

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Americal Corporation		06/07/2004	CORPORATION: NORTH CAROLINA

RECEIVING PARTY DATA	
Name:	Peds Acquisition Sub., Inc.
Street Address:	2150 Country Club Road
Internal Address:	Suite 221
City:	Winston-Salem
State/Country:	NORTH CAROLINA
Postal Code:	27104
Entity Type:	CORPORATION: VIRGINIA

PROPERTY NUMBERS Total: 11		
Property Type	Number	Word Mark
Registration Number:	0857956	PEDIKINS
Registration Number:	0950845	PEDIKINS
Registration Number:	2312529	PEDS
Registration Number:	2179123	PEDS
Registration Number:	0934511	PEDS
Registration Number:	0793406	PEDS
Registration Number:	1336858	PEDS TREDS
Serial Number:	78418753	THERAPEDS
Serial Number:	78418752	MEDIPEDS
Serial Number:	78418747	MEDIPEDS
Serial Number:	76446501	LOW PROFILE BY PEDS

CORRESPONDENCE DATA	
Fax Number:	(804)344-7999

CH \$290.00 0857956

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

Phone: 8047888772
Email: HWRITM@hunton.com
Correspondent Name: John Gary Maynard, III
Address Line 1: 951 East Byrd Street
Address Line 2: Riverfront Plaza, East Tower
Address Line 4: Richmond, VIRGINIA 23219-4074

ATTORNEY DOCKET NUMBER:	61949.12
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NAME OF SUBMITTER:	Sandra W. Burner
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Total Attachments: 10
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TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT is made as of this 7th day of June, 2004, by and between AMERICAL CORPORATION, a North Carolina corporation, with its office at 389 Americal Road, Henderson, North Carolina 27536-1419, U.S.A. ("Assignor"), and PEDS ACQUISITION SUB., INC., a Virginia corporation, with its office at 2150 Country Club Road, Suite 221, Winston-Salem, NC 27104, U.S.A. ("Assignee").

Recitals

A. Assignor is using and is the owner of certain trademarks, service marks, trade names, trademark registrations and trademark applications listed in Schedule A (collectively the "Marks").

B. Assignee desires to acquire all right, title and interest in and to the Marks, together with the goodwill of the business in connection with which the Marks are used.

Assignment

For good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged:

1. Assignment of Marks. Assignor hereby assigns and transfers to Assignee, its successors and assigns, absolutely and forever, the entire right, title and interest, whether statutory or at common law, in and to the Marks, together with the goodwill of the business symbolized by them throughout the world, and all registrations and pending applications therefor, in all countries throughout the world, together with all causes of action for any and all previously

occurring infringement of the rights being assigned and the right to receive and retain the proceeds or other remedies relating to those infringements.

2. Further Assurances. Assignor agrees to execute further papers and to do such other acts as may be necessary or desirable to vest full right, title and interest in and to the Marks throughout the world in Assignee or as may be necessary or desirable to obtain, renew, issue or enforce the Marks.

3. Powers of Attorney. From time to time upon request by Assignee, Assignor agrees to execute and deliver to Assignee or its agent a power of attorney, in form and substance satisfactory to Assignee, for the implementation this Trademark Assignment, including, without limitation, execution of powers of attorney as may be necessary for Assignee's agents to record this Trademark Assignment or any other document evidencing the transfer of the Marks in any foreign jurisdictions.

3. Counterparts. This Trademark Assignment may be executed in several counterparts, each of which shall be deemed to be an original, but all of which together will constitute one and the same instrument.

WITNESS, the execution of this Trademark Assignment by the duly authorized representative of Assignor, as of the date first set forth above.

AMERICAL CORPORATION

By: _____
Name: _____
Title: _____

WITNESS, the acceptance of this Trademark Assignment by the duly authorized
representative of Assignee.

PEDS ACQUISITION SUB., INC.

By: 

Name: JOHN A. PIAZZA

Title: CHIEF EXECUTIVE OFFICER

Date: _____

WITNESS, the execution of this Trademark Assignment by the duly authorized representative of Assignor, as of the date first set forth above.

AMERICAL CORPORATION

By: Robert J. Froeber, Jr.
Name: ROBERT J. FROEBER, JR.
Title: C.E.O.

WITNESS, the acceptance of this Trademark Assignment by the duly authorized representative of Assignee.

PEDS ACQUISITION SUB., INC.

By: _____
Name: _____
Title: _____
Date: _____

State of NC)
County of VANCE) ss:

On this 2nd day of June, 2004, before me personally came Robert J Froebel Jr to me known, who being by me duly sworn, did depose and say that he/she is the CEO of Americal Corporation, the corporation described in and which executed the foregoing instrument; and signed his/her name thereto by order of the Board of Directors.

Boris W. Turner
Notary Public

My commission expires: My Commission Expires April 25, 2005

State of _____)
County of _____) ss:

On this _____ day of _____, _____, before me personally came _____ to me known, who being by me duly sworn, did depose and say that he/she is the _____ of Peds Acquisition Sub., Inc., the corporation described in and which executed the foregoing instrument; and signed his/her name thereto by order of the Board of Directors.

