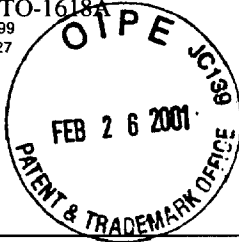


03-08-2001



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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

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
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year

Formerly

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

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 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

FOR OFFICE USE ONLY

03/07/2001 GTON11 00000096 75888730

01 FC:481
02 FC:482

40.00 DP
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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: 002246 FRAME: 0303

2-26-01

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

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

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)		
<input type="text" value="75/888,730"/>	<input type="text" value="75/520,606"/>	<input type="text" value="76/142,439"/>	<input type="text" value="2,364,807"/>	<input type="text" value="1,922,151"/>	<input type="text"/>
<input type="text" value="76/044,391"/>	<input type="text" value="75/567,277"/>	<input type="text"/>	<input type="text" value="1,510,208"/>	<input type="text" value="1,994,183"/>	<input type="text"/>
<input type="text" value="75/803,664"/>	<input type="text" value="75/198,999"/>	<input type="text"/>	<input type="text" value="2,170,296"/>	<input type="text" value="2,023,136"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved. #

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

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

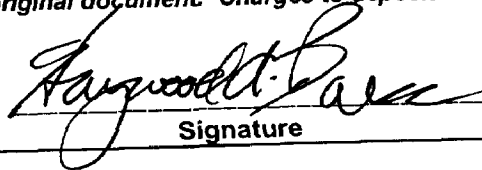
Deposit Account Number: #

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.

Haywood A. Barnes
Name of Person Signing


Signature

2-23-01
Date Signed

U.S. TRADEMARK ASSIGNMENT

WHEREAS, Vision Legwear, LLC, a North Carolina limited liability company (the "Assignor"), desires to assign all of its right, title and interest in and to, and all goodwill associated with, the United States trademarks for the marks listed on the attached Exhibit A hereto (the "Marks") registered on the dates and Registration Numbers indicated next to such Marks; and

WHEREAS, Acme-McCrary Corporation, a North Carolina corporation (the "Assignee"), is desirous of acquiring the trademarks and the goodwill associated therewith;

NOW, THEREFORE, for good and valid consideration, the receipt of which is hereby acknowledged, Assignor does hereby assign and transfer to Assignee all of Assignor's right, title, and interest in and to the Marks, the U.S. trademark registrations issued therefor, all common law rights pertaining to the Marks, and all of the goodwill associated therewith (collectively, the "Rights").

Assignor hereby agrees to perform all reasonable and proper acts at the request and expense of Assignee that Assignee may require in order to vest all of Assignor's right, title and interest in and to the Rights.

IN WITNESS WHEREOF, the Assignor has executed this agreement as of the 9th day of January, 2001.

ASSIGNOR

VISION LEGWEAR, LLC

By: Fritz Schulte
Fritz Schulte, Manager

NORTH CAROLINA
GUILFORD COUNTY

I, Blanche S. Berkowitz, a Notary Public of said County and State, certify that Fritz Schulte personally came before me this day and acknowledged that he is a Manager of Vision Legwear, LLC, a limited liability company, and that as a Manager, being authorized to do so, executed the foregoing on behalf of the limited liability company.

Witness my hand and official seal, this the 18th day of January, 2001.

BLANCHE S. BERKOWITZ
NOTARY PUBLIC
GUILFORD COUNTY, NC
My Commission Expires 9-14-03

Blanche S. Berkowitz
(Signature of notary public)

(Notary Seal)
My commission expires: _____

EXHIBIT A

Trademark Applications

<u>Description</u>	<u>Application No.</u>
Fun Feet	75/888,730
Kids Vision	76/044,391
Leg Therapy	75/803,664
Micro Shield	75/520,606
Sheer Fun	75/567,277
Sheer Prestige	75/198,999
Simply Nude	76/142,439

Trademarks

<u>Description</u>	<u>Registration No.</u>
Healthy Feet	2,364,807
Nova Sheers	1,510,208
Putting More Life In Your Feet	2,170,296
Silk Impressions	1,922,151
North American Merchandising	1,994,183
North American Merchandising and Design	2,023,136