

VIA FACSIMILE - 703-306-5995

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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Our Refs.: 1287-82, -120, -121, -174, -183 and -225


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

1. Name of conveying party(ies): CIPCO S.C., Inc. <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: <u>Delaware</u> <input type="checkbox"/> Other: _____ Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2. Name and address of receiving party(ies): Name: <u>WLR Cone Mills IP, Inc.</u> Internal Address: Street Address: <u>c/o WL Ross & Co. LLC</u> <u>101 East 52nd Street, 19th Floor</u> City: <u>New York</u> State: <u>NY</u> Zip: <u>10022</u> Country: <u>USA</u> <input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>Delaware</u> <input type="checkbox"/> Other _____ If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Designations must be a separate document from Assignment) Additional name/s & address/es attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Assignment <input type="checkbox"/> Change of Name <input type="checkbox"/> Other: _____ Execution Date: <u>March 12, 2004</u>	

4. Application number(s) or registration number(s): A. Trademark Application No.(s) (1) _____ (2) _____ (3) _____ (4) _____ Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	B. Trademark Registration No.(s) (1) <u>839,642 - POLYSPORT</u> (5) <u>2,211,475 - xxx</u> (2) <u>879,564 - CONE & Design</u> (6) <u>2,228,702 - CONE & Des</u> (3) <u>2,231,285 - LOGGER</u> (7) <u>2,485,501 - DEEPDOWN</u> (4) <u>2,209,454 - xx</u> (8) <u>2,306,233 - CONE</u>
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5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Donna J. Bunton</u> Internal Address: _____ Street Address: <u>Nixon & Vanderhye P.C.</u> <u>1100 North Glebe Road</u> <u>8th Floor</u> City <u>Arlington</u> State: <u>VA</u> Zip: <u>22201</u>	6. Total number of applications and registrations involved: <u>8</u> 7. Total fee (37 CFR 3.41) \$ <u>215.00</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account #14-1140 8. The Commissioner is hereby authorized to charge any deficiency, or credit any overpayment, in the fee(s) filed, or asserted to be filed, or which should have been filed herewith (or with any paper thereafter filed in this application by this firm) to our Account No. 14-1140.
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DO NOT USE THIS SPACE

9. Signature. <u>Donna J. Bunton</u> Name of Person Signing	 Signature	<u>December 2, 2004</u> Date
Total number of pages including cover sheet, attachments and document:		<u>6</u>

DJB:pav

Mail documents to be recorded with required cover sheet information to:
 Commissioner of Patents & Trademarks, Box Assignments
 Washington, D.C. 20231
 Fax: 703-306-5995

Assignment of Trademarks: CIPCO S.C., Inc.

ASSIGNMENT OF TRADEMARKS

WHEREAS, CIPCO S.C., Inc., a Delaware corporation, located and doing business at 3863 Carlisle / Chester Highway, Carlisle, South Carolina 29031 ("Assignor"), is the owner of the trademarks and the record owner of the trademark registrations and applications set forth in the Schedule of Trademarks annexed hereto and made a part hereof, (hereinafter the "Trademarks"); and

WHEREAS, WLR Cone Mills IP, Inc., a Delaware corporation, located and doing business at c/o WL Ross & Co. LLC, 101 East 52nd Street, 19th Floor, New York, New York 10022 ("Assignee"), is desirous of acquiring all of the rights, title and interest of Assignor in, to and under the Trademarks, together with the goodwill of the business associated with the Trademarks, and the portion of the business in connection with any intent-to-use trademark applications; and

NOW THEREFORE, pursuant to a Purchase Agreement dated as of the date herein, and in consideration of good and valuable consideration paid by Assignee to Assignor, the sufficiency and receipt of which is hereby acknowledged, Assignor hereby transfers and assigns to Assignee, the entire right, title and interest in and to the Trademarks, together with the goodwill of the business associated with the Trademarks, all trademark registrations and applications therefor, and the portion of the business in connection with any intent-to-use trademark applications; and

Assignor, does also hereby sell, assign, transfer and set over unto Assignee, its successors, legal representatives and assigns, all claims for damages by reason of past infringement of the Trademarks, the right to sue for and collect the same for its own use and enjoyment and for the use and enjoyment of its successors, assigns or other legal representatives; and

Assignor, further authorizes the Commissioner of Patents and Trademarks of the United States and any official of any state or country foreign to the United States, whose duty it is to record trademark registrations, applications and title thereto, to record the Trademarks and title thereto as the property of the Assignee, its successors, legal representatives and assigns in accordance with the terms of this instrument; and

Assignor, further agrees to execute such additional documents as may be required in the United States and in states and countries foreign to the United States, to record Assignee as owner of the Trademarks and registrations and applications herein assigned.

IN WITNESS WHEREOF, the parties have executed this instrument on this 12th day of March, 2004.

Assignor:
CIPCO S.C., Inc.

By: *Kurt W. Korne*

Title: Vice President

Date: March 12, 2004

Assignee:
WLR Cone Mills IP, Inc.

