

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Termination and Release of Trademark Security Agreement recorded at Reel/Frame 3335/482

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Back Bay Capital Funding LLC		10/20/2006	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Beaulieu Group, LLC
Street Address:	1502 Coronet Drive
City:	Dalton
State/Country:	GEORGIA
Postal Code:	30720
Entity Type:	LIMITED LIABILITY COMPANY: GEORGIA

PROPERTY NUMBERS Total: 100

Property Type	Number	Word Mark
Registration Number:	2318598	ARGONNE
Registration Number:	2392963	ARTISAN COLLECTION
Registration Number:	2911344	B BEAULIEU HOME FASHIONS
Registration Number:	2285516	BC
Registration Number:	3100777	B C
Registration Number:	2351513	BC
Registration Number:	2351512	BC
Registration Number:	2615732	BEAULIEU
Registration Number:	2716042	BEAULIEU
Registration Number:	2550703	BEAULIEU
Registration Number:	2605300	BEAULIEU
Registration Number:	2348262	BEAULIEU COMMERCIAL
Registration Number:	2499551	BOL YU

CH \$2515.00 2318598

900144590

**TRADEMARK
 REEL: 004073 FRAME: 0330**

Registration Number:	2436594	BOL YU
Registration Number:	2285533	BOLYU
Registration Number:	2285534	BOLYU
Registration Number:	2325870	BOUNTIFUL BERBERS
Registration Number:	2640671	C
Registration Number:	2759475	
Registration Number:	1609880	CALADIUM
Registration Number:	1371477	CAMBRIDGE
Registration Number:	0615157	CDP
Registration Number:	2890301	CLASSIC LUXURY
Registration Number:	2815511	COMFORTESSE
Registration Number:	2750873	CONSORT
Registration Number:	2554100	CONSORT
Registration Number:	2512286	CORONET
Registration Number:	2512297	CORONET
Registration Number:	0789112	CORONET
Registration Number:	2315908	DIATRON
Registration Number:	2285127	DURA-KID
Registration Number:	2057764	DURAWEAR + PLUS
Registration Number:	1989160	EARTHGUARD
Registration Number:	2422088	ECOPAD
Registration Number:	2467801	HOEDOWN
Registration Number:	2810718	HOLLYTEX
Registration Number:	2832859	HOLLYTEX ULTIMATE PERFORMANCE
Registration Number:	2830552	ILOC
Registration Number:	2306054	LEAN AND MEAN
Registration Number:	1481166	LITSEARCH
Registration Number:	2926366	LUXURYBAC
Registration Number:	3019916	LUXURYBAC
Registration Number:	2803466	MAGIC FRESH
Registration Number:	2922687	MAGIC FRESH THE SELF-RENEWING ODOR DESTROYING CARPET TREATMENT THAT KEEPS YOUR HOME FEELING FRESH
Registration Number:	2453179	NATURE'S HOME FROM DESIGN ALLIANCE
Registration Number:	2057387	PERMA CRIMP

Registration Number:	2872217	PERMASHIELD
Registration Number:	2778501	PERMASOFT
Registration Number:	2792454	PERMASOFT PLUS
Registration Number:	2407086	PERSUASIONS FROM CORONET
Registration Number:	2559287	PRECISION PLUS
Registration Number:	2021675	PRO FLOORING ASSOCIATION
Registration Number:	2034114	PRO FLOORING CREDIT
Registration Number:	1294616	PRO'S CHOICE
Registration Number:	3121855	PURALEX
Registration Number:	3124756	PURALEX
Registration Number:	2223932	QP4 QUALITY PERFORMANCE PEOPLE PRODUCTS PARTNERSHIPS
Registration Number:	2570698	REVIVE
Registration Number:	2292488	ROYALIST
Registration Number:	2492255	SILHOUETTES FROM DESIGN ALLIANCE
Registration Number:	2585905	STAIN RANGER
Registration Number:	2452123	STYLED FOR LIVING
Registration Number:	2329804	SURE N' EASY
Registration Number:	2329776	SURE N' EASY II
Registration Number:	1734989	SURE-LOC
Registration Number:	2493796	SURFACES
Registration Number:	2933220	WORK & LEISURE
Registration Number:	2133860	WORTHINGTON CARPET MILLS
Serial Number:	78669157	AQUA HOSPITALITY CARPETS
Serial Number:	78686568	ARTWEAVE
Serial Number:	78527652	AVALAR
Serial Number:	78823064	B
Serial Number:	76045347	B BEAULIEU HOME FASHIONS
Serial Number:	78660737	B C
Serial Number:	78776885	BEAU-TECH
Serial Number:	78395336	BLUEPRINT COLLECTION
Serial Number:	76218258	CAMBRIDGE
Serial Number:	78499523	COMFORTESSE
Serial Number:	76045362	COMMERCIAL INSITES
Serial Number:	76045344	COMMERCIAL SOLUTIONS

