TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Valdese Weavers, LLC		09/27/2000	limited liability company: NORTH CAROLINA

RECEIVING PARTY DATA

Name:	Bank of America, N.A., as Agent
Street Address:	600 Peachtree Street N.E.
Internal Address:	10th Floor
City:	Atlanta
State/Country:	GEORGIA
Postal Code:	30308
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2767650	R3 COLLECTION

OP $40.00 2767650

CORRESPONDENCE DATA

Fax Number: (919)416-8339
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 919 286-8028
Email: PTO_TMconfirmation@mvalaw.com
Correspondent Name: Moore & Van Allen PLLC
Address Line 1: 2200 West Main Street
Address Line 2: Suite 800
Address Line 4: Durham, NORTH CAROLINA 27705

ATTORNEY DOCKET NUMBER:	022100.58 CLE
NAME OF SUBMITTER:	Charles L. Evans

Total Attachments: 4
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NOTICE

OF

GRANT OF SECURITY INTEREST

IN

TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Loan and Security Agreement dated as of September 27, 2000 (as the same may be amended, modified, extended or restated from time to time the "Loan Agreement") by and among the Borrowers party thereto (each a "Borrower" and collectively, the "Borrowers") and Bank of America, N.A., as Agent (the "Agent") for the lenders referenced therein (the "Lenders"), the undersigned Borrower has granted a continuing security interest in and continuing lien upon the trademarks and trademark applications shown below to the Agent for the ratable benefit of the Lenders:

TRADEMARKS

See attached schedule.

TRADEMARK APPLICATIONS

See attached schedule.

The undersigned Borrower and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Loan Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

VALDESE WEAVERS, LLC,
a North Carolina limited liability company

By:_____
Name: Richard L. Reese
Title: Treasurer

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Agent

By:_____
Name:
Title:

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The undersigned Borrower and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Loan Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

VALDESE WEAVERS, LLC,
a North Carolina limited liability company

By:_____
Name: Richard L. Reese
Title: Treasurer

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Agent

By: Sherry Lail
Name: Sherry Lail
Title: SVP

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Valdese Weavers, LLC
(North Carolina limited liability company)

U.S. Trademarks

Registered Mark

Mark	Registration No.	Registration Date
R3 COLLECTION and Design	2767650	9/23/03

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