	US6368455B1	Method for Making Security Paper	US2001870886A	2001-05-31	2002-04-09	Appvion Inc.	Issued. 3 outstanding security liens: Jeffries Finance (Reel/Frame 030740/0153 and 031694/0323) and U.S. Bank National Association (Reel/Frame 031689/0593)
4. 1	United States	US6395681B1	Fluorene Compounds	US1986910045A	1986-09-22	2002-05-28	Yamamoto Kagaku	Issued. Missing assignment between

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							Gosei Co., Ltd.	Yamamoto and Appleton Papers, Inc. 2 outstanding security liens (Appvion): Jeffries Finance (Reel/Frame 030740/0153) and U.S. Bank National Association (Reel/Frame 031689/0593)
5. 1	United States	US6429341B2	Modifier Compounds	US2001754643A	2001-01-04	2002-08-06	Appvion Inc.	Issued. 2 outstanding security liens: Jeffries Finance (Reel/Frame 030740/0153) and U.S. Bank National Association (Reel/Frame 031689/0593)
6. 1	United States	US6496781B1	Mixture concentration control in manufacturing processes	US2001893883A	2001-06-29	2002-12-17	Appvion Inc.	Issued. 2 outstanding security liens: Jeffries Finance (Reel/Frame 030740/0153) and U.S. Bank National Association (Reel/Frame 031689/0593)
7. 1	United States	US6531032B2	Security paper	US200297766A	2002-03-14	2003-03-11	Appvion Inc.	Issued. 3 outstanding security liens: Jeffries Finance (Reel/Frame 030740/0153 and 031694/0323) and U.S. Bank National

								Association (Reel/Frame 031689/0593)
8. 1	United States	US6559097B2	Thermally-responsive Record Materials	US2001950194A	2001-09-10	2003-05-06	Appvion Inc.	Issued. 2 outstanding security liens: Jeffries Finance (Reel/Frame 030740/0153) and U.S. Bank National Association (Reel/Frame 031689/0593)
9. 1	United States	US6566301B2	Thermally-responsive record material	US2000741372A	2000-12-19	2003-05-20	Appvion Inc.	Issued. 2 outstanding security liens: Jeffries Finance (Reel/Frame 030740/0153) and U.S. Bank National Association (Reel/Frame 031689/0593)
10. 1	United States	US6582556B2	Security paper and methods for production thereof	US200298088A	2002-03-14	2003-06-24	Appvion Inc.	Issued. 3 outstanding security liens: Jeffries Finance (Reel/Frame 030740/0153 and 031694/0323) and U.S. Bank National Association (Reel/Frame 031689/0593)
11. 1	United States	US6660687B2	CF sheets	US2001824669A	2001-04-04	2003-12-09	Appvion Inc.	Issued. 3 outstanding security liens: Jeffries Finance (Reel/Frame 030740/0153 and

							031694/0323) and U.S. Bank National Association (Reel/Frame 031689/0593)
12. 1	United States	US6766680B2	Determination of gas solubility, entrained gas content, and true liquid density in manufacturing processes	US200246240A	2002-01-16	2004-07-27	Appvion Inc. Issued. 2 outstanding security liens: Jeffries Finance (Reel/Frame 030740/0153) and U.S. Bank National Association (Reel/Frame 031689/0593)
13. 1	United States	US6774063B2	Slip-resistant nonwoven	US200278195A	2002-02-19	2004-08-10	Appleton Papers, Inc. Issued. Missing assignment between Appleton Papers, Inc. and Appvion. 2 outstanding security liens (Appvion): Jeffries Finance (Reel/Frame 030740/0153) and U.S. Bank National Association (Reel/Frame 031689/0593)
14. 1	United States	US6779246B2	Method and system for forming RF reflective pathways	US2001880001A	2001-06-14	2004-08-24	Appvion Inc. Issued. 2 outstanding security liens: Jeffries Finance (Reel/Frame 030740/0153) and U.S. Bank National Association (Reel/Frame 031689/0593)

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15. 1	United States	US6811843B2	Insulated beverage or food container	US2001923332A	2001-08-08	2004-11-02	Appvion Inc.	Issued. 2 outstanding security liens: Jeffries Finance (Reel/Frame 030740/0153) and U.S. Bank National Association (Reel/Frame 031689/0593)
16. 1	United States	US6835691B2	Thermally-responsive record material	US2003389932A	2003-03-18	2004-12-28	Appvion Inc.	Issued. 2 outstanding security liens: Jeffries Finance (Reel/Frame 030740/0153) and U.S. Bank National Association (Reel/Frame 031689/0593)
17. 1	United States	US6852381B2	Insulated beverage or food container	US2002167463A	2002-06-13	2005-02-08	Appvion Inc.	Issued. 2 outstanding security liens: Jeffries Finance (Reel/Frame 030740/0153) and U.S. Bank National Association (Reel/Frame 031689/0593)
18. 1	United States	US6852422B2	Composite packaging materials and printable sheets, and methods of making	US2002173289A	2002-06-17	2005-02-08	Appleton Papers, Inc.	Issued. 1 outstanding security lien: U.S. Bank National Association (Reel/Frame 023337/0132)
19. 1	United States	US6892441B2	A method for forming electrically conductive pathways	US2001839126A	2001-04-23	2005-05-17	Appvion Inc.	Issued. 2 outstanding security liens:

								Jeffries Finance (Reel/Frame 030740/0153) and U.S. Bank National Association (Reel/Frame 031689/0593)
20. 1	United States	US6937153B2	Thermal imaging paper laminate	US2002183511A	2002-06-28	2005-08-30	Appvion Inc.	Issued. 2 outstanding security liens: Jeffries Finance (Reel/Frame 030740/0153) and U.S. Bank National Association (Reel/Frame 031689/0593)
21. 1	United States	US6939826B2	Product authentication	US2002180688A	2002-06-25	2005-09-06	Appvion Inc.	Issued. 3 outstanding security liens: Jeffries Finance (Reel/Frame 030740/0153) and U.S. Bank National Association (Reel/Frame 023905/0953 and 031689/0593)
22. 7	United States	US6995784B2	Secure point of sale imageable substrate	US2003703496A	2003-11-10	2006-02-07	Appvion Inc.	Issued. 2 outstanding security liens: Jeffries Finance (Reel/Frame 030740/0153) and U.S. Bank National Association (Reel/Frame 031689/0593)

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23. 1	United States	US7017388B2	Determination of gas-free densities and relative amounts of gases in liquids in manufacturing processes	US2004841530A	2004-05-10	2006-03-28	Appvion Inc.	Issued. 2 outstanding security liens: Jeffries Finance (Reel/Frame 030740/0153) and U.S. Bank National Association (Reel/Frame 031689/0593)
24. 1	United States	US7074466B2	Beverage and food containers, inwardly directed foam	US2002113077A	2002-04-01	2006-07-11	Appvion Inc.	Issued. 2 outstanding security liens: Jeffries Finance (Reel/Frame 030740/0153) and U.S. Bank National Association (Reel/Frame 031689/0593)
25. 1	United States	US7125824B2	Linertless labels	US2004848148A	2004-05-19	2006-10-24	Appvion Inc.	Issued. 2 outstanding security liens: Jeffries Finance (Reel/Frame 030740/0153) and U.S. Bank National Association (Reel/Frame 031689/0593)
26. 1	United States	US7163909B2	Authenticity indicator	US2004831525A	2004-04-23	2007-01-16	Appvion Inc.	Issued. 2 outstanding security liens: Jeffries Finance (Reel/Frame 030740/0153) and U.S. Bank National Association (Reel/Frame 031689/0593)

27. 1	United States	US7183928B2	Thermal imaging paper laminate	US200536042A	2005-01-18	2007-02-27	Appvion Inc.	Issued. 3 outstanding security liens: Jeffries Finance (Reel/Frame 030740/0153 and 031694/0323) and U.S. Bank National Association (Reel/Frame 031689/0593)
28. 1	United States	US7235308B2	Recyclable repulpable coated paper stock	US2004969859A	2004-10-22	2007-06-26	Appvion Inc.	Issued. 2 outstanding security liens: Jeffries Finance (Reel/Frame 030740/0153) and U.S. Bank National Association (Reel/Frame 031689/0593)
29. 1	United States	US7257985B2	Apparatus and method for real time determination of density and related parameters in manufacturing processes	US2003644994A	2003-08-21	2007-08-21	Appvion Inc.	Issued. 2 outstanding security liens: Jeffries Finance (Reel/Frame 030740/0153) and U.S. Bank National Association (Reel/Frame 031689/0593)
30. 1	United States	US7262150B2	Secure thermally imaged documents susceptible to rapid information destruction by induction	US2004872010A	2004-06-21	2007-08-28	Appvion Inc.	Issued. 2 outstanding security liens: Jeffries Finance (Reel/Frame 030740/0153) and U.S. Bank National Association

