

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) **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.

<p>1. Name of conveying party(ies):</p> <p>Fieldcrest Cannon Licensing, Inc.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies)</p> <p>Name: <u>Official Pillowtex LLC</u></p> <p>Internal _____ Address: _____</p> <p>Street Address: <u>1800 Moler Road</u></p> <p>City: <u>Columbus</u> State: <u>OH</u> Zip: <u>43207</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input type="checkbox"/> Corporation-State _____ <input checked="" type="checkbox"/> Other <u>Delaware Limited Liability Company</u></p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input checked="" type="checkbox"/> Other <u>Resubmission with corrected numbers</u></p> <p>Execution Date: <u>11-3-2003</u></p>	

<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s) _____ <u>See Attached Sheet</u></p>	<p>B. Trademark Registration No.(s) _____ <u>See Attached Sheet</u></p>
<p>Additional number(s) attached <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>	

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Theodore R. Remaklus</u></p> <p>Internal Address: _____</p> <p><u>Wood, Herron & Evans, L.L.P.</u></p> <p><u>2700 Carew Tower</u></p> <p>Street Address: <u>441 Vine Street</u></p> <p>City: <u>Cincinnati</u> State: <u>OH</u> Zip: <u>45202</u></p>	<p>6. Total number of applications and registrations involved: 115</p> <p>7. Total fee (37 CFR 3.41).....\$ _____</p> <p><input type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: <u>This matter has already been paid for - proof is attached</u></p>
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DO NOT USE THIS SPACE

9. Signature.

Theodore R. Remaklus Theodore R. Remaklus December 12, 2003
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 21

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

SCHEDULE A**Trademarks and Trademark Applications**

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
BEAUTE	860,615	19-Nov-68
BIO-TECT	2,136,918	17-Feb-08
CANNON	729,513	3-Apr-62
CANNON	1,127,537	11-Dec-79
CANNON	1,556,899	19-Sep-89
CANNON	2,405,532	21-Nov-00
CANNON	2,440,006	3-Apr-01
CANNON & Artillery Device	2,410,029	5-Dec-00
CANNON & DEVICE	1,126,849	20-Nov-79
CANNON & DEVICE	147,948	8-Nov-21
CANNON & DEVICE	729,514	3-Apr-62
CANNON CLASSIC CASUALS	2,514,043	4-Dec-01
CANNON DEVICE	1,127,538	11-Dec-79
CANNON DEVICE	1,559,064	3-Oct-89
CANNON DEVICE	782,507	29-Dec-64
CELEBRITY	1,262,287	27-Dec-83
CHARISMA	1,124,948	11-Sep-79
CHARISMA	1,127,563	11-Dec-79
CHARISMA	1,562,233	24-Oct-89
CHARISMA	2,474,046	31-Jul-01
CHARISMA	2,625,436	24-Sep-02
CLASSIC CHROMATICS	1,099,599	15-Aug-78
CLASSIC SUPREME	1,524,564	14-Feb-89
COMFORT SPUN	1,123,742	7-Aug-79
COMFORTCALE	1,093,823	20-Jun-78
COTTON FRESH	1,367,717	29-Oct-85
COTTON TOUCH	2,552,616	20-Jul-01
COTTON TOUCH	2,722,292	3-Jun-03
CROWN JEWEL	1,016,926	29-Jul-75
CROWN WHEAT & ARTILLERY DESIGN	1,923,727	3-Oct-95
CROWN WHEAT & ARTILLERY DEVICE	2,391,290	3-Oct-00
DRY FAST SYST	2,354,518	6-Jun-00
DURACALE (STYLIZED)	366,894	2-May-39
DURALITE	876,628	9-Sep-69
EMPRESS	1,210,555	28-Sep-82
FASHION WEAVERS(SCRIPT)	721,079	5-Sep-61
FASHION WEAVERS(SCRIPT)	783,730	19-Jan-65