Serial Number:	78742357	COMPASS BY BEAULIEU OF AMERICA
Serial Number:	76256557	CONTOURS BY BEAULIEU
Serial Number:	78685344	CORONET CAREFREE CASUALS
Serial Number:	78821706	EVERCLEAN BY CORONET
Serial Number:	78215078	EVOLINK
Serial Number:	78220012	EVOLINK
Serial Number:	78547525	FIBERESSENCE BY BEAULIEU
Serial Number:	76203615	FLOOR ESSENTIALS BY BEAULIEU
Serial Number:	78561657	FLOOR ESSENTIALS BY BEAULIEU
Serial Number:	78685341	HOLLYTEX COLOR CLASSICS COLLECTION
Serial Number:	78731499	HOLLYTEX FASHION ESSENTIALS
Serial Number:	78183942	INVENTORY SHOPPER
Serial Number:	78769048	MASTERLINE
Serial Number:	78464086	NEXTERRA
Serial Number:	78502563	NEXTERRA
Serial Number:	76389024	PERMASHIELD
Serial Number:	78695323	PERMATWIST
Serial Number:	78525665	PURALEX
Serial Number:	78468483	SKYLINE COLLECTION
Serial Number:	78435626	WONDERFRESH

CORRESPONDENCE DATA

Fax Number: (214)981-3400
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 214-981-3483
Email: dclark@sidley.com
Correspondent Name: Dusan Clark, Esq.
Address Line 1: Sidley Austin LLP
Address Line 2: 717 N. Harwood St., Suite 3400
Address Line 4: Dallas, TEXAS 75201

ATTORNEY DOCKET NUMBER:	82240-31580
NAME OF SUBMITTER:	Dusan Clark
Signature:	/Dusan Clark/
Date:	10/05/2009

Total Attachments: 10

TRADEMARK
REEL: 004073 FRAME: 0333

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TERMINATION AND RELEASE
OF
TRADEMARK SECURITY AGREEMENT

TERMINATION AND RELEASE OF TRADEMARK SECURITY AGREEMENT, dated October 20, 2006 by **BACK BAY CAPITAL FUNDING LLC**, a Delaware limited liability company, in its capacity as Administrative Agent for the Lenders (as defined below) (the "Administrative Agent"), in connection with the Term Loan and Security Agreement, dated as of November 18, 2003 (the "Loan Agreement", capitalized terms used but not defined herein have the meanings assigned to them in the Loan Agreement), by and among Beaulieu Group, LLC (the "Borrower"), the financial institutions from time to time party thereto (the "Lenders") and the Administrative Agent.

WHEREAS, the Borrower and the Administrative Agent entered into a Trademark Security Agreement, dated as of November 18, 2003 (the "Trademark Agreement"), which Trademark Agreement was recorded June 21, 2006 with the United States Patent and Trademark Office at Reel 003335, Frame 0482 for the purpose of securing payment and performance of the Obligations;

WHEREAS, pursuant to the Loan Agreement and the Trademark Agreement the Borrower granted, assigned, transferred and conveyed to the Administrative Agent, by way of collateral security, all of the Trademarks and Licenses (as defined in the Trademark Agreement) as security for the Obligations;

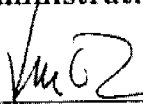
WHEREAS, as the Obligations have been paid in full, the Administrative Agent has agreed to terminate and release the Trademark Agreement and assign and transfer to the Borrower its right, title and interest in the Trademarks and Licenses as herein provided;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Administrative Agent hereby terminates and releases the Trademark Agreement and assigns and transfers to the Borrower, without representation, warranty or recourse, all of the Administrative Agent's right, title and interest in and to the Trademarks and Licenses, including, without limitation, the Trademarks and Licenses listed on Exhibit A attached hereto, effective as of the date set forth above.

