

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	NUNC PRO TUNC ASSIGNMENT
EFFECTIVE DATE:	04/07/2004

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Soutwest Recreational Industries Inc.		04/07/2004	CORPORATION: TEXAS

RECEIVING PARTY DATA

Name:	Textile Management Associates, Inc.
Street Address:	1906 South Hamilton Street
City:	Dalton
State/Country:	GEORGIA
Postal Code:	30720
Entity Type:	CORPORATION: GEORGIA

PROPERTY NUMBERS Total: 39

Property Type	Number	Word Mark
Registration Number:	1933320	ASTROGRASS
Registration Number:	2538353	ASTROLAWN
Registration Number:	2369221	ASTROPLAY
Registration Number:	2697249	ASTROPLAY LSR YARN
Registration Number:	0864757	ASTROTURF
Registration Number:	1930544	ASTROTURF
Registration Number:	1471504	ASTROTURF
Registration Number:	1560910	ASTROTURF
Registration Number:	1871419	ASTROTURF XL
Registration Number:	1646033	E-LAYER
Registration Number:	2674503	MAGIC CARPET
Registration Number:	2692454	NO MOW, NO GROW, NO H2O!

CH \$990.00 1933320

Registration Number:	2624630	OUR GRASS IS ALWAYS GREENER
Registration Number:	1823826	PERMA-KNIT
Registration Number:	2556754	PERMATUFT
Registration Number:	2539897	ROOT ZONE
Registration Number:	1897205	STADIA TURF
Registration Number:	2605617	THATCH ZONE
Registration Number:	2712860	THE WATERLESS LAWN
Registration Number:	1989448	THERE IS NO EQUAL
Registration Number:	1873956	FIELDHOUSE
Registration Number:	2723075	FRINGETURF
Registration Number:	2696295	TALLTURF
Registration Number:	2769328	ULTRAMAT
Registration Number:	1932868	EUROTAN
Registration Number:	1737871	URE-FLEX
Registration Number:	2558853	ASTROCOURT
Registration Number:	2139092	ASTROPLAN
Registration Number:	1629263	POLYNIT
Registration Number:	1877701	POLYPRO XL
Registration Number:	1996364	POLYPRO
Registration Number:	1867207	SW
Serial Number:	76350473	ASTROHOPPER
Serial Number:	76452356	ASTRONEWS
Serial Number:	76467143	ASTROTURF UV SHIELD ULTRAVIOLET RESISTANT FORMULA
Serial Number:	78291997	SRI TURFGRASS
Serial Number:	76175743	WHAT THE WORLD PLAYS ON
Serial Number:	76460359	SPORTS FACILITIES TODAY
Registration Number:	1471505	ASTROTURF

CORRESPONDENCE DATA

Fax Number: (423)785-8480

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

Phone: 423-785-8295

Email: pliner@millermartin.com

Correspondent Name: Patricia P. Liner

Address Line 1: Suite 1000 Volunteer Building

Address Line 2: 832 Georgia Avenue

Address Line 4: Chattanooga, TENNESSEE 33402

NAME OF SUBMITTER:

Patricia P. Liner

Signature:

/Patricia P.Liner/

Date:

01/07/2005

Total Attachments: 5

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ASSIGNMENT OF TRADEMARKS/SERVICEMARKS NUNC PRO TUNC

THIS ASSIGNMENT OF TRADEMARKS ("Assignment") is made as of April 7, 2004, by and between SOUTHWEST RECREATIONAL INDUSTRIES, INC., a Texas corporation, ("Assignor"), on the one hand, and TEXTILE MANAGEMENT ASSOCIATES, INC., a Georgia corporation ("Assignee"), on the other hand.

WHEREAS, Assignor and Assignee have entered into a certain Asset Purchase Agreement dated April 7, 2004, as amended (the "Purchase Agreement"), pursuant to which Assignee is to acquire certain intellectual property assets and associated goodwill of Assignor as described in the Purchase Agreement;

WHEREAS, Assignor is the owner of certain Trademarks and Trademark Applications for registration (foreign and domestic) (as set forth in Schedule A) and the good will of the business in connection with which the Trademarks are used as intended to be used and which is associated with and symbolized by the Trademarks which it desires to assign to Assignee; and

WHEREAS, Assignee desires to accept such assignment of Trademarks and Trademark Applications.

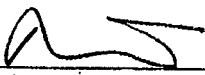
NOW, THEREFORE, in consideration of one dollar (\$1.00) and other good and valuable consideration, including said Purchase Agreement, the receipt and sufficiency of which are hereby acknowledged:

1. Assignment. Assignor hereby assigns, transfers and conveys to Assignee, its successors, assigns and legal representatives, all of Assignor's right, title and interest in and to the Trademarks and Trademark Applications listed on Schedule A, and the goodwill of the business symbolized thereby.
2. Governing Law. This Assignment shall be governed by and construed in accordance with the laws of the United States of America and of the State of Georgia.
3. Purchase Agreement. Nothing contained in this Assignment shall be deemed to supersede, enlarge or modify any of the obligations, agreements, covenants or warranties of Assignor or Assignee contained in the Purchase Agreement, all of which survive the execution and delivery of this Assignment as provided in the Purchase Agreement. In the event of any conflict or inconsistency between the terms of the Purchase Agreement and the terms hereof, the terms of the Purchase Agreement shall govern and control.
4. Successors and Assigns. This Assignment shall inure to the benefit of and be binding on the successors and assigns of both parties.

