06-20-2003

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

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

Tab settings ⇨⇨⇨ ▼ ▼ ▼ ▼ ▼ ▼ ▼

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

1. Name of conveying party(ies):
Wachovia Bank, National Association

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

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

2. Name and address of receiving party(ies)
Name: Congress Financial Corporation (Southern)
Internal Address:
Street Address: 200 Galleria Parkway, Suite 1500
City: Atlanta State: Georgia Zip: 30339

☐ Individual(s) citizenship
☐ Association
☐ General Partnership
☐ Limited Partnership
☒ Corporation-State Georgia
☐ 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

3. Nature of conveyance:
☐ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☒ Other See attached for brief.
Execution Date: September 30, 2002

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s)
1681258 1344509 0778248

Additional number(s) attached ☐ Yes ☒ No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: J. Barrett Carter, Paralegal
Internal Address: Parker, Hudson, Rainer & Dobbs LLP
Street Address: 1500 Marquis Two Tower 285 Peachtree Center Avenue
City: Atlanta State: Georgia Zip: 30303

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:

(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.

J. Barrett Carter — Name of Person Signing
Signature
January 21, 2003 — Date

Total number of pages including cover sheet, attachments, and document: 5

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

06/19/2003 JJALLAN2 00000008 1681258
01 FC:8521 40.00 OP
02 FC:8522 50.00 OP

Attachment
(continued from Box 3)

Record to correct Assignors Name [redacted] on a Security Agreement previously recorded on Reel [redacted]

002657/0643

01/22/03

01-22-2003

Form PTO-1594
(Rev. 03/01)
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

Tab settings ⇨⇨⇨

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

1. Name of conveying party(ies):
Carolina Mills, Incorporated

☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation-State North Carolina
☐ Other

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

2. Name and address of receiving party(ies)
Name: Congress Financial Corporation (Southern)
Internal Address:
Street Address: 200 Galleria Parkway, Suite 1500
City: Atlanta State: Georgia Zip: 30339

☐ Individual(s) citizenship
☐ Association
☐ General Partnership
☐ Limited Partnership
☒ Corporation-State Georgia
☐ Other

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

3. Nature of conveyance:
☐ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☒ Other See attached for brief
Execution Date: September 30, 2002

4. Application number(s) or registration number(s):
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1681258 1344509 0778248

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Internal Address: Parker, Hudson, Rainer & Dobbs LLP
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6. Total number of applications and registrations involved: 3

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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.

J. Barrett Carter — Name of Person Signing
Signature
January 21, 2003 — Date

Total number of pages including cover sheet, attachments, and document: 12

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

ASSIGNMENT OF INTELLECTUAL PROPERTY SECURITY INTEREST

This Assignment of Intellectual Property Security Interest dated as of September 30, 2002, is made by and between **WACHOVIA BANK, NATIONAL ASSOCIATION**, formerly known as First Union National Bank, a national banking association ("Assignor"), having an address of One Wachovia Center, 301 South College Street, 5th Floor, Charlotte, North Carolina 28288 and **CONGRESS FINANCIAL CORPORATION (SOUTHERN)**, a Georgia corporation ("Assignee"), having an address at 200 Galleria Parkway, Suite 1500, Atlanta, Georgia 30339.

W I T N E S S E T H

WHEREAS, **CAROLINA MILLS, INCORPORATED**, a North Carolina corporation ("Borrower"), located at 618 Carolina Avenue, Maiden, North Carolina 28650, has adopted, used and is using the trademarks shown on Schedule 1 hereto (the "Trademarks"), for which there are registrations in the United States Patent and Trademark Office under the numbers shown in the attached Schedule 1; and

WHEREAS, Assignor has entered into financing arrangements with Borrower pursuant to which Assignor has made loans and advances and provided other financial accommodations to Borrower secured by substantially all of Borrower's assets, including, but not limited to, the Trademarks as set forth in that certain Assignment of Security Interest in United States Trademarks dated as of February 27, 2001, by Borrower in favor of Assignor (the "Trademark Assignment"); and

WHEREAS, the Trademark Assignment has been filed in the United States Patent and Trademark Office at Reel 2253 and Frame 507 on March 20, 2001; and

WHEREAS, Assignor is assigning all of Assignor's right, title and interest in and to the financing arrangements with Borrower (including, without limitation, Assignor's rights under the Trademark Assignment) to Assignee pursuant to, among other things, the Assignment and Assumption Agreement, dated of even dated herewith, by and between Assignor and Assignee.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby:

1. Transfer and assign to Assignee all right, title and interest of Assignor pursuant to the Trademark Assignment in the Trademarks, together with all rights, remedies and benefits granted to Assignor under the Trademark Assignment; and

2. Authorizes and requests the Commissioner of Patents and Trademark of the United States of America to note and record the assignment provided for herein.

IN WITNESS WHEREOF, Assignor and Assignee have caused this Assignment to be executed by and through their duly authorized officers, sealed and delivered as of the date first written above.

CONGRESS FINANCIAL CORPORATION (SOUTHERN)

By: _____
Name: Todd Plosker
Title: VP

WACHOVIA BANK, NATIONAL ASSOCIATION (f/k/a First Union National Bank)

By: _____
Name: C. Mark Hedrick
Title: Director

TRADEMARK
REEL: 002762 FRAME: 0276

STATE OF GEORGIA)
Cobb)
COUNTY OF ~~FULTON~~)

BEFORE ME, the undersigned authority, on this day personally appeared Todd Plosker of **CONGRESS FINANCIAL CORPORATION (SOUTHERN)**, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed, in the capacity therein stated, and as the act and deed of said corporation.

GIVEN UNDER MY HAND AND SEAL OF OFFICE on this 2nd day of October, 2002.

Notary Public
My Commission Expires:

Notary Public, Cobb County, Georgia
My Commission Expires December 21, 2003

[NOTARIAL SEAL]

STATE OF North Carolina
)
COUNTY OF Mecklenburg

BEFORE ME, the undersigned authority, on this day personally appeared Mark Hedrick of **WACHOVIA BANK, NATIONAL ASSOCIATION**, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed, in the capacity therein stated, and as the act and deed of said corporation.

GIVEN UNDER MY HAND AND SEAL OF OFFICE on this 30th day of September, 2002.

Leigh A. Pegram
Notary Public
My Commission Expires:

May 9, 2007
[NOTARIAL SEAL]

{201770.2} 000312-00154

SCHEDULE 1

Trademarks

Trademark	Jurisdiction	Registration No.	Registration Date
Design Only	USA	1681258	March 31, 1992
Design Only	USA	1344509	June 25, 1985
Carolina Maiden	USA	0778248	October 6, 1964

{201770.2} 000312-00154