

01-08-2002



Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

RE

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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1-8-02

1. Name of conveying party(ies): BANK OF AMERICA CANADA

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State, Other A Bank

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

3. Nature of conveyance:

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

Execution Date: January 1, 2002

2. Name and address of receiving party(ies) Name: Bank of America, National Association

Internal Address:

Street Address: 200 Front Street, Suite 2700

City: Toronto, ON State: Canada Zip: M5V 3L2

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

Other A National Banking Association

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

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

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

A. Trademark Application No.(s)

See attached Schedule - U.S.A. Trade-marks

2240 189

B. Trademark Registration No.(s)

See attached Schedule - U.S.A. Trade-marks

Additional number(s) attached Yes No

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

Name: OGILVY RENAULT

Internal Address: Attn: Joan M. Van Zant

Street Address: 1981 McGill College Avenue

Suite 1600

City: Montreal, PQ State: Canada Zip: H2A 2Y3

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41) \$ 90.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

195113

(Attach duplicate copy of this page 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.

Joan M. Van Zant

Name of Person Signing

Signature

January 7, 2002

Date

Total number of pages including cover sheet, attachments, and document: 6

Main documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

01/08/2002 6TON11 00000131 195113 2240189

01 FC:481 40.00 CH 02 FC:482 50.00 CH

TRADEMARK REEL: 002417 FRAME: 0742

**Cavalier Specialty Yarn Company U.S.A.
And
Cavalier Specialty Yarn Inc. (Fils Spécialisés Cavalier Inc.**

**Schedule – U.S.A.
Trade-marks**

Trade-mark	Appl'n/Reg'n No.
CAVALIER TEXTILES & DESIGN	2,240,189
CAVALIER TEXTILES	2,210,319
CONE DESIGN	1,644,438

**ASSIGNMENT
OF
SECURITY AGREEMENT**
(Trade-marks)

This agreement ("Agreement") dated as of January 1, 2002, between:

Bank of America Canada, a bank duly constituted under Schedule II of the Bank Act (Canada) and having its principal place of business at 200 Front Street West, Suite 2700, Toronto, Ontario, Canada M5V 3L2, hereinafter the "**Assignor**"; and

Bank of America, National Association, a national banking association authorized to carry on business in Canada as an "authorized foreign bank" under the Bank Act (Canada) and having its principal place of business at 200 Front Street West, Suite 2700, Toronto, Ontario, Canada M5V 3L2, hereinafter the "**Assignee**";

WITNESSETH

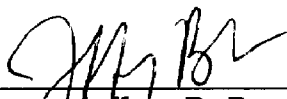
WHEREAS Assignor, is the collateral agent (the "Agent") in a loan agreement with **Cavalier Specialty Yarn Company U.S.A.**, and also with **Cavalier Specialty Yarn Inc. (Fils Spécialisés Cavalier Inc.** (the "Grantors") and also in the related security agreements dated May 18, 1999, which agreements include as collateral all of the trade-marks listed in the attached schedule(s);

NOW THEREFORE Assignor hereby declares that for good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, **Assignor** hereby sells, assigns and transfers unto **Assignee**, its successors and assigns, the sole and entire right, title and interest in and to the said security agreement in Canada, the United States of America and all other countries;

Assignor and Assignee hereby appoint **OGILVY RENAULT** whose complete address in Canada is Suite 1600, 1981 McGill College Avenue, Montréal, Québec, Canada H3A 2Y3, Tel. (514) 845-7126, Fax. (514) 288-8389, as their agents to proceed with the recordal of this assignment in the relevant government offices in respect of all of the Trade-marks set out in the attached schedule(s).

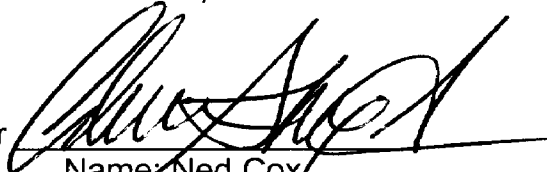
Signed at Toronto, Ontario, this 1st day of January 2002.

Bank of America Canada

Per 
Name: Jeffrey D. Burdon
Title: Vice President

2001. Signed at Toronto, Ontario, this 21st day of December

Bank of America, National Association

Per 
Name: Ned Cox
Title: Authorized Signing Officer

**Cavalier Specialty Yarn Company U.S.A.
And
Cavalier Specialty Yarn Inc. (Fils Spécialisés Cavalier Inc.**

**Schedule – Canada
Trade-marks**

Trade-mark	Appl'n/Reg'n No.
CAVALIER TEXTILES & DESIGN	TMA488,278
CAVALIER TEXTILES	TMA488,277
COLORPLAY	TMA477,052
COLORPLAY	TMA320,796
LE FILE EST... YARN IS...; DESIGN	TMA258,326
YARN DESIGN	TMA367,229