By: *[Signature]*

Title: Vice President

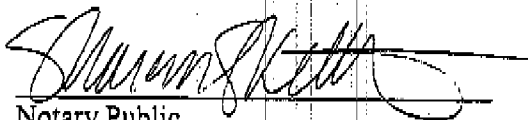
Date: March 12, 2004

STATE OF NY)

: ss.:

COUNTY OF NY)

On the 12th day of March, 2004, before me personally came Assignor's representative, to me known, who being by me duly sworn, did depose and say that he holds the office of Vice President of the Assignor described in and which executed the foregoing instrument, and that he was duly authorized to execute this Assignment on behalf of said company.


Notary Public

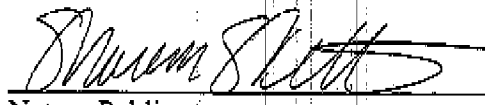
SHARON SKETTINI
Notary Public, State of New York
No. 01SK6079432
Qualified in New York County
Commission Expires August 26, 2006

STATE OF NY)

: ss.:

COUNTY OF NY)

On the 12th day of March, 2004, before me personally came Assignee's representative, to me known, who being by me duly sworn, did depose and say that he holds the office of Vice President of the Assignee described in and which executed the foregoing instrument, and that he was duly authorized to execute this Assignment on behalf of said company.


Notary Public

SHARON SKETTINI
Notary Public, State of New York
No. 01SK6079432
Qualified in New York County
Commission Expires August 26, 2006

Assignment of Trademarks: CIPCO S.C., Inc.

SCHEDULE OF TRADEMARKS**United States**

Country	Mark	Applicant/ Registrant	Appln. No.	Filing Date	Reg. No.	Reg. Date	Status
United States	CONE	CIPCO S.C., Inc.	75/633,739	12/6/1999	2,306,233	1/4/2000	Sections 8&15 Declaration due Jan. 4, 2006
United States	CONE & PINE CONE DESIGN	CIPCO S.C., Inc.	75/319,535	2/19/1969	879,564	10/28/1969	Renewal due Oct. 28, 2009
United States	DEEPDOWN	CIPCO S.C., Inc.	75/334,872	8/4/1997	2,485,501	9/4/2001	Renewal Sep. 4, 2011
United States	CONE & Globe Design	CIPCO S.C., Inc.	75/447,977	3/10/1998	2,228,702	3/2/1999	Sections 8&15 Declaration due by March 2, 2005
United States	LOGGER	CIPCO S.C., Inc.	74/736,031	9/29/95	2,231,285	3/16/1999	Sections 8&15 Declaration due by March 16, 2005
United States	TIMBERJACK	CIPCO S.C., Inc.	74/736,032	9/29/1995	2,073,172	6/24/1997	Sections 8&15 Declaration due by June 24, 2003 (appears that it will be cancelled in due course)
United States	XX	CIPCO S.C., Inc.	75/123,269	6/1/96	2,209,454	12/8/1998	Sections 8&15 Declaration due by December 8, 2004
United States	XXX	CIPCO S.C., Inc.	75/123,270	6/1/96	2,211,475	12/15/1998	Sections 8&15 Declaration due by December 15, 2004
United States	DURATHON	CIPCO S.C., Inc.	73/410,786	1/24/83	1,264,322	1/17/1984	Renewal due NO LATER than 7/17/04 (including grace period)
United States	KINGCORD	CIPCO S.C., Inc.	73/355,501	1/12/82	1,251,175	09/13/1983	Renewal due NO LATER than 3/13/04 (including grace period)
United States	POLYSPORT	CIPCO S.C., Inc.	72/272,885	6/2/67	839,642	11/28/1967	Renewed
United States	DAVID & DASH	CIPCO S.C., Inc.	75/216,602	12/20/96	2,119,862	12/09/1997	Section 8 Affidavit due NO LATER than 6/9/04 (including grace period)
United States	TIDEWALE	CIPCO S.C., Inc.	73/410,788	1/24/83	1,277,050	05/08/1984	Renewal due NO LATER than 11/8/04 (including grace period)

Foreign

Country	Mark	Applicant/ Registrant	Appln. No.	Filing Date	Reg. No.	Reg. Date	Status
Ecuador	DEEPDOWN	CIPCO S.C., Inc.	86,201	3/18/1998			Pending
France	PROFORMAX	CIPCO S.C., Inc.	96642905	9/24/1996	96642905	9/24/1996	Renewal due Sept. 23, 2006
Germany	PROFORMAX	CIPCO S.C., Inc.	39641011.1	9/19/1996	396 41 011.1	12/2/1996	Renewal due Sept. 19, 2006
Hong Kong	PROFORMAX	CIPCO S.C., Inc.	12186/96	9/27/1996	7580/97	7/28/1997	Renewal due March 29, 2003
Japan	PROFORMAX	CIPCO S.C., Inc.	8-106944	9/20/1996	4119037	2/27/1998	Renewal due Feb. 27, 2008
Malaysia	PROFORMAX	CIPCO S.C., Inc.	96/12492	10/14/1996			Pending
Singapore	PROFORMAX	CIPCO S.C., Inc.	10026/96	9/18/1996	10026/96	3/29/1996	Renewal due March 29, 2006
United Kingdom	PROFORMAX	CIPCO S.C., Inc.	2110271	9/16/1996	2110271	6/20/1997	Renewal due Sept. 16, 2006
PRC	CONE & PINE CONE DESIGN	CIPCO S.C., Inc.			747974/ 737927		