This Agreement shall be governed by and construed in accordance with the laws of the Commonwealth of Massachusetts without giving effect to the conflict of laws principles thereof.

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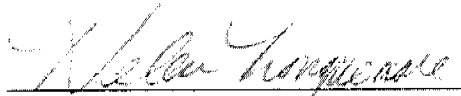
**BACK BAY CAPITAL FUNDING LLC, as
Administrative Agent**

By: 
Name: Kristan M. O'Connor
Title: Managing Director

CERTIFICATE OF ACKNOWLEDGMENT

COMMONWEALTH OF MASSACHUSETTS)
) ss.
COUNTY OF SUFFOLK)

On this 20 day of September, 2006, before me, the undersigned notary public, personally appeared Kristan M. O'Connor, proved to me through satisfactory evidence of identification, which were personally known to me, to be the person whose name is signed on the preceding or attached document, and acknowledged to me that she signed it voluntarily for its stated purpose (as Managing Director for Back Bay Capital Funding LLC, a limited liability company).


(official signature and seal of notary)

My commission expires: 1/7/2011

EXHIBIT A

See attached.

Trademarks

Trademark	Registration No.	Registration Date
ARGONNE	2318598	15-Feb-00
ARTISAN COLLECTION	2392963	10-Oct-00
B BEAULIEU HOME FASHIONS and Design	2911344	14-Dec-04
BC	2285516	12-Oct-99
BC Logo	3100777	06-June-06
BC Design	2351513	23-May-00
BC Design	2351512	23-May-00
BEAULIEU	2615732	03-Sep-02
BEAULIEU	2716042	13-May-03
BEAULIEU	2550703	19-Mar-02
BEAULIEU	2605300	06-Aug-02
BEAULIEU COMMERCIAL	2348262	09-May-00
BOL YU	2499551	23-Oct-01
BOL YU	2436594	20-Mar-01
BOLYU	2285533	12-Oct-99
BOLYU	2285534	12-Oct-99
BOUNTIFUL BERBERS	2325870	07-Mar-00
C (and Design) (for Cambridge)	2640671	22-Oct-02
C Design	2759475	02-Sep-03
CALADIUM	1609880	14-Aug-90

Trademark	Registration No.	Registration Date
CAMBRIDGE CARPETS	1371477	19-Nov-85
CDP (Stylized Letters)	615157	01-Nov-55
CLASSIC LUXURY	2890301	28-Sept-04
COMFORTESSE	2815511	17-Feb-04
CONSORT	2750873	12-Aug-03
CONSORT and Design	2554100	26-Mar-02
CORONET	2512286	27-Nov-01
CORONET (and Crown Design)	2512297	27-Nov-01
CORONET (Stylized Letters)	789112	04-May-65
DIATRON	2315908	08-Feb-00
DURA-KID	2285127	12-Oct-99
DURAWEAR + PLUS (and Design)	2057764	29-Apr-97
EARTHGUARD	1989160	23-Jul-96
ECOPAD	2422088	16-Jan-01
HOEDOWN	2467801	10-Jul-01
HOLLYTEX	2810718	03-Feb-04
HOLLYTEX ULTIMATE PERFORMANCE	2832859	13-Apr-04
ILOC	2830552	06-Apr-04
LEAN AND MEAN	2306054	04-Jan-00
LITSEARCH	1481166	15-Mar-88
LUXURYBAC	2926366	15-Feb-05

