

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
CV Industries, Inc.		12/31/2003	CORPORATION: NORTH CAROLINA

RECEIVING PARTY DATA	
Name:	Valdese Weavers, LLC
Street Address:	P.O. Box 608
City:	Hickory
State/Country:	NORTH CAROLINA
Postal Code:	28603
Entity Type:	CORPORATION: NORTH CAROLINA

PROPERTY NUMBERS Total: 1		
Property Type	Number	Word Mark
Registration Number:	2767650	R3 COLLECTION

CORRESPONDENCE DATA	
Fax Number:	(703)905-2500
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	703-905-2000
Email:	va-logocops@pillsburywinthrop.com
Correspondent Name:	Pillsbury Winthrop LLP
Address Line 1:	1600 Tysons Blvd.
Address Line 2:	P.O. Box 10500
Address Line 4:	McLean, VIRGINIA 22102

ATTORNEY DOCKET NUMBER:	12093/282281
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NAME OF SUBMITTER:	Patrick J. Jennings, Esq.
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Total Attachments: 8 source=00000027#page1.tif source=00000028#page1.tif source=00000029#page1.tif
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SOSID: 704539
Date Filed: 12/30/2003 4:55:00 PM
Elaine F. Marshall
North Carolina Secretary of State
C200336400202

State of North Carolina
Department of the Secretary of State

Limited Liability Company
ARTICLES OF ORGANIZATION

Pursuant to §57C-2-20 of the General Statutes of North Carolina, the undersigned does hereby submit these Articles of Organization for the purpose of forming a limited liability company.

1. The name of the limited liability company is: Valdese Weavers, LLC
2. If the limited liability company is to dissolve by a specific date, the latest date on which the limited liability company is to dissolve: *(If no date for dissolution is specified, there shall be no limit on the duration of the limited liability company.)* _____

3. The name and address of each person executing these articles of organization is as follows: *(State whether each person is executing these articles of organization in the capacity of a member, organizer or both).*

Charles D. Dixon, Organizer
P.O. Box 218
Hickory, NC 28603

4. The street address and county of the initial registered office of the limited liability company is:
Number and Street 401 11th Street NW
City, State, Zip Code Hickory, NC 28601 County Catawba
5. The mailing address *if different from the street address* of the initial registered office is:
PO Box 608, Hickory, NC 28603-0608
6. The name of the initial registered agent is: Richard L. Reese
7. Principal office information: *(Select either a or b.)*

- a. The limited liability company has a principal office.

The street address and county of the principal office of the limited liability company is:

Number and Street 401 11th Street NW
City, State, Zip Code Hickory, NC 28601 County Catawba

The mailing address, *if different from the street address*, of the principal office of the corporation is: PO Box 608, Hickory, NC 28603-0608

- b. The limited liability company does not have a principal office.

8. Check one of the following:

XX (i) **Member-managed LLC**: all members by virtue of their status as members shall be managers of this limited liability company.

_____ (ii) **Manager-managed LLC**: except as provided by N.C.G.S. Section 57C-3-20(a), the members of this limited liability company shall not be managers by virtue of their status as members.

9. Any other provisions, which the limited liability company elects to include, are attached.

10. These articles will be effective upon filing, unless a date and/or time is specified:

This is the 26th day of December 2003.

VALDESE WEAVERS, LLC

Charles D. Dixon
Signature

Charles D. Dixon, Organizer
Type or Print Name and Title

NOTES:

1. Filing fee is \$125. This document must be filed with the Secretary of State.

CORPORATIONS DIVISION
(Revised January 2002)
#229080

P.O. Box 29622

RALEIGH, NC 27626-0622
(Form L-01)

NORTH CAROLINA)
)
CATAWBA COUNTY)

BILL OF SALE

THIS BILL OF SALE, made this 31st day of December, 2003, by CV INDUSTRIES, INC., a North Carolina corporation, party of the first part, to VALDESE WEAVERS, LLC, a North Carolina limited liability company, party of the second part;

WITNESSETH:

That said party of the first part, for and in consideration of the sum of TEN DOLLARS AND OTHER VALUABLE CONSIDERATION, to it in hand paid, the receipt of which is hereby acknowledged, has bargained and sold and by these presents does bargain, sell and convey unto the said party of the second part, its successors and assigns, all of the assets and liabilities of Valdese Weavers, Inc. which are more particularly described as follows:

See Schedule "A" hereto attached

The foregoing property is being sold "as is", "where is".

