

MRD 10-20-2003

06-01-2004

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings ⇨ ⇨ ⇨ ▼ ▼

RECORD TRA



DEPARTMENT OF COMMERCE Patent and Trademark Office

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Diamond Apparel, LP

- Individual(s) Association General Partnership Limited Partnership Corporation-State Other

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

Name: Bobby Lutz

Internal Address: Suite 3050

Street Address: 17300 Dallas Parkway

City: Dallas State: TX Zip: 75248

- Individual(s) citizenship USA Association General Partnership Limited Partnership Corporation-State Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 10/8/2003

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) 76496078 76497389

B. Trademark Registration No.(s) 2588917 2588916

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Thomas J. Spackman, Jr., Esq.

Internal Address: Suite 220

Street Address: 2602 McKinney Ave.

City: Dallas State: TX Zip: 75204

6. Total number of applications and registrations involved:

4

7. Total fee (37 CFR 3.41) \$ 115 Pd.

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Thomas J. Spackman, Jr.

Name of Person Signing

Signature

10/14/2003

Date

Total number of pages including cover sheet, attachments, and document: 4

Mail documents to be recorded with required cover sheet information to: Director of Patent & Trademarks, Box Assignments Mail Rm, D.C. 20231

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NOTICE OF SECURITY AGREEMENT

NOTICE dated as of October 8, 2003, of certain security interests in certain intellectual property as set forth in a Security Agreement made by Diamond Apparel, LP, a Texas limited partnership, having an address at 901 East Highway 82, Nocona, TX 76255, ("Debtor") and Bobby Lutz, whose address is 17300 Dallas Parkway, Suite 3050 Dallas, TX ("Lutz"), pursuant to a Loan Agreement dated October 8, 2003, between Debtor and Secured Parties (as may be modified or amended from time to time, the "Investment Agreement"). Such Security Agreement, as may be modified or amended from time to time, is referred to as the "Security Agreement" and Lutz together with his successors and assigns, are collectively referred to as "Secured Parties".

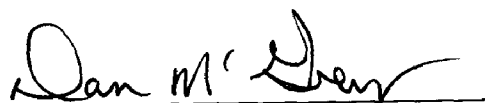
WHEREAS, Debtor is the owner of certain intellectual property collateral (the "Listed Intellectual Property Collateral") as listed in Schedules A, B and/or C hereto; and

WHEREAS, Secured Parties have agreed to make certain loans to Debtor pursuant to the Loan Agreement on the condition that the Debtor pledge and grant to Secured Parties as collateral for Liabilities (as defined in the Security Agreement) a security interest and lien in and on "IP Collateral", together with all other related claims and rights, including but not limited to associated goodwill, as more fully set forth in the Security Agreement.

NOW THEREFORE, for good and valuable consideration, as security for the due and timely payment and performance of the Liabilities, Debtor hereby pledges, grants and collaterally assigns to Secured Parties a security interest in and to all rights, title and interest in and to the aforesaid IP Collateral, including but not limited to the Listed Intellectual Property, and gives notice of such interest and the existence of the Security Agreement providing therefore.

Executed as of the first date set forth above.

Diamond Apparel, LP



Diamond Apparel GP, LLC

Its General Partner

Dan McGrew, authorized member

STATE OF Texas
COUNTY OF Dallas

Before me, the undersigned, a Notary Public in and for the state and county aforesaid, on this 8th day of October, 2003, personally appeared Dan McGrew to me known personally, and who, being first by me duly sworn, depose and say that he is the GP of Diamond Apparel GP, and that the seal affixed to the foregoing instrument is the corporate seal of said corporation, and that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and that they acknowledged said instrument to be the free act and deed of said corporation.

Karen Marie Stern
Notary Public

My commission expires:

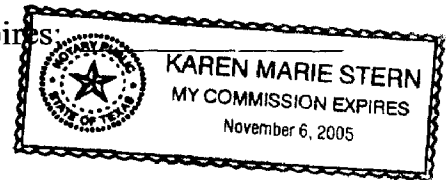


EXHIBIT "C"

to Notice of Security Agreement

TRADEMARK COLLATERAL

TRADEMARK DESCRIPTION	COUNTRY	SERIAL NO.	REG. NO.	STATUS
Diamond Cut Apparel	USA	76/496,078		March 10,2003
Diamond Cut Apparel	USA	76/497,389		March 14, 2003
Diamond Cut	USA		2,588,917	July 2, 2002
Diamond Cut	USA		2,588,916	July 2, 2002