



ATTACHMENT TO  
RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

A. <u>Trademark Application Nos.</u>	B. <u>Trademark Registration Nos.</u>
75/550,931	1,289,117
75/512,544	252,466
75/512,542	2,183,894
75/512,546	1,301,842
75/514,315	2,185,760
75/515,838	730,832
75/533,054	838,834
75/551,138	131,225
75/584,209	130,566
75/528,247	258,434
75/512,930	1,805,391
75/514,591	2,160,346
75/524,866	724,260
75/485,396	1,404,139
75/370,413	739,421
75/525,252	367,141
75/274,345	715,832
	365,456
	135,639
	2,158,763
	1,828,907
	1,823,777
	2,082,066
	1,355,441
	651,789
	2,161,820
	2,158,761
	1,619,239
	725,395
	546,897
	942,836
	1,659,008
	783,710
	903,069
	2,201,382
	2,012,731
	783,711
	1,995,695
	1,995,693
	2,051,533
	2,058,772
	2,095,691

**CONDITIONAL ASSIGNMENT OF AND  
SECURITY INTEREST IN TRADEMARK RIGHTS  
(UNITED STATES)**

THIS CONDITIONAL ASSIGNMENT OF AND SECURITY INTEREST IN TRADEMARK RIGHTS ("Conditional Assignment"), dated as of March 11, 1999 is made by Anvil Knitwear, Inc. (the "Company"), in favor of Congress Financial Corporation (the "Lender") parties to the Loan and Security Agreement dated as of March 11, 1999 (as amended, supplemented or otherwise modified from time to time, the "Credit Agreement"), among Company, Lender and certain other parties thereto.

**W I T N E S S E T H:**

WHEREAS, pursuant to the Credit Agreement, the Lender has agreed to make Loans and other extensions of credit to the Borrower upon the terms and subject to the conditions set forth therein; and

WHEREAS, in connection with the Credit Agreement, the Company has executed and delivered a Trademark Collateral Assignment and Security Agreement, dated as the date hereof (together with all amendments and other modifications, if any, from time to time thereafter made thereto, the "Security Agreement"); and

WHEREAS, as a condition precedent to the making of the Loans under the Credit Agreement, the Company is required to execute and deliver this Conditional Assignment; and

WHEREAS, the Company has duly authorized the execution, delivery and performance of the Conditional Assignment:

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, and in order to induce the Lender to make Loans and other financial accommodations to the Borrower pursuant to the Credit Agreement, the Company agrees, for the benefit of the Lender, as follows:

SECTION 1. Definitions. Unless otherwise defined herein or the context otherwise requires, terms used in this Conditional Assignment, including its preamble and recitals, have the meanings provided or provided by reference in the Credit Agreement and the Security Agreement.

SECTION 2. Conditional Assignment and Grant of Security Interest. The Company hereby pledges, and grants a continuing security interest in, and a right of setoff against, and effective upon the occurrence and during the continuance of an Event of Default assigns, transfers and conveys, the Trademarks (including, without limitation, those items listed

on Schedule A hereto), to the Lender to secure payment, performance and observance of the Obligations.

SECTION 3. Purpose. This Conditional Assignment has been executed and delivered by the Company for the purpose of recording the conditional assignment and grant of security interest herein with the United States Patent and Trademark Office. The conditional assignment and security interest granted hereby has been granted as a supplement to, and not in limitation of, the security interest granted to the Lender under the Security Agreement. The Security Agreement (and all rights and remedies of the Lenders thereunder) shall remain in full force and effect in accordance with its terms.

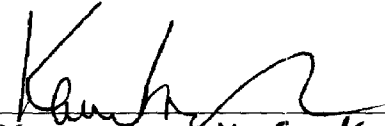
SECTION 4. Acknowledgment. The Company does hereby further acknowledge and affirm that the rights and remedies of the Lender with respect to the security interest in the Trademarks granted hereby are more fully set forth in the Credit Agreement and the Security Agreement, the terms and provision of which (including the remedies provided for therein) are incorporated by reference herein as if fully set forth herein.

SECTION 5. Counterparts. This Conditional Assignment may be executed in counterparts, each of which will be deemed an original, but all of which together constitute one and the same original.


\* \* \* \* \*

IN WITNESS WHEREOF, the parties hereto have caused this Conditional Assignment to be duly executed and delivered by their respective officers thereunto duly authorized as of the day and year first above written.

CONGRESS FINANCIAL CORPORATION

By:   
Name: Kenneth Sands  
Title: Sr. V.P.

ANVIL KNITWEAR, INC.