Execution Copy

Executed this ___ day of April, 2004.


SOUTHWEST RECREATIONAL INDUSTRIES, INC.

By: 
Name: Thomas S. Paccioretti
Title: Chief Restructuring Officer

STATE OF TEXAS
COUNTY OF WILLIAMSON

On this 7th day of April, 2004, before me, a Notary Public in and for the State and County aforesaid, personally appeared Thomas S. Paccioretti, known by me to be the person above named and an officer of Southwest Recreational Industries, Inc., duly authorized to execute this Assignment of Trademarks/Serviceemarks on behalf of Southwest Recreational Industries, Inc., who signed and executed the foregoing instrument on behalf of Southwest Recreational Industries, Inc.

Notary Public My Commission Expires:


11-30-06 STEFANI FOREMAN



Execution Copy

Schedule A

Trademarks and Trademark Applications

ATL01/11630661v2

TRADEMARK
REEL: 003004 FRAME: 0905

TURF

Trademarks

In-Licenses

Reg. or App. #	Trademark	Product	In-Licenses
1,933,320	ASTROGRASS	Turf	
76/350,473	ASTROHOPPER	Not Used	
2,538,353	ASTROLAWN	Residential Turf	
76/452,356	ASTRONEWS	Turf Newsletter	
2,369,221	ASTROPLAY	Tufted Turf	
2,697,249	ASTROPLAY LSR YARN	Tufted Turf	FIFA Recommended
n/a	ASTRO SOCCERTURF	Not Used	
530,657	ASTROTURF	Knitted Turf	
864,757	ASTROTURF	Knitted Turf	
1,003,322	ASTROTURF	Knitted Turf	
1,471,505	ASTROTURF	Knitted Turf	
1,930,544	ASTROTURF	Knitted Turf	
1,471,504	ASTROTURF (Stylized)	Knitted Turf	
1,471,506	ASTROTURF (Stylized)	Knitted Turf	
1,560,910	ASTROTURF (Stylized)	Knitted Turf	
76/467,143	ASTROTURF UV (Stylized)	Knitted Turf	
1,871,419	ASTROTURF XL	Knitted Turf	
1,646,033	E-LAYER	Turf Pad	
2,841,906	GRASS ZONE	Turf	
2,674,503	MAGIC CARPET	Convertible Turf	
2,551,120	NEXTURF	Combo Turf	
2,692,454	NO MOW, NO GROW, NO H2O!	Turf	
2,624,630	OUR GRASS IS ALWAYS GREENER	Turf	
1,823,826	PERMA-KNIT	Turf Add-on	
2,556,754	PERMATUFT	Turf Add-on	
76,372,059	PLAY IN THE SAFETY ZONE	Turf	
2,539,897	ROOT ZONE	Turf Add-on	
78/291,997	SRI TURFGRASS	Turf Add-on	
1,897,205	STADIA TURF	Turf	
2,605,617	THATCH ZONE	Knitted Turf	
2,712,860	THE WATERLESS LAWN	Turf	
1,989,448	THERE IS NO EQUAL	Residential Turf	
76/175,743	WHAT THE WORLD PLAYS ON	Turf	
n/a	HELP MAKE THE WORLD A SAFER PLACE TO PLAY	Turf	
7,825,858	FIELDHOUSE	Turf	
1,873,956	FIELDHOUSE (Stylized)	Golf Surface	
2,723,075	FRINGETURF	Golf Surface	
2,696,295	TALLTURF	Putting Greens	
2,769,328	ULTRAMAT	Golf Surface	

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Track

Trademarks		In-Licenses
Reg. or App. #	Trademark	Product
1,932,868	EUROTAN	Track
78/188,391	GRANUTAN	Not Used
1,737,871	URE-FLEX	Paint for Track
n/a	INVITATIONAL	Track
n/a	RELAY	Track
n/a	STARTER	Track

Tennis

Trademarks		In-Licenses
Reg. or App. #	Trademark	Product
2,558,853	ASTROCOURT	Turf Tennis Court
1,389,784	SLIPSHET	Cold Weather Surface
n/a	TPS	Tennis Surfaces

General

Trademarks		In-Licenses
Reg. or App. #	Trademark	Product
2,139,092	ASTROPLAN	Not in Use
2,593,105	PEXLON	Fiber
1,629,263	POLYNT	Not in Use
1,877,701	POLYPRO XL	Not in Use
1,996,364	POLYPRO	Not in Use
n/a	SRI SPORTS	General Use
1,867,207	SW	General Use
n/a	THE NAME UNDER YOUR GAME	General Use
n/a	LEADING THE WAY AT EVERY STAGE OF THE GAME	General Use
n/a	A CHAMPION ON THE MOVE	General Use
n/a	YOU WON'T BELIEVE YOUR TOES	General Use
76/460,359	SPORTS FACILITIES TODAY	General Use Magazine

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