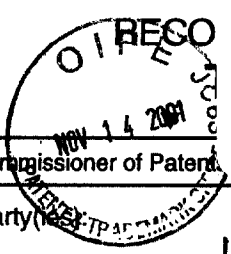


11-19-2001



101897600

Tab settings

To the Honorable Commissioner of Patents

and original documents or copy thereof.

1. Name of conveying party

DIXIE YARNS, INC.

- Individual(s)
- General Partnership
- Corporation-State - Tennessee
- Other
- Association
- Limited Partnership

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

3. Nature of conveyance:

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

Execution Date: May 1, 1997

2. Name and address of receiving party(ies)

Name: THE DIXIE GROUP, INC.

Internal Address:

Street Address: P.O. Box 25107

City: Chattanooga State: TN ZIP: 37422

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

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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

149,368

PLEASE ACCEPT THIS AS
AUTHORITY TO DEBIT

Additional numbers attached? Yes No

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

Name: PARKHURST & WENDEL, L.L.P.

Internal Address:

Street Address: 1421 Prince Street

Suite 210

City: Alexandria State: VA ZIP: 22314

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41).....\$40.00

Enclosed CK# 14695

Authorized to be charged to deposit account

8. Deposit account number:

160331

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

DO NOT USE THIS SPACE

11/16/2001 TBIAZ1 00000010 149368

01 FC:481

40.00 DP

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.

Roger W. Parkhurst
Name of Person Signing

Roger W. Parkhurst
Signature

14 November 2001
Date

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

CERTIFIED COPY OF CORPORATE RESOLUTION

I, Starr T. Klein, hereby certify that I am the Secretary of The Dixie Group, Inc., a corporation duly organized and existing under the laws of the State of Tennessee; that the following is a true copy of a resolution adopted by the Board of Directors of said Corporation at a meeting duly held on the 20th day of February, 1997, at which meeting a quorum was present; that said resolution was approved by a majority of the shareholders represented in person or by proxy at the Annual Meeting of Shareholders held on May 1, 1997; and that such resolution remains in full force and effect:

RESOLVED, that a proposal to amend the Company's restated charter to change the name of Dixie Yarns, Inc. to The Dixie Group, Inc. is hereby approved and submitted to the Company's shareholders for approval at the 1997 Annual Meeting of Shareholders in accordance with the requirements of the Tennessee Business Corporation Act.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of The Dixie Group, Inc. this 19th day of October 2001.

SEAL

Starr T. Klein
Starr T. Klein
Secretary

Sworn to and subscribed before me this 19th day of October 2001.

Peggy A. Nation
Notary Public

My Commission Expires:

October 12, 2004

Secretary of State

Corporations Section

James K. Polk Building, Suite 1800

Nashville, Tennessee 37243-0306

DATE: 05/01/97
REQUEST NUMBER: 3331-3499
TELEPHONE CONTACT: (615) 741-0537
FILE DATE/TIME: 05/01/97 1122
EFFECTIVE DATE/TIME: 05/01/97 1122
CONTROL NUMBER: 0009237

TO:
CAPITAL FILING SERVICE INC.
NO. 333
7051 HWY 70 SOUTH
NASHVILLE, TN 37221

RE:
DIXIE GROUP, INC.
CHARTER AMENDMENT

THIS WILL ACKNOWLEDGE THE FILING OF THE ATTACHED DOCUMENT WITH AN EFFECTIVE DATE AS INDICATED ABOVE.

WHEN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR FILING, PLEASE REFER TO THE CORPORATION CONTROL NUMBER GIVEN ABOVE.

PLEASE BE ADVISED THAT THIS DOCUMENT MUST ALSO BE FILED IN THE OFFICE OF THE REGISTER OF DEEDS IN THE COUNTY WHEREIN A CORPORATION HAS ITS PRINCIPAL OFFICE IF SUCH PRINCIPAL OFFICE IS IN TENNESSEE.

FOR: CHARTER AMENDMENT

ON DATE: 05/01/97

Please mail after filing to:
FROM:
WITT GAITHER & WHITAKER (1100 SUNTRUST)
1100 SUNTRUST BANK
BLDG
CHATTANOOGA, TN 37402-0000
ATTN: Paula J. Barber, Legal Assistant

RECEIVED: FEES \$10.00 \$10.00
TOTAL PAYMENT RECEIVED: \$20.00

RECEIPT NUMBER: 00002128723
ACCOUNT NUMBER: 00003601



Riley C. Darnell

RILEY C. DARNELL
SECRETARY OF STATE

TRADEMARK

REEL: 002396 FRAME: 0944

FILED

ARTICLES OF AMENDMENT

TO THE RESTATED CHARTER OF

DIXIE YARNS, INC.

97 MAY -1 AM 11:22

W. D. BARNELL
SECRETARY OF STATE

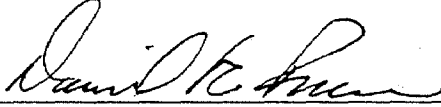
Pursuant to Section 48-20-106 of the Tennessee Business Corporation Act, the undersigned corporation hereby submits the following Articles of Amendment to amend its Restated Charter and states as follows:

- 1. The name of the corporation is Dixie Yarns, Inc.
- 2. The text of Part I, Article 1 of the Restated Charter is hereby amended to read as follows:

The name of the corporation is THE DIXIE GROUP, INC.
- 3. The amendment was duly adopted on February 20, 1997, by the Board of Directors.
- 4. The amendment was duly adopted on May 1, 1997, by the shareholders.

DATED this 1st day of May, 1997.

DIXIE YARNS, INC.

BY: 
Daniel K. Frierson
President, Chief Executive
Officer and Chairman of the
Board