IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS

FLEXI-MAT CORPORATION, an Illinois corporation, Plaintiff, v. **DALLAS MANUFACTURING COMPANY, INC.**, a Texas corporation, **BJ'S WHOLESALE CLUB, INC.**, a Delaware corporation, Defendants.	Civil Action No. 04 10162 DPW

PLAINTIFF FLEXI-MAT CORPORATION'S RESPONSES AND OBJECTIONS TO DEFENDANTS' FIRST JOINT SET OF REQUESTS FOR PRODUCTION OF DOCUMENTS AND THINGS

Plaintiff Flexi-Mat Corporation ("Flexi-Mat") hereby provides its Responses and Objections to the First Joint Set of Requests for Production of Documents and Things ("Joint Set of Requests") propounded by defendants Dallas Manufacturing Company ("DMC") and BJ's Wholesale Club, Inc. ("BJWC").

PRELIMINARY STATEMENT

Flexi-Mat will respond to the Joint Set of Requests on the basis of the best information available to it at the time of gathering responsive materials, within the limits, and subject to the objections described below. The fact that Flexi-Mat is willing to provide responsive information does not constitute an admission or acknowledgement that the related request is proper, that the information it seeks is within the proper bounds of discovery, or that requests for similar information will be treated in similar fashion. Further investigation may reveal additional information that is responsive to the Joint Set of Requests. Flexi-Mat reserves the right to continue discovery and investigation into this matter and to present, during the trial period and

E. Flexi-Mat objects to the Joint Set of Requests to the extent that it seeks documents protected by the attorney-client privilege, the attorney work product doctrine, or any other applicable privilege or immunity. Any inadvertent disclosure of material protected by the attorney-client privilege, the attorney work product doctrine, or any other applicable privilege or immunity is not intended and should not be construed as a waiver, either generally or specifically, with respect to such material or the subject matter thereof. Flexi-Mat will provide a log of any materials withheld on the basis of the attorney-client privilege, the attorney work product doctrine and/or any other applicable privilege or immunity in accordance with Federal Rule of Civil Procedure 26.

F. Flexi-Mat objects to the Joint Set of Requests on the ground that Flexi-Mat's investigation and review of documents and things is ongoing. Flexi-Mat reserves the right to supplement its responses and assert additional objections as appropriate.

G. Flexi-Mat objects to the Joint Set of Requests to the extent it seeks information from Flexi-Mat prior to the date on which such information is required by the Scheduling Order, entered on May 11, 2004.

H. Flexi-Mat will not produce any confidential or proprietary documents until an appropriate protective order has been entered.

RESPONSES AND OBJECTIONS

REQUEST FOR PRODUCTION NO. 1:

All documents and things pertaining to the conception of the subject matter claimed as the invention in any claim of the '502 patent.

RESPONSE:

Flexi-Mat objects to Request for Production No. 48 on the ground that it seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence. Subject to this objection and the General Objections, and without waiving them, Flexi-Mat states that it will produce all discoverable documents in its possession, custody or control that are responsive to this request.

REQUEST FOR PRODUCTION NO. 49:

All licenses pertaining to a patented product pertaining to beds, wherein Flexi-Mat is a party to such license.

RESPONSE:

Flexi-Mat objects to this request on the ground that it does not specify a time period, and thus, by its terms seeks information that is neither relevant nor reasonably calculated to lead to the discovery of admissible evidence. Subject to this objection and the General Objections, and without waiving them, Flexi-Mat states that, after a reasonable search, it has been unable to find any documents responsive to this request.

Dated: August 9, 2004

FLEXI-MAT CORPORATION

By: _____

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CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of **PLAINTIFF FLEXI-MAT CORPORATION'S RESPONSES AND OBJECTIONS TO DEFENDANTS' FIRST JOINT SET OF REQUESTS FOR PRODUCTION OF DOCUMENTS AND THINGS** was served via facsimile and first class mail, postage pre-paid, on this 9th day of August 2004 upon:

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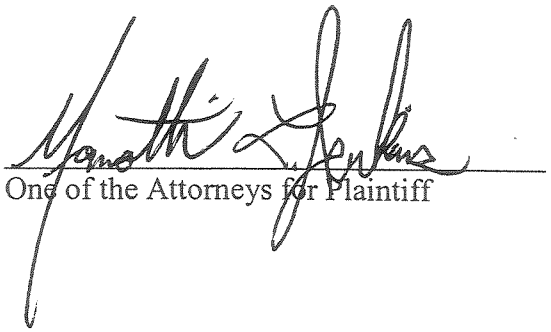

One of the Attorneys for Plaintiff