

11-05-1998



100870531

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

MRD 10-26-98

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger
Effective Date
Month Day Year
10/06/1998
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Name Queen Carpet Corporation Execution Date
Month Day Year
10/06/1998

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Georgia

Receiving Party

Mark if additional names of receiving parties attached

Name Shaw Industries, Inc.

DBA/AK/A _____

Composed of _____

Address (line 1) 616 East Walnut Avenue

Address (line 2) _____

Address (line 3) Dalton Georgia 30720

City State/Country Zip Code

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Georgia

11/04/1998 SBURNS 00000107 500640 75235600

FOR OFFICE USE ONLY

01 FC:461 40.00 OP
02 FC:462 25.00 CH 900.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 1805 FRAME: 0180

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

[Empty text box]

Address (line 1)

[Empty text box]

Address (line 2)

[Empty text box]

Address (line 3)

[Empty text box]

Address (line 4)

[Empty text box]

Correspondent Name and Address

Area Code and Telephone Number

847-853-7480

Name

Neal & McDevitt

Address (line 1)

825 Green Bay Road

Address (line 2)

Suite 130

Address (line 3)

Wilmette, Illinois 60091

Address (line 4)

[Empty text box]

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

3

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

75/255,600 75/340,162 75/447,630

1,940,241 1,923,818 1,925,577

75/443,197 75/359,709 75/443,102

2,027,818 2,038,483 2,045,653

75/506,131 74,722,874 75/234,550

2,101,515 2,142,611 1,934,494

Number of Properties

Enter the total number of properties involved.

#

38

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

940.00

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

50-0640

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

SUSAN SOMERS NEAL

Susan Somers Neal

10-23-98

Name of Person Signing

Signature

Date Signed

**RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY**

FORM PTO-1618C
Expires 06/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other

Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached (Designation must be a separate document from the Assignment.)

Trademark Application Number(s) or Registration Number(s)

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property)

Mark if additional numbers attached

Trademark Application Number(s)

Registration Number(s)

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<input type="text" value="1,818,418"/>	<input type="text" value="1,797,946"/>	<input type="text" value="2,109,051"/>
<input type="text" value="1,233,717"/>	<input type="text" value="1,941,942"/>	<input type="text" value="1,941,347"/>
<input type="text" value="1,953,043"/>	<input type="text" value="1,563,490"/>	<input type="text" value="1,634,196"/>
<input type="text" value="1,780,865"/>	<input type="text" value="1,846,258"/>	<input type="text" value="2,137,164"/>
<input type="text" value="1,675,954"/>	<input type="text" value="1,508,369"/>	<input type="text" value="1,947,379"/>
<input type="text" value="1,179,339"/>	<input type="text" value="1,209,854"/>	<input type="text" value="1,488,619"/>
<input type="text" value="1,961,109"/>	<input type="text" value="2,142,362"/>	<input type="text"/>

Secretary of State
Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 982790638
CONTROL NUMBER: 8416121
EFFECTIVE DATE: 10/06/1998
REFERENCE : 0045
PRINT DATE : 10/06/1998
FORM NUMBER : 411

CLAIRE D. TAYLOR
POWELL, GOLDSTEIN, FRAZER & MURPHY LLP
191 PEACHTREE ST., 16TH FLOOR
ATLANTA, GA 30303

CERTIFICATE OF MERGER

I, Lewis A. Massey, the Secretary of State of the State of Georgia, do hereby issue this certificate pursuant to Title 14 of the Official Code of Georgia annotated certifying that articles or a certificate of merger and fees have been filed regarding the merger of the below entities, effective as of the date shown above. Attached is a true and correct copy of the said filing.

Surviving Entity:
SHAW INDUSTRIES, INC.
a Georgia corporation

Nonsurviving Entity/Entities:
QUEEN CARPET CORPORATION
a Georgia corporation



Lewis A. Massey

Lewis A. Massey
Secretary of State

CERTIFICATE OF MERGER
OF
QUEEN CARPET CORPORATION
(a Georgia corporation)

WITH AND INTO

SHAW INDUSTRIES, INC.
(a Georgia corporation)

Pursuant to Section 14-2-1105(b) of the Georgia Business Corporation Code, the undersigned corporation adopts the following Certificate of Merger:

FIRST: Queen Carpet Corporation, a Georgia corporation (the "Company"), is hereby merged (the "Merger") with and into Shaw Industries, Inc., a Georgia corporation ("Shaw"), with Shaw being the surviving corporation of the Merger (the "Surviving Corporation").

SECOND: The executed Agreement and Plan of Merger among Shaw and the Company dated as of August 13, 1998, as amended on October 6, 1998 (the "Plan of Merger") is on file at the principal place of business of the Surviving Corporation located at 616 East Walnut Avenue, Dalton, Georgia 30720.

THIRD: A copy of the Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any shareholder of the Surviving Corporation or the Company.

FIFTH: Pursuant to Section 14-2-1103(h) of the Georgia Business Corporation Code, approval of the Plan of Merger by the Shareholders of the Surviving Corporation was not required. The Plan of Merger has been approved and adopted by the Unanimous Written Consent Action of the Shareholders of the Company dated August 10, 1998 and October 1, 1998.

SIXTH: A request for publication of a notice of filing the Certificate of Merger and payment therefor will be made as required by Section 14-2-1105.1(b) of the Georgia Business Corporation Code.

6th IN WITNESS WHEREOF, the Company has duly executed this Certificate of Merger this day of October, 1998.

SHAW INDUSTRIES, INC.
a Georgia corporation

Bennie M. Laughter
Bennie M. Laughter, Esq.
Vice-President and General Counsel



ATTEST:

J. M. [Signature]
Assistant Secretary
Secretary

SECRETARY OF STATE
Oct 6 1 24 PM '98
BOSTON

::ODMA\PCDOCS\ATL\2442471