

Form PTO-1594

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

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

1. Name of conveying party(les):

Fleet Capital Corporation, as Collateral Agent

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State Rhode Island
- Other _____

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

2. Name and address of receiving party(les)

Name: Bretlin, Inc.

Internal

Address: _____

Street Address: 380 South Industrial Boulevard

City: Calhoun State: Georgia Zip: 30701

- 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 _____

Execution Date: November 10, 2003

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

See Annex 1, attached hereto.

Additional number(s) attached Yes No

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

Name: Elizabeth G. Hartnett

Internal Address: Parker, Hudson,

Rainer & Dobbs

Street Address: 285 Peachtree Center Avenue

1500 Marquis Two Tower

City: Atlanta State: Georgia Zip: 30303

6. Total number of applications and registrations involved: _____

11

7. Total fee (37 CFR 3.41).....\$ 290

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

502831

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

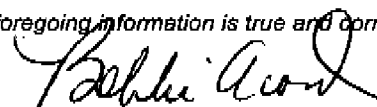
DO NOT USE THIS SPACE

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.

Bobbi Acord

Name of Person Signing



Signature

12/3/2003

Date

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

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

ANNEX 1

<u>Trademark</u>	<u>Owner</u>	<u>Federal Registration Number</u>	<u>Registration Date</u>
Artist Originals	Bretlin, Inc.	1995375	08-20-1996
Bretlin	Bretlin, Inc.	1667701	12-10-1991
Carriage Carpets & Design	Bretlin, Inc.	1237477	05-10-1983
Fuzzmaster	Bretlin, Inc.	1544574	06-20-1989
New Oasis	Bretlin, Inc.	1170350	09-22-1981
Carriage Carpets- Quality You Can Stand On	Bretlin, Inc.	2014447	11-05-1996
Special Carpet for Special Places	Bretlin, Inc.	2047525	03-25-1997
Staintech	Bretlin, Inc.	1856827	10-04-1994
Veelok	Bretlin, Inc.	1689133	05-26-1992
Veelok with stylized letters	Bretlin, Inc.	2137206	02-17-1998
Suntron	Bretlin, Inc.	1564725	11-07-1989

RELEASE OF TRADEMARK SECURITY INTEREST

WHEREAS, by that certain Trademark Security Agreement, dated May 14, 2002, Bretlin, Inc. ("**Bretlin**") granted to Fleet Capital Corporation, as Collateral Agent ("**Agent**"), a security interest in the trademarks and tradenames set forth on Exhibit A, attached hereto incorporated herein by reference and (i) all renewals thereof, (ii) all income, royalties, damages and payments now or hereafter due or payable with respect thereto, including without limitation, damages and payments for past or future infringements thereof, (iii) the right to sue for past, present and future infringements thereof, and (iv) all rights corresponding thereto throughout the world (collectively the "**Trademarks**"), for the purpose of securing the payment to the Lenders (as defined in the Trademark Security Agreement), of the indebtedness described in said Trademark Security Agreement; and

WHEREAS, in consideration of a reduction in Bretlin's indebtedness to Agent, Agent is willing to release its security interest with respect to the Trademarks;

NOW, THEREFORE, in consideration of the foregoing and other consideration the receipt and sufficiency of which is hereby acknowledged, the undersigned Fleet Capital Corporation, as Collateral Agent, hereby does release its security interest in and to the Trademarks and authorizes and directs that the same be discharged as of record.

IN WITNESS WHEREOF, the undersigned, Fleet Capital Corporation, as Collateral Agent, has caused this Release of Trademark Security Interest to be executed on this the 10th day of November, 2003, by and through its proper officers.

Signed, sealed and delivered
in the presence of:

Fleet Capital Corporation, as Collateral Agent

Austen D. Papay
Unofficial Witness

By: *Elizabeth L. Waller*
Title: J-SVP

Angela R. Stenley
Notary Public *Angela R. Stenley*

My Commission Expires:
~~Notary Public, Paulding County, Georgia~~
My Commission Expires June 6, 2005

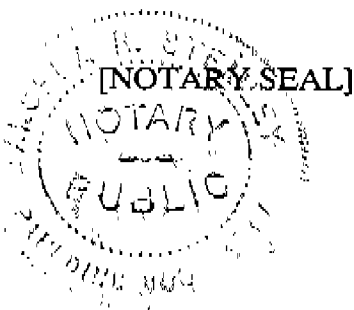


EXHIBIT A**Trademarks:**

<u>Trademark</u>	<u>Owner</u>	<u>Federal Registration Number</u>	<u>Registration Date</u>
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Tradenames:

Bretlin, Inc.

Alliance Mills
 Carriage Carpets
 Community Mills
 Cross Point
 Globaltex
 Metro Mills
 Show Floors
 Tribune
 Wingate