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							(Reel/Frame 031689/0593)
31. 1	United States	US7294724B2	Process for manufacture of fluoran dyes	US2005201528A	2005-08-11	2007-11-13	Appvion Inc. Issued. 3 outstanding security liens: Jeffries Finance (Reel/Frame 030740/0153 and 031694/0323) and U.S. Bank National Association (Reel/Frame 031689/0593)
32. 1	United States	US7559223B2	Real time determination of gas solubility and related parameters in manufacturing processes	US20049044A	2004-12-13	2009-07-14	Appvion Inc. Issued. 2 outstanding security liens: Jeffries Finance (Reel/Frame 030740/0153) and U.S. Bank National Association (Reel/Frame 031689/0593)
33. 1	United States	US7648842B2	Security paper authentication system with dual instant color	US2007730755A	2007-04-04	2010-01-19	Appvion Inc. Issued. 2 outstanding security liens: Jeffries Finance (Reel/Frame 030740/0153) and U.S. Bank National Association (Reel/Frame 031689/0593)
34.	United States	US7748392B2	Edge cleaner device for coating process	US20040778097	2004-02-17	2010-07-06	Appvion Inc. Issued. 2 outstanding security liens: Jeffries Finance (Reel/Frame 030740/0153) and U.S. Bank National

								Association (Reel/Frame 031689/0593)
35.	United States	US7811644B2	Insulated beverage or food container	US20020115947	2002-04-05	2010-10-12	Appvion, Inc.	Issued. 3 outstanding security liens: Jeffries Finance (Reel/Frame 030740/0153 and 031694/0323) and U.S. Bank National Association (Reel/Frame 031689/0593)
36. 1	United States	US7829258B2	Laser coloration of coated substrates	US200810190A	2008-01-22	2010-11-09	Appvion Inc.	Issued. 3 outstanding security liens: Jeffries Finance (Reel/Frame 030740/0153 and 031694/0323) and U.S. Bank National Association (Reel/Frame 031689/0593)
37. 1	United States	US7976670B2	Surface insensitive anaerobic adhesive and sealant compositions	US2007800589A	2007-05-07	2011-07-12	Appvion Inc.	Issued. 2 outstanding security liens: Jeffries Finance (Reel/Frame 030740/0153) and U.S. Bank National Association (Reel/Frame 031689/0593)
38. 1	United States	US8460774B2	Splice tape for imprintable webs	US2010830075A	2010-07-02	2013-06-11	Appleton Papers, Inc.	Issued. Missing assignment from Appleton Papers, Inc. Inc. to Appvion, Inc. 2

								security interests (Appvion); Jeffries Finance (Reel/Frame 030740/0153) and U.S. Bank National Association (Reel/Frame 031689/0593)
39. 1	United States	US8916496B2	Thermally-responsive record material	US14051906A	2013-10-11	2014-12-23	Appvion Inc.	Issued. 4 security interests recorded: Jeffries Finance LLC (Reel/Frame 035744/0190 and 031694/0323) and U.S. Bank National Association (Reel/Frame 035744/0252 and 031689/0593)
40. 1	United States	US8916497B2	Thermally-responsive record material	US14264516A	2014-04-29	2014-12-23	Appvion Inc.	Issued. 2 security interests recorded: Jeffries Finance LLC (Reel/Frame 035744/0190) and U.S. Bank National Association (Reel/Frame 035744/0252)
41. 1	United States	US9034790B2	Thermally-responsive record material	US13803824A	2013-03-14	2015-05-19	Appvion Inc.	Issued. 2 outstanding security liens: Jeffries Finance (Reel/Frame 030740/0153) and U.S. Bank National Association (Reel/Frame 031689/0593)

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42. 1	United States	US9097620B2	Deflection indication gauge	US13767473A	2013-02-14	2015-08-04	Appvion Inc.	Issued. 2 security interests recorded: Jeffries Finance LLC (Reel/Frame 038424/0848) and U.S. Bank National Association (Reel/Frame 038424/0860)
43. 1	United States	US9126451B2	Thermal record materials	US14132984A	2013-12-18	2015-09-08	Appvion Inc.	Issued. 2 security interests recorded: Jeffries Finance LLC (Reel/Frame 038424/0848) and U.S. Bank National Association (Reel/Frame 038424/0860)
44. 1	United States	US9199503B1	Linerless thermally-responsive record material	US14316107A	2014-06-26	2015-12-01	Appvion Inc.	Issued. 2 security interests recorded: Jeffries Finance LLC (Reel/Frame 035744/0190) and U.S. Bank National Association (Reel/Frame 035744/0252)
45. 1	United States	US9534156B2	Linerless record material	US14488829A	2014-09-17	2017-01-03	Appvion Inc.	Issued. 2 security interests recorded: Jeffries Finance LLC (Reel/Frame 035744/0190) and U.S. Bank National Association (Reel/Frame 035744/0252)
46. 1	PCT	WO2016044599A1	Record material for linerless labels comprises support having surfaces and heat-activated adhesive provided on one surface of the support	WO2015US50702A	2015-09-17	2016-03-24	Appvion Inc.	Pending

47. 1	PCT	WO2016054357A1	Heat sensitive recording material useful as scratch-off ticket, has microcapsules are rupturable when scratch-off layer is removed and enabling dye precursor to contact acidic developer material	WO2015US53463A	2015-10-01	2016-04-07	Appvion Inc.	Pending
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