

06-23-1998

MRP 6-22-98



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

100745710

To the Honorable Commissioner of Patents document or copy thereof

1. Name of Party(ies) conveying an interest:

J.P. Stevens Enterprises, Inc.
1105 N. Market Street, Suite 1300
Wilmington, Delaware 19899

Individual(s) Association
 General Partnership Limited Partnership
 Corporation Delaware
 Other

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and Address of Party(ies) receiving an interest:

Name: NationsBank, N.A. As Agent
 Internal Address: NC 1007-08-11
 Street Address: 100 North Tryon Street
 City: Charlotte State: North Carolina Zip 28255

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation
 Other National Banking Association

Additional name(s) & address(es) attached? Yes No

3. Nature of Conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other Notice of Grant of Security Interest In Trademarks
 Execution Date: June 9, 1998

4. Application number(s) or registration number(s):

A. Trademark Application No.(s): N/A

Additional numbers attached? Yes No

B. Trademark Registration No.(s)

1,162,804	173,269
670,661	776,673
1,166,573	720,717
906,821	

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Mark H. Webbink, Esq.
 Internal Address: Moore & Van Allen, PLLC
 Street Address: 2200 West Main Street, Suite 800
 City: Durham State: NC ZIP: 27705

6. Total number of applications and registrations involved: 7

7. Total fee (37 CFR 3.4): \$ 190.00

Enclosed
 Authorized to be charged to deposit account
 (Any Deficiency)

8. Deposit account number:
13-4365
 (Attach duplicate copy of this form if paying by deposit account)

DO NOT USE THIS SPACE

9. 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.

Mark H. Webbink, Esq. [Signature] 6/17/98
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments and document: 8

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
 Box Assignments
 Washington, D.C. 20231

CERTIFICATE OF MAILING

I hereby certify that this paper is being deposited with the United States Postal Service as first class mail in an envelope addressed to the Commissioner Of Patent And Trademarks, Washington, DC 20231, BOX ASSIGNMENTS.

Misty Randall
 (Typed or printed name of person signing the certificate)

[Signature]
 (Signature of the person signing the certificate)

6/17/98
 (Date of Signature)

06/23/1998 DNGUYEN 00000074 670661
 01 FC:481 40.00 UP
 02 FC:482 150.00 DP

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

TO: United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to that certain Second Amended and Restated Assignment of Patents and Trademarks, dated as of June 9, 1998 (as the same may be amended, modified, extended or restated from time to time, the "Assignment") by and among (i) WestPoint Stevens Inc., (ii) J.P. Stevens Enterprises, Inc., and (iii) West Point-Pepperell Enterprises, Inc. as assignors (the "Assignors") and NationsBank, N.A. in its capacity as collateral trustee (the "Trustee") for the benefit of certain lenders (the "Lenders"), each of the undersigned Assignors has granted a continuing security interest in, and a right to set off against, any and all right and interest of such Assignor in and to the Trademarks (as defined in the Assignment), whether now owned or existing or owned, acquired and arising hereafter, including without limitation the Trademarks and related registrations and applications shown in Exhibit "A", attached hereto and incorporated herein, to the Trustee for the benefit of the Lenders, together with the goodwill and assets of the business symbolized by such Trademarks and all actions for infringement concerning the foregoing, including the right to sue for and to recover and retain all damages and profits arising from past infringements concerning any of the foregoing.

The security interest in the attached trademarks and trademark applications can be terminated only in accordance with the terms of the Assignment and that certain Second Amended and Restated Collateral Trust Agreement, of even date with the Assignment, among *inter alia* the Assignors, the Trustee and the Lenders.

Very truly yours,

WESTPOINT STEVENS INC.

By: Christopher N. Zodrow

Name: Christopher N. Zodrow

Title: Vice President and Secretary

[signatures continued]

J. P. STEVENS ENTERPRISES, INC.

By: Christopher N. Zodrow

Name: Christopher N. Zodrow

Title: Vice President and Assistant Secretary

WEST POINT-PEPPERELL ENTERPRISE, INC.

By: Christopher N. Zodrow

Name: Christopher N. Zodrow

Title: Vice President and Assistant Secretary

Acknowledged and Accepted.

NATIONSBANK, N.A., as Agent

By: David H. Dilkins

Name: DAVID H. DILKINS
Vice President

Title: _____

EXHIBIT "A"

TRADEMARK REGISTRATIONS AND APPLICATIONS

J.P. Stevens Enterprises, Inc.
US Trademarks

Pipeline and Design	1162804	7/28/01
Rosemary	173269	9/18/03
Tastemaker	670661	12/2/98
Tastemaker	776673	9/8/04
Tastemaker	906821	1/26/01
Utica	1166573	8/25/01
Utica Mohawk Block Letters	720717	8/29/01

West Point-Pepperell Enterprises, Inc.
U.S. Trademarks

Pending Applications

Baby Martex	75-459,932	3/31/98

Registered Trademarks

Atelier Martex	997623	11/5/04
Atelier Martex	1325861	3/19/05
Carlin	870146	5/27/09
Chattahoochee Valley Trading Company	1772437	5/18/03
Fairfax	898813	9/15/00
Grand Patrician	2143522	3/10/08
Griffin	835144	9/12/07
GriffTex	1268442	2/28/04
Lady Pepperell	1366718	10/22/05
Lady Pepperell	411066	1/2/05
Lady Pepperell	375949	3/5/00
Lady Pepperell Wrinkle Free	2058046	4/29/07
Luxor	1208494	9/14/04
Luxor	738713	10/2/02
Martex	1351712	7/30/05
Martex	876631	9/9/09
Martex	103027	3/16/05
Martex	284760	7/7/01
Martex Wrinkle Free	2007161	10/8/06
Miralux	860611	11/19/08
Naturally Neat	2155199	5/5/08
Patrician	2143523	3/10/08
Pepperell	141199	4/12/01
Pepperell Fabrics	729790	4/10/02
The Answer Blanket	1119668	6/5/99
Soft and Cozy	2093888	9/2/07
Stevens	2031810	1/21/07
Stevens Mohawk	782145	12/22/04
Stevens Wrinkle Free	2082033	7/22/07
Vellux	936147	6/20/02
Vellux	990242	8/6/04
Vellux/Royal	987952	7/9/04
WestPoint Stevens & Griffin Design	1991548	8/6/06