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
FASHIONS OF THE WORLD	746,712	12-Mar-63
FIELDCREST (LOGO)	995,055	8-Oct-74
FIELDCREST (STYLIZED)	436,239	27-Jan-48
FIELDCREST (STYLIZED)	500,882	6-Jul-48
FIELDCREST (STYLIZED)	833,741	15-Aug-67
FIELDCREST CANNON	1,904,488	11-Jul-95
FIELDCREST	1,994,149	13-Aug-96
FIELDCREST	2,332,392	21-Mar-00
FIELDCREST	2,332,408	21-Mar-00
FIELDCREST CANNON STADIUM	2,235,293	23-Mar-99
FIELDCREST FASHION FOR BED AND BATH & DESIGN	643,323	26-Mar-57
GOLD LABEL	738,716	2-Oct-62
IMPERIAL COLLECTION	754,269	6-Aug-63
IMPERIAL ROSE	765,995	3-Mar-64
JUST FEEL THE DIFFERENCE	2,270,595	17-Aug-99
LOOM WOVEN & Design	2,292,321	16-Nov-99
LUSTRE	2,259,455	6-Jul-99
MISTIQUE	826,960	4-Apr-67
MONTEREY	762,072	24-Dec-63
MONTICELLO	802,325	18-Jan-66
MONTICELLO (SCRIPT)	411,659	30-Jan-45
MONTICELLO (STYLIZED)	867,967	8-Apr-69
MOODS OF TODAY	1,057,685	1-Feb-77
MOODS OF TOMORROW	1,057,683	1-Feb-77
NIGHT MOODS	1,057,684	1-Feb-77
PERMA-SOFT	1,119,305	29-May-79
ROYAL CLASSIC	1,204,590	10-Aug-82
ROYAL DIMENSION	772,890	7-Jul-64
ROYAL FAMILY	1,120,559	19-Jun-79
ROYAL FAMILY	1,194,734	4-May-82
ROYAL FAMILY	1,522,696	31-Jan-89
ROYAL TOUCH	1,245,338	12-Jul-83
ROYAL TOUCH	1,346,286	2-Jul-85
ROYAL TOUCH	2,199,634	27-Oct-98
ROYAL VELVET	626,627	8-May-56
ROYAL VELVET	2,325,800	7-Mar-00
ROYAL VELVET	2,395,380	17-Oct-00
ROYAL VELVET	2,435,979	13-Mar-01
ROYAL VELVET BIG & SOFT	2,202,694	10-Nov-98
ROYAL VELVET BIG & SOFT	2,318,592	15-Feb-00
ROYAL VELVET BIG & SOFT	2,416,233	26-Dec-00

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
SAHARA	2,194,563	13-Oct-98
SANTA CRUZ	1,582,620	13-Feb-90
SLEEPLIGHT	769,090	5-May-64
SLEEPWELL (Stylized)	1,176,281	3-Nov-81
SOFA FIT	1,350,710	23-Jul-85
SOSOFT	2,269,810	10-Aug-99
ST. MARYS	748,703	3-Apr-63
ST. MARYS	995,056	8-Oct-74
ST. MARYS (Old Script)	747,914	9-Apr-63
STERLING CHOICE	1,297,648	25-Sep-84
SUPER BIG	(Supp.) 2,545,292	5-Mar-02
SUPREME TOUCH	1,542,593	6-Jun-89
SUPREME TOUCH	1,586,835	13-Mar-90
SURE SOFT	2,272,823	24-Aug-99
TOUCH OF CLASS	2,288,729	26-Oct-99
TOUCH OF CLASS	2,315,677	8-Feb-00
ULTRA VELVET	1,931,681	31-Oct-95
VELTRA	1,598,672	29-May-90
VELVET TOUCH	2,197,713	20-Oct-98
VELVET TOUCH	996,164	22-Oct-74

