

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2004

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
The Peds Company		12/29/2004	CORPORATION: VIRGINIA

RECEIVING PARTY DATA

Name:	Neuville Industries, Inc.
Street Address:	9451 Neuville Avenue
City:	Hildenbran
State/Country:	NORTH CAROLINA
Postal Code:	28637
Entity Type:	CORPORATION: NORTH CAROLINA

PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Registration Number:	857956	PEDIKINS
Registration Number:	950845	PEDIKINS
Registration Number:	934511	PEDS
Registration Number:	2179123	PEDS
Registration Number:	2312529	PEDS
Registration Number:	793406	PEDS
Registration Number:	1336858	PEDS TREDS
Serial Number:	76446501	LOW PROFILE BY PEDS
Serial Number:	78418747	MEDIPEDS
Serial Number:	78418752	MEDIPEDS
Serial Number:	78549765	PEDS ON THE MOVE
Serial Number:	78418753	THERAPEDS

CH \$315.00 857956

CORRESPONDENCE DATA

Fax Number: (804)344-7999
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 804-788-8772
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

NAME OF SUBMITTER:	John Gary Maynard
Signature:	/John Gary Maynard, III/
Date:	03/24/2005

Total Attachments: 10

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**COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION**

AT RICHMOND, DECEMBER 30, 2004

The State Corporation Commission finds the accompanying articles submitted on behalf of
NEUVILLE INDUSTRIES, INC. (A NC CORP NOT QUALIFIED IN VA)

comply with the requirements of law and confirms payment of all required fees. Therefore, it is
ORDERED that this

CERTIFICATE OF MERGER

be issued and admitted to record with the articles of merger in the Office of the Clerk of the
Commission, effective December 31, 2004, at 11:59 AM. Each of the following:

THE PEDS COMPANY
ELLIS HOSIERY MILLS, INCORPORATED (A NC CORP NOT
QUALIFIED IN VA)

is merged into NEUVILLE INDUSTRIES, INC. (A NC CORP NOT QUALIFIED IN VA), which
continues to exist under the laws of NORTH CAROLINA with the name NEUVILLE
INDUSTRIES, INC. (A NC CORP NOT QUALIFIED IN VA), and the separate existence of each
non-surviving entity ceases.

STATE CORPORATION COMMISSION

By 
Commissioner

MERGACPT
CIS0352
04-12-30-0558



NORTH CAROLINA

Department of The Secretary of State

To all whom these presents shall come, Greetings:

I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF MERGER

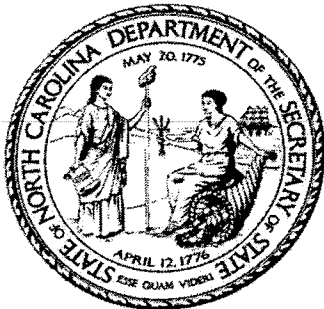
OF

ELLIS HOSIERY MILLS, INCORPORATED

INTO

NEUVILLE INDUSTRIES, INC.

the original of which was filed in this office on the 30th day of December, 2004.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 30th day of December, 2004

Elaine F. Marshall

Secretary of State

Document Id: C20043650056
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REEL: 003052 FRAME: 0559

State of North Carolina
Department of the Secretary of State

ARTICLES OF MERGER

MERGING

THE PEDS COMPANY
(a Virginia corporation), AND

ELLIS HOSIERY MILLS, INCORPORATED
(a North Carolina corporation)

WITH AND INTO

NEUVILLE INDUSTRIES, INC.
(a North Carolina corporation)

1. Pursuant to Section 55-11-04, 55-11-05 and 55-11-07 of the General Statutes of North Carolina, Neuville Industries, Inc. (the "Surviving Corporation"), a corporation organized under the laws of the State of North Carolina, does hereby submit these Articles of Merger for the purpose of merging The Peds Company, a corporation organized under the laws of the Commonwealth of Virginia and Ellis Hosiery Mills, Incorporated, a corporation organized under the laws of the State of North Carolina (collectively, the "Merged Corporations") with and into the Surviving Corporation:
2. Attached is a copy of the Plan of Merger that was duly approved in the manner prescribed by law by each of the corporations participating in the merger.
3. The attached Plan of Merger was duly approved by the board of directors of the Surviving Corporation and each of the Merged Corporations in the manner prescribed by law. The attached Plan of Merger was duly approved by the written consent of the sole shareholder of the Surviving Corporation and each of the Merged Corporations in the manner prescribed by law.

This is the 29th day of December, 2004.

THE PEDS COMPANY
a Virginia corporation

By: *Peter L. Hallebush*
Name: Peter L. Hallebush
Title: Secretary/Treasurer

ELLIS HOSIERY MILLS, INCORPORATED
a North Carolina corporation

By: *Peter L. Hallebush*
Name: Peter L. Hallebush
Title: Secretary/Treasurer

NEUVILLE INDUSTRIES, INC.
a North Carolina corporation

By: _____
Name:
Title:

This is the 29th day of December, 2004.