Notary Public

My commission expires: _____

SCHEDULE A

A. U.S. Trademark Registrations

<u>Mark</u>	<u>Reg. no.</u>	<u>Date Issued</u>	<u>Goods</u>
Pedikins	857,956	10/1/1968	Foot socks
Pedikins	950,845	1/16/1973	Children's tights
Peds	2,312,529	1/25/2000	Ladies' and girls' pantyhose, tights, knee-highs, socks, foot covers, shoe liners and slippers; men's and boy's socks, foot covers, shoe liners and slippers; men's, women's, boys' and girls' dress, casual and athletic shoes, boots, high and low overshoes, sandals and slippers, shoe inner soles and inserts
Peds	2,179,123	8/4/1998	Ladies' and girls' pantyhose, tights, knee-highs, socks, foot covers, shoe liners and slippers; men's and boys' socks, foot covers, shoe liners and slippers
Peds	934,511	5/23/1972	Pantyhose and stockings
Peds and Design	793,406	7/27/1965	Foot Covers
Peds Treds (Stylized)	1,336,858	5/21/1985	Socks and slipper socks

B. U.S. Trademark Applications

<u>Mark</u>	<u>Serial no.</u>	<u>Filed Date</u>	<u>Goods</u>
Low Profile by Peds	76/446,501	9/3/2002	Men's, women's and children's socks

C. Foreign Trademark Registrations

<u>Country</u>	<u>Mark</u>	<u>Reg. no.</u>	<u>Date Issued</u>	<u>Goods</u>
Canada	Peds	TMDA55715	11/16/1932	An article known as a stocking foot or foot glove
China	Peds	1697497	1/14/2002	Ladies' and girls' pantyhose, tights, knee-highs, socks, foot covers, shoe liners and slippers; men's socks, men's and boy's foot covers, shoe liners slippers; men's, women's, boys' and girls' dress, casual and athletic shoes, boots, high and low overshoes, sandals and slippers, shoe inner soles and inserts
Costa	Peds	99,592	2/6/1997	Ladies' and girls' pantyhose,

Rica				knee-highs and socks; men's and boys' socks
El Salvador	Peds	148 Book 46	1/17/1997	Ladies' and girls' pantyhose, knee-highs and socks; men's and boys' socks
France	Peds	93482156	9/2/1993	Ladies' and girls' pantyhose, knee-highs and socks; men's and boys' socks
Germany	Peds	2 070 069	7/5/1994	Ladies' and girls' pantyhose, knee-highs and socks; men's and boys' socks
Great Britain	Peds	610171	12/28/1946	Boots, Shoes, Slippers and sandals
Honduras	Peds	61.752	5/25/1995	Ladies' and girls' pantyhose, knee-highs and socks; men's and boys' socks
Indonesia	Peds	376371	7/7/1997	Clothing, including boots, shoes and slippers, lady's and girl's pantyhose, knee-highs and socks, men's and boy's socks
Italy	Peds	662068	11/8/1995	Ladies' and girls' pantyhose, knee-highs and socks; men's and boys' socks
Japan	Peds	4,229,639	1/14/1999	Ladies' and girls' pantyhose, knee-highs and socks; men's and boys' socks
South Korea	Peds	382,843	11/19/1997	Slippers, shoe liners
South Korea	Peds	134109	11/27/1986	Sock covers, scarf, outer socks, sweater, tights, mufflers, neckties, gloves, stockings and hosiery
South Korea	Peds	433,435	12/14/1998	Ladies' and girls' pantyhose, tights, knee-highs, socks, foot covers
Mexico	Peds	516452	2/8/1996	Clothes, footwear and hats
Nicaragua	Peds	29155	8/29/1995	Ladies' and girls' pantyhose, knee-highs and socks; men's and boys' socks
Peru	Peds	18115	8/8/1995	Ladies' and girls' pantyhose, knee-highs and socks; men's and boys' socks

Puerto Rico	Peds	51,054	7/31/2000	Ladies' and girls' pantyhose, tights, knee-highs, socks, foot covers, shoe liners and slippers; men's and boys socks, foot covers, shoe liners slippers; men's, women's, boys' and girls' dress, casual and athletic shoes, boots, high and low overshoes, sandals and slippers, shoe inner soles and inserts
Spain	Peds	1777792	11/16/1994	Ladies' and girls' pantyhose, knee-highs and socks, men's and boys socks
Venezuela	Peds	P-189841	5/29/1996	Ladies' and girls' pantyhose, knee-highs and socks, men's and boys socks
Australia	Peds (stylized)	A79,987	4/17/1943	Coverings for the foot made of textile materials having an elastic edge to hold them firmly on the foot and padding at the heel to prevent slippage, worn under stockings for warmth and to protect the foot from the shoe when no stockings are worn

D. Foreign Trademark Applications

Country	Mark	Reg. no.	Date Issued	Goods
Argentina	Peds	1,953,717	12/27/1994	Ladies' and girls' pantyhose, knee-highs and socks, men's and boys socks
Brazil	Peds	822784505	6/5/2000	Ladies' and girls' pantyhose, tights, knee-highs, socks, foot covers, shoe liners and slippers; men's, women's, boys' and girls' dress, casual and athletic shoes, boots, high and low overshoes, sandals and slippers, shoe inner soles and inserts
Columbia	Peds	97,005.199	2/3/1997	Foot coverings
Guatemala	Peds	8710-94		Ladies' and girls' pantyhose, knee-highs and socks, men's and boys socks
Panama	Peds	075,146	4/7/1995	Ladies' and girls' pantyhose, knee-highs and socks, men's and boys socks

E. Therapeds/Medipeds

Marks that include the names "Therapeds" or "Medipeds" and/or any derivations thereof and/or any designs related thereto or associated therewith, and all trademark applications therefor.