Trademark Applications

<u>Mark</u>	<u>Application No.</u>	<u>Filing Receipt Date</u>
BEDS ETC.	76/266,025	31-May-01
BEDS ETC.	76/458,230	7-Oct-02
CANNON - THE AMERICAN BRAND & ARTILLERY DESIGN	76/339,518	20-Nov-01
CANNON TRADE MARK U.S.A. 1887 & ARTILLERY DEVICE	76/501,474	27-Mar-03
CHAMOIS SOFT	76/459,438	21-Oct-02
CHARISMA ELITE	76/081,693	3 Jul 00
CHARISMA SELECT	76/081,817	3 Jul 00
ELEGANCE BY ROYAL VELVET	76/473,058	2-Dec-02
FC HOME	76/400,681	25-Apr-02
GRAND MANOR	76/445,638	30-Aug-02
GREAT BIG	76/409,988	20-May-02
IMPERIAL BROCADE	76/478,814	7-Dec-02
OPULENCE BY FIELDCREST	76/529,017	11-Jul-03
RESORT & SPA BY FIELDCREST	76/476,048	12-Dec-02
THE CANNON DRY SYSTEM	76/462,039	25-Oct-02
THE CANNON FIT	76/462,043	25-Oct-02

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

11/17/2003
900003098

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Fieldcrest Cannon Licensing Inc		11/03/2003	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Official Pillowtex LLC		
Street Address:	1800 Moler Road		
City:	Columbus		
State/Country:	OHIO		
Postal Code:	43207		
Entity Type:	LTD LIAB JT ST CO: DELAWARE		
PROPERTY NUMBERS Total: 115			
Property Type	Number	Word Mark	
Registration Number: <input type="checkbox"/>	860615	BEAU'E	
Registration Number:	2136	→ Delete	
Registration Number:	918		
Registration Number: <input type="checkbox"/>	729513	CANNON	
Registration Number:	1127537	CANNON	
Registration Number:	1556899	CANNON	
Registration Number:	2405532	CANNON	
Registration Number:	2440006	CANNON	
Registration Number:	2410029	CANNON	
Registration Number:	1126849	CANNON	
Registration Number: <input type="checkbox"/>	147948	CANNON	
Registration Number: <input type="checkbox"/>	729514	CANNON	
Registration Number:	2514043	CANNON CLASSIC CASUALS	
Registration Number:	1127538		
Registration Number:	1559064		

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TRADEMARK
REEL: 002769 FRAME: 0467

Registration Number:	0 782507	
Registration Number:	1262287	CELEBRITY
Registration Number:	1124948	CHARISMA
Registration Number:	1127563	CHARISMA
Registration Number:	1562233	CHARISMA
Registration Number:	2474046	CHARISMA
Registration Number:	2625436	CHARISMA
Registration Number:	1099599	CLASSIC CHROMATICS
Registration Number:	1524564	CLASSIC SUPREME
Registration Number:	1123742	COMFORT SPUN
Registration Number:	1093823	COMFORTCALE
Registration Number:	1367717	COTTON FRESH
Registration Number:	2552616	COTTON TOUCH
Registration Number:	2722292	COTTON TOUCH
Registration Number:	1016926	CROWN JEWEL
Registration Number:	1923727	
Registration Number:	2391290	
Registration Number:	2354518	DRY FAST SYSTEM
Registration Number:	0 366894	DURACALE
Registration Number:	0 876628	DURALITE
Registration Number:	1210555	EMPRESS
Registration Number:	0 721079	FASHION WEAVERS
Registration Number:	0 783730	FASHION WEAVERS
Registration Number:	0 746712	FASHIONS OF THE WORLD
Registration Number:	0 995055	FIELD CREST
Registration Number:	0 436239	FIELD CREST
Registration Number:	0 500882	FIELD CREST
Registration Number:	0 833741	FIELD CREST
Registration Number:	1904488	FIELD CREST CANNON
Registration Number:	1994149	FIELD CREST
Registration Number:	2332392	FIELD CREST
Registration Number:	2332408	FIELD CREST
Registration Number:	2235293	FIELD CREST CANNON STADIUM
Registration Number:	0 643323	FIELD CREST FASHIONS FOR BED AND BATH
Registration Number:	0 738716	GOLD LABEL