THE PEDS COMPANY
a Virginia corporation

By: _____
Name:
Title:

ELLIS HOSIERY MILLS, INCORPORATED
a North Carolina corporation

By: _____
Name:
Title:

NEUVILLE INDUSTRIES, INC.
a North Carolina corporation

By: Kathy R. Willis
Name: Kathy R. Willis
Title: CFO

PLAN OF MERGER AND LIQUIDATION

among

THE PEDS COMPANY
(a Virginia corporation),

ELLIS HOSIERY MILLS, INCORPORATED
(a North Carolina corporation)

AND

NEUVILLE INDUSTRIES, INC.
(a North Carolina corporation)

THIS PLAN OF MERGER AND LIQUIDATION (the "Plan") is made and entered into as of this 29th day of December, 2004 by and among The Peds Company, a Virginia corporation, and Ellis Hosiery Mills, Incorporated, a North Carolina corporation (the "Merged Corporations") and Neuville Industries, Inc., a North Carolina corporation (the "Surviving Corporation").

The Board of Directors of each of the Merged Corporations and the Surviving Corporation have approved the merger of the Merged Corporations with and into the Surviving Corporation upon the terms and conditions set forth herein.

The sole shareholder of each of the Merged Corporations and the Surviving Corporation have approved the merger of the Merged Corporations with and into the Surviving Corporation upon the terms and conditions set forth herein.

NOW, THEREFORE, the Merged Corporations and the Surviving Corporation agree as follows:

1. Merger. At the Effective Time (as defined below), the Merged Corporations shall be merged with and into the Surviving Corporation (the "Merger") in accordance with the provisions of Article 12 of the Virginia Stock Corporation Act and Article 11 of the North Carolina Business Corporation Act; the surviving corporation of the merger shall be, and continue in existence as, the Surviving Corporation; and the separate corporate existence of each of the Merged Corporations shall cease.

2. Effective Time. The effective time and date of the Merger shall be 11:59 p.m. on December 31, 2004 (the "Effective Time").

3. Effect of Merger on Outstanding Shares; Exchange of Shares. At the Effective Time, all shares of the capital stock of each of the Merged Corporations issued and outstanding

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on the part of the holder thereof, shall be cancelled. All outstanding shares of the Surviving Corporation's capital stock will remain outstanding and unchanged.

4. Articles of Incorporation and Bylaws. The Articles of Incorporation and Bylaws of the Surviving Corporation in effect at the Effective Time shall continue (until amended or repealed as provided by applicable law) to be the Articles of Incorporation and Bylaws of the Surviving Corporation after the Effective Time.

5. Further Assurances. If at any time the Surviving Corporation shall consider or be advised that any further assignments, conveyances or assurances in law or in equity are necessary or desirable to vest, perfect or confirm in the Surviving Corporation the title to any property or rights of the Merged Corporations, or otherwise carry out the provisions hereof, the proper officers and directors of the Merged Corporations and the Surviving Corporation as of the Effective Time, and thereafter the officers of the Surviving Corporation on behalf of the Merged Corporations, shall execute and deliver any and all proper assignments, conveyances and assurances in law or in equity, and do all things necessary or desirable to vest, perfect or confirm title to such property or rights in the Surviving Corporation and otherwise to carry out the provisions hereof.

6. Other Provisions.

State of North Carolina.

(a) The Plan shall be governed by the laws of the ~~Commonwealth of Virginia~~

(b) The parties intend that the Merger shall constitute a "complete liquidation" of each of the Merged Corporations, and the Plan shall constitute a "plan of complete liquidation" concerning each of the Merged Corporations, within the meaning of Section 332 and 337 of the Internal Revenue Code of 1986, as amended, and the regulations thereunder.

(c) The Plan may be executed in any number of counterparts and each such counterpart shall be deemed to be an original, but all of such counterparts together shall constitute one and the same plan.

[Signatures Appear on Following Page]

IN WITNESS WHEREOF, the Merged Corporations and the Surviving Corporation have caused the Plan to be executed as of the day and year first written above.

THE PEDS COMPANY
a Virginia corporation

By: Peter L. Hallebush
Name: Peter L. Hallebush
Title: Secretary / Treasurer

ELLIS HOSIERY MILLS, INCORPORATED
a North Carolina corporation

By: Peter L. Hallebush
Name: Peter L. Hallebush
Title: Secretary / Treasurer

NEUVILLE INDUSTRIES, INC.
a North Carolina corporation

By: _____
Name:
Title:

IN WITNESS WHEREOF, the Merged Corporations and the Surviving Corporation have caused the Plan to be executed as of the day and year first written above.

THE PEDS COMPANY
a Virginia corporation

By: _____
Name:
Title:

ELLIS HOSIERY MILLS, INCORPORATED
a North Carolina corporation

By: _____
Name:
Title:

NEUVILLE INDUSTRIES, INC.
a North Carolina corporation

By: Kathy R. Willis
Name: Kathy R. Willis
Title: CFO

4. The merger is permitted by the Virginia Stock Corporation Act under whose laws
The Peds Company is incorporated.

5. The Peds Company has complied with the Virginia Stock Corporation Act in
effecting the merger.

6. The articles of merger will be effective at 11:59 p.m. on December 31, 2004.