TO HAVE AND TO HOLD the foregoing property to the said party of the second part, its successors and assigns in fee simple.

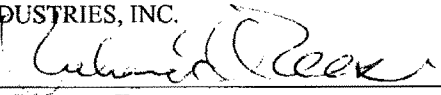
The party of the first part warrants that it is the owner of the foregoing property, in fee simple, that it has the right to convey the same, and that the same is clear from all claims, liens or other defects in title other than as shown on Schedule "A" hereto attached.

By accepting this bill of sale, the party of the second part assumes and agrees to pay the liabilities as shown on Schedule "A" hereto attached.

IN TESTIMONY WHEREOF said party of the first part has caused this instrument to be executed as of the day and year first above written.

CV INDUSTRIES, INC.

By: _____


Secretary-Treasurer

STATE OF NORTH CAROLINA

COUNTY OF CATAWBA

I, Jane Cole Brown, a Notary Public for said County and State, certify that Richard L. Reese personally came before me this day and acknowledged that he is Secretary-Treasurer of CV Industries, Inc., a corporation, and that he, as Secretary-Treasurer, executed the foregoing Bill of Sale on behalf of the corporation.

Witness my hand and official seal, as of the 31st day of December, 2003.

Jane Cole Brown
Notary Public
My Commission Expires: July 13, 2007

EXHIBIT "A"

Assets and Liabilities:

Company code 0500 Business area ****

Amounts in USD

C F	Comp Bus. code area	Texts	Reporting period (01.2003-16.2003)	Comparison period (01.2003-16.2003)	Absolute difference	Rel dif
0500	1030000	Petty Cash	450.00	450.00	0.00	
0500	1010000	Cash Deposits CVI	450.00	450.00	0.00	
0500	1010001	Cash-AP Sweep Account	55,310,044.35	55,310,044.35	0.00	
0500	1011079	Cash - Main Account	6,210,747.71	6,210,747.71	0.00	
0500	1015000	Cash - Plant Payroll Account	36,741,099.21	36,741,099.21	0.00	
0500	1016000	Cash Salary Payroll	7,954,405.82	7,954,405.82	0.00	
			5,398,793.07	5,398,793.07	0.00	
			995,001.46	995,001.46	0.00	
0500	1100000	A/R Receivable-Customers	994,551.46	994,551.46	0.00	
0500	1150000	Allowance for Bad Debts	11,184,275.95	11,184,275.95	0.00	
0500	1111001	Accrued Accounts Receivable	60,000.00	60,000.00	0.00	
0500	1710000	Advance Customer Payments - Downpayment	104,920.05	104,920.05	0.00	
0500	1810500	Advances	15,239.74	15,239.74	0.00	
			1,450.00	1,450.00	0.00	
			118,709.79	118,709.79	0.00	
0500	1820030	I/C Century Furniture / Valdese Weavers	11,005,566.16	11,005,566.16	0.00	
0500	1820270	I/C CV / Valdese Weavers	22,197,259.61	22,197,259.61	0.00	
0500	1220000	Inventories-Yarn	5,900,720.00	5,900,720.00	0.00	
0500	1220001	Inventories-Dyes/Chemicals	16,296,539.61	16,296,539.61	0.00	
0500	1200011	Sales Order Inventory Stock	953,765.92	953,765.92	0.00	
0500	1210500	Work In Process-Fabric	193,069.08	193,069.08	0.00	
0500	1210000	Inventories-Semi-Finished	1,146,835.00	1,146,835.00	0.00	
0500	1200000	Inventories-Finished Goods	717,077.14	717,077.14	0.00	
0500	1290000	Finished Goods Inventory Clearing 561 O	12,352.75	12,352.75	0.00	
			379,359.31	379,359.31	0.00	
0500	1210000	Inventories-Semi-Finished	1,108,789.20	1,108,789.20	0.00	
0500	1200000	Inventories-Finished Goods	3,376,728.16	3,376,728.16	0.00	
0500	1230000	Inventories-Supply	169,627.51	169,627.51	0.00	
0500	1200751	Inventory Reserve for Physical Inventor	168,771.47	168,771.47	0.00	
0500	1300000	Prepaid Expenses-General	466,718.69	466,718.69	0.00	
0500	1400100	CSV-Life Insurance-BEM	466,718.69	466,718.69	0.00	
0500	1540010	Computer Hardware	286,961.66	286,961.66	0.00	
0500	1540020	Computer Software	286,961.66	286,961.66	0.00	
0500	1610001	Deposits on Machinery / CIP	5,980,880.86	5,980,880.86	0.00	
0500	1610002	Land	101,619.85	101,619.85	0.00	
0500	1620001	Building & Improvements	101,619.85	101,619.85	0.00	
0500	1630001	Machinery & Equipment	32,390,055.02	32,390,055.02	0.00	
0500	1640001	Trucks & Autos	630,708.23	630,708.23	0.00	
0500	1700000	Furniture & Fixtures	630,708.23	630,708.23	0.00	
			1,182,499.80	1,182,499.80	0.00	
			12,018,460.85	12,018,460.85	0.00	
			684,784.92	684,784.92	0.00	
			264,223.03	264,223.03	0.00	
			13,658,468.83	13,658,468.83	0.00	
			46,783,729.94	46,783,729.94	0.00	
			401,564.36	401,564.36	0.00	
			4,109,094.23	4,109,094.23	0.00	
			79,102,825.96	79,102,825.96	0.00	
			60,191,662.85	60,191,662.85	0.00	
			60,191,662.85	60,191,662.85	0.00	
			18,911,163.11	18,911,163.11	0.00	
			51,931,926.36	51,931,926.36	0.00	