Registration Number: 0	754269	IMPERIAL COLLECTION
Registration Number: 0	765995	IMPERIAL ROSE
Registration Number:	2270695	JUST FEEL THE DIFFERENCE
Registration Number:	2292321	LOOM WOVEN
Registration Number:	2259455	LUSTRE
Registration Number: 0	826960	MISTIQUE
Registration Number: 0	762072	MONTÉREY
Registration Number: 0	802325	MONTICELLO
Registration Number: 0	411659	MONTICELLO
Registration Number: 0	867967	MONTICELLO
Registration Number:	1057685	MOODS OF TODAY
Registration Number:	1057683	MOODS OF TOMORROW
Registration Number:	1057684	NIGHT MOODS
Registration Number:	1119305	PERMA-SOFT
Registration Number:	1204590	ROYAL CLASSIC
Registration Number: 0	772890	ROYAL DIMENSION
Registration Number:	1120559	ROYAL FAMILY
Registration Number:	1194734	ROYAL FAMILY
Registration Number:	1522696	ROYAL FAMILY
Registration Number:	1245338	ROYAL TOUCH
Registration Number:	1346286	ROYAL TOUCH
Registration Number:	2199634	ROYAL TOUCH
Registration Number: 0	626627	ROYAL VELVET
Registration Number:	2325800	ROYAL VELVET
Registration Number:	2395380	ROYAL VELVET
Registration Number:	2435979	ROYAL VELVET
Registration Number:	2202694	ROYAL VELVET BIG & SOFT
Registration Number:	2318592	ROYAL VELVET BIG & SOFT
Registration Number:	2416233	ROYAL VELVET BIG & SOFT
Registration Number:	2194563	SAHARA
Registration Number:	1582620	SANTA CRUZ
Registration Number: 0	769090	SLEEP-LIGHT
Registration Number:	1176281	SLEEPWELL
Registration Number:	1350710	SOFA-FIT
Registration Number:	2269810	SOSO-FIT 250

Registration Number: 0	748703	ST. MARYS
Registration Number: 0	995056	ST. MARY'S
Registration Number: 6	747914	ST. MARYS
Registration Number:	1297648	STERLING CHOICE
Registration Number:	2545292	SUPER BIG
Registration Number:	1542593	SUPREME TOUCH
Registration Number:	1586835	SUPREME TOUCH
Registration Number:	2272823	SURESOFT
Registration Number:	2288729	TOUCH OF CLASS
Registration Number:	2315677	TOUCH OF CLASS
Registration Number:	1931681	ULTRA VELVET
Registration Number:	1598672	VELTRA
Registration Number:	2197713	VELVET TOUCH
Registration Number: 0	996164	VELVET TOUCH
Serial Number:	76266025	BEDS, ETC.
Serial Number:	76458230	BEDS, ETC.
Serial Number:	76339518	CANNON - THE AMERICAN BRAND
Serial Number:	76501474	CANNON TRADE MARK U.S.A. 1887
Serial Number:	76459438	CHAMOIS SOFT
Serial Number:	76081693	CHARISMA ELITE
Serial Number:	76081817	CHARISMA SELECT
Serial Number:	76473058	ELEGANCE BY ROYAL VELVET
Serial Number:	76400681	FC HOME
Serial Number:	76445638	GRAND MANOR
Serial Number:	76409988	GREAT BIG
Serial Number:	76478814	IMPERIAL BROCADE
Serial Number:	76529017	OPULENCE BY FIELDCREST
Serial Number:	76476048	RESORT & SPA BY FIELDCREST
Serial Number:	76462039	THE CANNON DRY SYSTEM
Serial Number:	76462043	THE CANNON FIT

CORRESPONDENCE DATA

Fax Number: (513)421-7269

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 513 241 2324

Email: tremakius@whepatent.com

Correspondent Name: Theodore R. Remaklus
Address Line 1: 441 Vine Street
Address Line 2: 2700 Carew Tower
Address Line 4: Cincinnati, OHIO 45202

ATTORNEY DOCKET NUMBER:

OPILL-04 122

NAME OF SUBMITTER:

Theodore R. Remaklus

Total Attachments: 7

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TRADEMARK ASSIGNMENT

This Trademark Assignment (this "Assignment") is made as of November 3, 2003 by and among Fieldcrest Cannon Licensing, Inc., a Delaware corporation (the "Assignor"), and Official Pillowtex LLC, a Delaware limited liability company (the "Assignee").

