

03-10-1999

U.S. Department of Commerce
Patent and Trademark Office

REC'D



100988698

3-16-99

To the Honorable Commissioner of Patents and Trademarks:

copy thereof.

1. Name of conveying party(ies):

Peerless Carpet Limited
P.O. Box 944
Place Bonaventure
Montreal, Quebec
H5A 1E8 CANADA

MLP
3-10-99

- Individual(s)
- General Partnership
- Corporation-State
- Other Canada Corporation

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

2. Name and Address of receiving party(ies)

Name: **Beaulieu Canada Company**
Address: **335 Roxton Street
Acton Vale, Québec
J0H 1A0 CANADA**

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State _____
- Other Canada Corporation

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Amalgamation
- Merger
- Change of Name

Execution Date: 1/15/99

4. Application number(s) or registration number(s): (see attached schedule)

A. Trademark Application No.(s) (see attached schedule)

B. Trademark Registration No.(s) (see attached schedule)

Additional numbers attached? Yes No

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

Midge M. Hyman
Cowan, Liebowitz & Latman, P.C.
1133 Avenue of the Americas
New York, NY 10036-6799

6. Total number of applications and registrations involved: 53

7. Total fee (37 CFR 3.41)..... \$ 1340.00

- Enclosed
- Any deficiency is authorized to be charged to Deposit Account No. 03-3415.

8. Deposit Account No. 03-3415

(Attach duplicate copy of this page if paying by deposit account)

3/15/1999 DNGUYEN 00000042 75242189
01 FC:481 40.00 OP
02 FC:482 1300.00 OP

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.

Midge M. Hyman
Name of Person Signing

Signature

March 8, 1999
Date

Total number of pages including cover sheet, attachments, and document: 4

Mail to: U.S. Patent and Trademark Office, Office of Public Records, Crystal Gateway 4, Room 335, Washington, DC 20231

MMH/MED/23137/00/350473.1

TRADEMARK
REEL: 1849 FRAME: 0648

**Schedule for Recordal of Merger/Name Change
(from Peerless Carpet Limited to Beaulieu Canada Company)**

Part A: Trademark Applications:

Mark	International Class(es)	Application Number
CHORUS	27	75/242,189
CLASSIC CREATIONS	27	75/136,911
KICK BACK COMFORT	27, 42	75/481,112
MULTIPLEX	27	75/134,697
URBAN CONTEMPORARY	27, 42	75/481,111
YOUR HOME STYLE	42	75/417,465
YOUR HOME STYLE and Design	35	75/430,209
YOURS BY DESIGN	27	75/161,956

Part B: Trademark Registrations:

Mark	International Class(es)	Registration Number
BARRYMORE	27	1,745,364
BARRYMORE	42	1,815,579
BARRYMORE BOUTEZ EN AVANT and Design	27, 42	1,810,876
DECORIMAGE (Stylized Letters)	9	1,775,743
DECORIMAGE and Design	9	1,761,101
DESIGNMATE	2, 27, 42	1,822,178
DESIGN MATE and Design	2, 27	1,902,269
DESIGN MATE and Design	42	2,084,184
DESIGN MATE and Design	8, 17	2,133,633
DEVON MANOR	27	2,159,934
GUESS WHO? and Design	27, 42	1,887,265
HOSPITALITY PLUS	27	1,877,697
HOSPITALITY PLUS	1	2,066,338
JUST MY STYLE	27	2,098,644
KALEIDOCROME	27	2,166,746
NUBAC (Stylized Letters)	27	2,082,720
OVERTUFT and Design	27	1,953,939
P (Stylized Letters)	1, 27	1,860,586

**Schedule for Recordal of Merger/Name Change
(from Peerless Carpet Limited to Beaulieu Canada Company)**

Part B: Trademark Registrations (Continued):

Mark	International Class(es)	Registration Number
P (Stylized Letters)	42	1,891,447
PEERLESS (Stylized Letters)	27	929,919
PEERLESS	1, 24, 27	1,546,943
PEERLESS	42	1,848,771
PEERLESS	42	1,770,575
PEERLESS	1, 19, 24, 27	1,756,298
PEERLESS (Stylized Letters)	27	1,817,471
PEERLESS (Stylized Letters)	42	1,902,004
PEERLESS and Design	1, 27, 42	1,857,408
PEERLESS CARPET CENTER	27, 42	1,765,984
PEERLESS CARPET CENTER and Design	27, 42	1,812,239
PEERLESS ENSEMBLE	27	2,196,924
PEERLESS IMPORTED RUGS	27	1,744,639
PEERLESS INTERNATIONAL	27, 42	1,812,581
PEERLESS INTERNATIONAL and Design	27, 42	1,828,378
PEERLESS PEERLESS CARPET CORPORATION (Stylized Letters)	1, 27	1,848,444
PEERLESS PEERLESS CARPET CORPORATION (Stylized Letters)	42	1,853,885
PEERLON XTT	22	1,834,667
PEERSTAT and Design	27	2,056,730
REMARKABLY COLORFUL and Design	27, 42	1,865,869
RUGGEDLY HANDSOME and Design	27, 42	1,865,870
SPOTLESSLY DRESSED and Design	27, 42	1,882,325
STAIN CONTROL and Design	1	1,791,145
STAIN CONTROL and Design	3	1,867,902
TALK TO AN EXPERT	1, 27, 42	1,827,950
TASTY SAVINGS and Design	27, 42	1,854,727
WONDERFULLY CUDDLY and Design	27, 42	1,868,445



Nova Scotia

CERTIFICATE OF AMALGAMATION

Companies Act

Registry Number

3025952

I hereby certify that

PEERLESS CARPET LIMITED/SOCIÉTÉ DES TAPIS PEERLESS
C & M ACQUISITION COMPANY

having entered into an amalgamation subsequently approved by Order of the
Supreme Court of Nova Scotia, have amalgamated and the name of the
amalgamated company is:

BEAULIEU CANADA COMPANY/COMPAGNIE BEAULIEU CANADA

and the amalgamation is approved by the Registrar of Joint Stock Companies
effective this date and the liability of the members is unlimited.

NM Thomas

Deputy Registrar of Joint Stock Companies

January 15, 1999

Date of Amalgamation