

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Renfro Corporation		10/05/2006	CORPORATION: NORTH CAROLINA

RECEIVING PARTY DATA

Name:	Wachovia Bank, National Association, as Agent
Street Address:	301 South College Street, TW-18
Internal Address:	One Wachovia Center
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28288
Entity Type:	NATIONAL BANKING ASSOCIATION:

PROPERTY NUMBERS Total: 36

Property Type	Number	Word Mark
Registration Number:	2304811	BLISTER TAMERS
Registration Number:	1142657	BONNIE DOON
Registration Number:	1116097	BONNIE DOON
Registration Number:	3030488	BONNIE DOON SINCE 1919
Registration Number:	0442634	BRIGADOON
Registration Number:	1133184	BRIGADOON
Registration Number:	2420314	COMFORT ON YOUR TOES! EXTRA COMFORT FOR OPEN-BACK SHOES
Registration Number:	1737690	FIT FIRST
Registration Number:	2428872	LIGHTSTYLE
Registration Number:	1332672	
Registration Number:	2309762	
Registration Number:	1682081	

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Registration Number:	1320195	
Registration Number:	2386028	
Registration Number:	1905694	
Registration Number:	1322777	
Registration Number:	1836861	NATURAL CHOICE
Registration Number:	1677712	RENFRO
Registration Number:	2416400	RPL TECH
Registration Number:	2402934	SMARTWEIGHTS
Registration Number:	1102207	SPORTS TUFF
Registration Number:	2846636	PRO SOFT
Registration Number:	2941150	WEDGE 1
Serial Number:	78895728	COUNTRY SOPHISTICATES
Serial Number:	78505317	FOOT ENERGY
Serial Number:	78660030	I INDESTRUCTIBLES
Serial Number:	78504531	SILKY FEET
Serial Number:	78736399	INDESTRUCTIBLES
Serial Number:	78655500	DIABETRX
Serial Number:	78460275	BARE SOLUTIONS
Serial Number:	78585758	COPPER SOLE
Serial Number:	78560042	FOOTCARE SOLUTIONS
Serial Number:	78560021	HEALTH STRIDES
Serial Number:	78473184	MOISTURE GUARD
Serial Number:	78158207	ON YOUR FEET
Registration Number:	3150327	GOAL 1

CORRESPONDENCE DATA

Fax Number: (312)701-7711
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 312-701-7237
Email: cdore@mayerbrownrowe.com
Correspondent Name: Christopher Dore
Address Line 1: 71 S. Wacker Drive
Address Line 2: Mayer Brown Rowe & Maw LLP
Address Line 4: Chicago, ILLINOIS 60606-4637

NAME OF SUBMITTER:	Christopher Dore
Signature:	/Christopher Dore/

Date:

01/23/2007

Total Attachments: 4

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SCHEDULE 5(f)(iii)

NOTICE

OF

GRANT OF SECURITY INTEREST

IN

TRADEMARKS

[United States Patent and Trademark Office]

Gentlemen:

Please be advised that pursuant to the Second Amended and Restated Security Agreement dated as of October 5, 2006 (as the same may be amended, modified, extended or restated from time to time, the "Security Agreement") by and among the Obligors thereto (each an "Obligor" and collectively, the "Obligors") and Wachovia Bank, National Association, as Agent (the "Agent") for the lenders referenced therein (the "Lenders"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Agent for the benefit of the Lenders:

TRADEMARKS

TRADEMARK	REGISTRATION NUMBER	REGISTRATION DATE
BLISTER TAMERS	2304811	December 28, 1999
BONNIE DOON	1142657	December 9, 1980
BONNIE DOON & design	1116097	April 3, 1979
BONNIE DOON SINCE 1919 (and design)	3030488	December 13, 2005
BRIGADOON (STYLIZED)	442634	May 3, 1949
BRIGADOON (STYLIZED)	1133184	April 15, 1980
COMFORT ON YOUR TOES! EXTRA COMFORT FOR OPEN-BACK SHOES	2420314	January 9, 2001
FIT FIRST	1737690	December 1, 1992
GOAL 1	3,150,327	October 3, 2006
LIGHTSTYLE	2428872	February 13, 2001
MISCELLANEOUS DESIGN (blue toed sock)	1332672	April 23, 1985
MISCELLANEOUS DESIGN (foot w/arrow)	2309762	January 18, 2000
MISCELLANEOUS DESIGN (Orange line located at toe of sock)	1682081	April 7, 1992
MISCELLANEOUS DESIGN (Orange Toe Thread Across Toe)	1320195	February 12, 1985

MISCELLANEOUS DESIGN (scrunch sock)	2386028	September 12, 2000
MISCELLANEOUS DESIGN (Sock with Blue Toe)	1905694	July 18, 1995
MISCELLANEOUS DESIGN (Sock with Highlighted Heel and Toe)	1322777	February 26, 1985
NATURAL CHOICE	1836861	May 17, 1994
PRO SOFT	2,846,636	May 25, 2004
RENFRO	1677712	March 3, 1992
RPL TECH	2416400	December 26, 2000
SMARTWEIGHTS	2402934	November 7, 2000
SPORTS TUFF	1102207	September 12, 1978
WEDGE 1	2,941,150	April 19, 2005

TRADEMARK APPLICATIONS

TRADEMARK	APPLICATION NUMBER	FILING DATE
BARE SOLUTIONS (word mark)	78/460,275	August 2, 2004
COPPER SOLE	78/585,758	March 11, 2005
COUNTRY SOPHISTICATES	78/895,728	May 30, 2006
DIABETRX	78/655,500	June 21, 2005
FOOT ENERGY	78/505,317	October 25, 2004
FOOTCARE SOLUTIONS	78/560,042	February 3, 2005
HEALTH STRIDES	78/560,021	February 3, 2005
INDESTRUCTIBLES	78/660,030	June 28, 2005
INDESTRUCTIBLES	78/736,399	October 19, 2005
MOISTURE GUARD	78/473,184	August 25, 2004
ON YOUR FEET	78/158,207	August 27, 2002
SILKY FEET	78/504,531	October 22, 2004

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The Obligors 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 Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

RENFRO CORPORATION

By: Andrew L. Kilby, Jr.
Name: Andrew L. Kilby, Jr.
Title: Senior Vice President and
Chief Financial Officer

Acknowledged and Accepted:

WACHOVIA BANK, NATIONAL ASSOCIATION,
as Agent

By: _____
Name: _____
Title: _____

The Obligors 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 Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

RENFRO CORPORATION

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

WACHOVIA BANK, NATIONAL ASSOCIATION,
as Agent

By: Maura Atwater
Name: Maura Atwater
Title: Vice President