RECITALS

A. Assignor and GGST LLC have entered into the Asset Purchase Agreement dated as of July 29, 2003 (the "Purchase Agreement").

B. Pursuant to Section 2.1 of the Purchase Agreement, Assignor desires to assign to Assignee, GGST LLC's designee, and Assignee desires to acquire all of Assignor's right, title, and interest in and to the Owned Intellectual Property (as defined in the Purchase Agreement), including those trademarks owned by Assignor which are listed on Exhibit A and all goodwill associated therewith (collectively, the "Assigned Trademarks").

NOW, THEREFORE, in consideration of the foregoing premises, the covenants and agreements contained in the Purchase Agreement and in this Assignment, and for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, and to implement the assignment of the Owned Intellectual Property required by the Purchase Agreement, Assignor hereby agrees as follows:

1. Capitalized terms used but not defined in this Assignment shall have the meanings ascribed to such terms in the Purchase Agreement.

2. Assignor does hereby sell, assign, transfer, convey and deliver to Assignee, and Assignee hereby accepts, all of Assignor's right, title, and interest in and to the Assigned Trademarks, free and clear of all Liens and Encumbrances, the same to be held by Assignee for Assignee's own use and enjoyment, and for the use and enjoyment of Assignee's successors, assigns, designees, nominees and other legal representatives, as fully and entirely as the same would have been held and enjoyed by Assignor if this Assignment and sale had not been made, together with all causes of action (in law or equity), claims, demands and any other rights for, or arising from any past, present or future infringement, of the Assigned Trademarks, along with the right to sue for and collect any damages for the use and benefit of Assignee and Assignee's successors, assigns, designees, nominees and other legal representatives.

3. Each of the parties hereto shall execute such documents and take such further actions as may be reasonably required or desirable to carry out the provisions hereof and give effect to the transactions contemplated under this Assignment. From time to time after the date of this Assignment, Assignor shall prepare all documents and take all actions reasonably necessary to further the assignment of the Assigned Trademarks to Assignee hereunder. Such assignments shall be in recordable form based on the local law requirements, if applicable.

4. Assignor hereby authorizes and requests the United States Patent and Trademark Office and any corresponding foreign office whose duty it is to issue, certify, or assign registrations or applications for trademarks or service marks to issue, certify or assign as

appropriate the same to Assignee and Assignee's successors, assigns, designees, nominees and other legal representatives in accordance with the terms of this Agreement.

5. This Assignment will be governed by, and construed in accordance with, the laws of the United States, in respect to trademark issues and in all other respects including as to validity, interpretation and effect by the laws of the State of New York, without giving effect to the conflict of laws rules thereof.

[Remainder of Page Intentionally Blank]

IN WITNESS WHEREOF, this Assignment has been executed as of the day and year first written above.

ASSIGNOR:

Fieldcrest Cannon Licensing, Inc.

By: [Signature]

Name: John F. Sterling

Title: Vice President

ASSIGNEE:

Official Pillowtex LLC

By: [Signature]

Name: Scott Bernstein

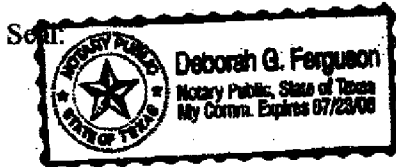
Title: Manager

Acknowledgement by Notary Public

State of TEXAS

County of DALLAS

On this 3rd day of November, 2003, before me, the undersigned Notary Public, personally appeared JOHN F. STERLING, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same.



Signature: [Signature]

Name: DEBORAH G. FERGUSON, Notary Public