Trademark	Registration No.	Registration Date
LUXURYBAC (and Design)	3019916	29-Nov-05
MAGIC FRESH	2803466	06-Jan-04
MAGIC FRESH (and Design)	2922687	01-Feb-05
NATURE'S HOME FROM DESIGN ALLIANCE	2453179	22-May-01
PERMA CRIMP	2057387	29-Apr-97
PERMASHIELD	2872217	10-Aug-04
PERMASOFT	2778501	29-Oct-02
PERMASOFT PLUS	2792454	29-Oct-02
PERSUASIONS FROM CORONET (and Design)	2407086	21-Nov-00
PRECISION PLUS	2559287	09-Apr-02
PRO FLOORING ASSOCIATION (and Design)	2021675	10-Dec-96
PRO FLOORING CREDIT (and Design)	2034114	28-Jan-97
PRO'S CHOICE	1294616	11-Sep-84
PURALEX	3121855	25-July-06
PURALEX (Stylized)	3124756	01-Aug-06
QP4 QUALITY PERFORMANCE PEOPLE PRODUCT PARTNERSHIPS and Design	2223932	16-Feb-99
REVIVE	2570698	21-May-02
ROYALIST	2292488	16-Nov-99
SILHOUETTES FROM DESIGN ALLIANCE	2492255	25-Sep-01

Trademark	Registration No.	Registration Date
STAIN RANGER	2585905	25-Jun-02
STYLES FOR LIVING	2452123	15-May-01
SURE N' EASY	2329804	14-Mar-00
SURE N' EASY II	2329776	14-Mar-00
SURE-LOC	1734989	24-Nov-92
SURFACES	2493796	02-Oct-01
WORK & LEISURE	2933220	15-Mar-05
WORTHINGTON CARPET MILLS (and Design)	2133860	03-Feb-98

Unregistered Trademarks

None, except: Beaulieu of America

Trademark Applications

Trademark	Application No.	Filing Date
AQUA HOSPITALITY CARPETS	78669157	13-Jul-05
ARTWEAVE	78686568	01-Aug-05
AVALAR	78527652	06-Dec-04
B (Stylized)	78823064	24-Feb-06
B BEAULIEU HOME FASHIONS and Design	76045347	10-May-00

Trademark	Application No.	Filing Date
BC	78660737	29-June-05
BEAU-TECH	78776885	20-Dec-05
BLUEPRINT COLLECTION	78395336	02-Apr-04
CAMBRIDGE and Design	76218258	01-Mar-01
COMFORTESSE	78499523	14-Oct-04
COMMERCIAL INSITES	76045362	10-May-00
COMMERCIAL SOLUTIONS	76045344	10-May-00
COMPASS BY BEAULIEU OF AMERICA	78742357	28-Oct-05
CONTOURS BY BEAULIEU	76256557	14-May-01
CORONET CAREFREE CASUALS	78685344	04-Aug-05
EVERCLEAN BY CORONET	78821706	23-Feb-06
EVOLINK	78215078	14-Feb-03
EVOLINK (and Design)	78220012	28-Feb-03
FIBERESSENCE BY BEAULIEU	78547525	14-Jan-05
FLOOR ESSENTIALS BY BEAULIEU	76203615	02-Feb-01
FLOOR ESSENTIALS BY BEAULIEU	78561657	07-Feb-05

Trademark	Application No.	Filing Date
HOLLYTEX COLOR CLASSICS COLLECTION	78685341	04-Aug-05
HOLLYTEX FASHION ESSENTIALS USA	78731499	12-Oct-05
INVENTORY SHOPPER	78183942	12-Nov-02
MASTERLINE	78769048	08-Dec-05
NEXTERRA	78464086	09-Aug-04
NEXTERRA (and Design)	78502563	20-Oct-04
PERMASHIELD	76389024	01-Apr-02
PERMATWIST	78695323	18-Aug-05
PURALEX (Stylized)	78525665	02-Dec-04
SKYLINE COLLECTION	78468483	17-Aug-04
WONDERFRESH	78435626	15-June-04

Licenses

None, except:

1. License Agreement dated March 31, 2003, between the Borrower and Laura Ashley Limited.
2. License Agreement dated April 26, 2003, between the Borrower and F. Schumacher & Co.