Exhibit A

Company code 0500 Business area ****

C F	Comp:Bus. code area	Texts	Reporting period (01.2003-16.2003)	Comparison period (01.2003-16.2003)	Absolute difference	Rel dif
0500	2021000	IBM Lease Supplements	263,774.89-	263,774.89-	0.00	
0500	2010000	Accounts Payable-Trade	263,774.89-	263,774.89-	0.00	
0500	2012001	GR/IR Account	1,642,400.01-	1,642,400.01-	0.00	
0500	2055000	Accruals	64,701.46-	64,701.46-	0.00	
0500	2056100	Accrued Bonus	1,707,101.47-	1,707,101.47-	0.00	
0500	2200000	Accrued Commissions	787,123.65-	787,123.65-	0.00	
0500	2200100	Accrued Royalties	307,722.28-	307,722.28-	0.00	
0500	2320000	NC Use Tax Payable	216,790.87-	216,790.87-	0.00	
0500	2320500	NC Use Tax Payable - Manual Post	31,905.14-	31,905.14-	0.00	
0500	2350000	Escheats Payable	7.00-	7.00-	0.00	
0500	2105000	401K - Employee Deduction	37,548.60-	37,548.60-	0.00	
0500	2105005	401K Loan Repayments	7,215.12-	7,215.12-	0.00	
0500	2620000	Def Comp Contracts	1,388,312.66-	1,388,312.66-	0.00	
0500	2640000	Deferred Compensation Contracts	4,190.20-	4,190.20-	0.00	
0500	2650000	Shadow Equity Liability	4,79.56-	4,79.56-	0.00	
0500	2910000	Capital Stock-Common	3,363,458.78-	3,363,458.78-	0.00	
0500	2940000	Earned Surplus	976,378.00-	976,378.00-	0.00	
0500	2940000	Earned Surplus	265,700.00-	265,700.00-	0.00	
			633,690.93-	633,690.93-	0.00	
			1,875,768.93-	1,875,768.93-	0.00	
			1,875,768.93-	1,875,768.93-	0.00	
			100,000.00-	100,000.00-	0.00	
			100,000.00-	100,000.00-	0.00	
			46,698,934.92-	46,698,934.92-	0.00	
			5,667.04	5,667.04	0.00	
			46,693,267.88-	46,693,267.88-	0.00	
			100,569.23	100,569.23	0.00	
			100,569.23	100,569.23	0.00	
			46,692,698.65-	46,692,698.65-	0.00	
			51,931,926.36-	51,931,926.36-	0.00	



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 ORGANIZATION

OF

VALDESE WEAVERS, LLC

the original of which was filed in this office on the 30th day of December, 2003.



IN WITNESS WHEREOF, I have hereunto
set my hand and affixed my official seal at the
City of Raleigh, this 30th day of December, 2003

Elaine F. Marshall

Secretary of State

Document Id: C20033640020

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