By:   
Name:  
Title:

STATE OF New York )  
 )  
COUNTY OF New York ) SS:

On the 17 day of March, 1999, before me personally came Kenneth Sands who is personally know to me to be the Sr. V.P. of Congress Financial Corporation, a Delaware corporation; who, being duly sworn, did depose and say that he is the Sr. V.P. of such corporation, the corporation described in and which executed the foregoing instrument; that he executed and delivered said instrument pursuant to authority given by the board of Directors of such corporation; and that he acknowledged said instrument to be the free act and deed of said corporation.

Amy Hotaling  
Notary Public

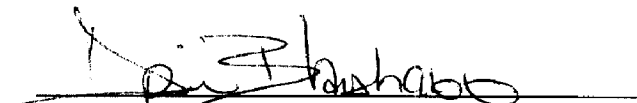
[NOTARIAL SEAL]

AMY HOTALING  
NOTARY PUBLIC, State of New York  
#4852086 Qualified in New York County  
Commission Expires June 23, 2001

STATE OF New York )  
COUNTY OF New York )<sup>ss</sup>

On the 11<sup>th</sup> day of [ March ], 1999, before me personally came

Isaac Hollander, who is personally know to me be the Vice President  
of the Orvil Knitwear, Inc., a Delaware corporation; who, being duly sworn, did  
depose and say that he is the Vice President is such corporation, the corporation  
described in an which executed the forgoing instrument; that he executed and delivered said  
instrument pursuant to authority given by the Board of Directors of such corporation; and that  
he acknowledged said instrument to be the free act and deed of said corporation.

  
Notary Public

[NOTARIAL SEAL}

**APRIL BLANSHAFT**  
Notary Public, State of New York  
No. 01BL5030907  
Qualified in Nassau County  
Commission Expires July 25, 2000

ALL MARKS FOR REGISTRANT: ANVIL KNITWEAR, INC.

*OTHER MARKS - FEDERAL*

Country Renewal	Mark Name	Orig App No	Org App Dt	Orig Reg No	Org Reg Dt	Status	Sub Status
United States 08/07/2004 GOODS:	BEACH BUM	73/365,163	05/17/1982	1,289,117	08/07/1984	Registered	

TRADEMARK

REEL: 1886 FRAME: 0088

United States GOODS:	Boys' swim trunks and shirts	BROADSTREET (Stylized)	75/550,931	09/10/1998		Filed	
-------------------------	------------------------------	---------------------------	------------	------------	--	-------	--

United States GOODS:	Shirts for women, men and children	BROADSTREET'S	75/512,544	07/02/1998		Filed	
-------------------------	------------------------------------	---------------	------------	------------	--	-------	--

United States 02/05/2009 GOODS:	Shirts for women, men and children	BROADSTREET'S and Design	271,164	08/17/1928	252,466	02/05/1929	Registered
---------------------------------------	------------------------------------	-----------------------------	---------	------------	---------	------------	------------

United States 08/25/2008 GOODS:	Men's coats and pants	CAPACHINI	75/318,395	07/02/1997	2,183,894	08/25/1998	Registered
---------------------------------------	-----------------------	-----------	------------	------------	-----------	------------	------------

United States 10/23/2004 GOODS:	Shirts	CHED	447,917	10/13/1983	1,301,842	10/23/1984	Registered
---------------------------------------	--------	------	---------	------------	-----------	------------	------------

T-Shirts and knit tops

SCHEDULE A



United States 09/01/2008 COMBINAIRE 75/318,394 07/02/1997 2,185,760 09/01/1998 Registered  
GOODS:

Shirts

United States 05/01/2002 COMPATIBLES 75/512,542 07/02/1998 Filed  
GOODS:

Shirts for women, men and children

United States 05/01/2002 COMPATIBLES 117,170 04/05/1961 730,832 05/01/1962 Registered  
GOODS:

GOODS:

Men's and young men's suits, slacks, topcoats and overcoats

United States 11/14/2007 DOLPHIN 139,371 03/08/1962 838,834 11/14/1967 Registered  
GOODS:

Men's, women's and children's raincoats

United States 07/02/1998 FASHION PARK 75/512,546 07/02/1998 Filed  
GOODS:

Shirts for women, men and children

United States 07/06/1998 FASHION PARK & Design 75/514,315 07/06/1998 Filed  
GOODS:

Shirts for women, men and children

United States 05/04/2000 FASHION PARK 118,241 05/07/1919 131,225 05/04/1920 Registered  
GOODS: and Design

Men's coats, vests, pants and overcoats

United States FASHION PARK 75/515,838 07/09/1998 Filled  
CLOTHES &  
Design  
GOODS:

Shirts for women, men and children

United States 04/27/2000 FASHION PARK 118,239 05/07/1919 130,566 04/27/1920 Registered  
CLOTHES and  
Design  
GOODS:

Men's coats, vests, pants and overcoats

United States 07/09/1999 FASHION PARK 71/272,206 09/11/1928 258,434 07/09/1929 Registered  
Stylized  
GOODS:

Men's coats and pants

United States 11/16/2003 HIGH FREQUENCY 74/801,352 07/30/1991 1,805,391 11/16/1993 Registered  
and Design  
GOODS:

Knit and woven shirts, sweat shirts, sweat pants, sweat shorts, running suits, gym shorts, boxer shorts,  
jogging suits, sweaters and swimwear

United States JAVELIN 75/533,054 08/07/1998 Filled  
GOODS:

Shirts for Women, men and children

United States 05/26/2008 LEATHERNECK 75/275, 926 04/16/1997 2,160,346 05/26/1998 Registered  
GOODS:

Shirts

United States MISCELLANEOUS 75/551,138 09/10/1998 Filed  
DESIGN (used  
with  
BROADSTREET)  
GOODS:

Shirts for women, men and children

United States 11/21/2001 PANAMA 111,583 01/10/1961 724,260 11/21/1961 Registered  
GOODS:

Men's outer garments, namely coats, suits, sport coats, jackets, top coats, overcoats, slacks, trousers and vests

United States PANAMA 75/584,209 11/06/1998 Filled  
GOODS:

Shirts for women, men and children

United States 08/05/2006 POSITIVE VIBES 73/562,789 10/11/1985 1,404,139 08/05/1986 Registered  
GOODS: Stylized

Shirts

United States 10/16/2002 PREP CLUB 135,935 01/15/1962 739,421 10/16/1962 Registered  
GOODS:

Knit outer shirts and sweaters for men, young men and boys

United States RESORTER 412,541 11/09/1938 367,141 05/09/1939 Registered  
05/09/1999  
GOODS:

Neckties

United States RESORTER 75/528,247 07/30/1998  
GOODS: Filed

Shirts for women, men and children

United States RFD 1 103,468 08/26/1960 715,832 05/23/1961 Registered  
05/23/2001  
GOODS:

Jackets, coats, slacks, shirts, vests and sweaters

United States ROUGHNECK 412,075 10/26/1938 365,456 03/07/1939 Registered  
03/07/1999  
GOODS:

Neckties

United States ROUGHNECK 75/512,930 07/02/1998  
GOODS: Filed

Shirts for women, men and children

United States SA ST. ANDREWS 127,037 01/12/1920 135,639 10/19/1920 Registered  
10/19/2000  
and Design  
GOODS:

Outer garments consisting of coats and pants

United States SADDLE CLUB 75/275,576 04/16/1997 2,158,763 05/19/1998 Registered  
05/19/2008  
GOODS:

Shirts

United States SCORE BOARD and 74/165,306 05/10/1991 1,828,907 03/29/1994 Registered  
03/29/2004 Design  
GOODS:

Men's, women's and children's clothing, namely, shorts, pants, jeans, jogging suits, shirts, sweaters, sweater shirts, jackets, coats, raincoats, skiwear, bibs, hats, caps, scarves, mufflers, earmuffs, dickies, swimwear, robes, wraps, ties, ascots, pocket squares, underwear, pajamas, nightgowns, gloves, handkerchiefs and bandanas

United States SCOREBOARD 74/158,510 04/18/1991 1,823,777 02/22/1994 Registered  
02/22/2004  
GOODS:

Hosiery, socks and stockings

United States SCOREBOARD 74/682,693 05/31/1995 2,082,066 07/22/1997 Registered  
07/22/2007  
GOODS:

Men's, women's and children's clothing, namely shirts

United States SCOREBOARD 73/411,425 01/28/1983 1,355,441 08/20/1985 Registered  
08/20/2005 Stylized  
GOODS:

Boys' wear, namely swimwear, shirts, tank tops, shorts, pants, jackets and sweaters

United States SUN TEE 72/017,977 10/22/1956 651,789 09/17/1957 Registered  
09/17/2007  
GOODS:

Sport shirts for young boys

United States SUN TEE 75/279,233 04/22/1997 2,161,820 06/02/1998 Registered  
06/02/2008  
GOODS:

Shirts for men, women and children

United States SURVIVALON 75/275,501 04/16/1997 2,158,761 05/19/1998 Registered  
GOODS: Shirts

United States VALUE T 74/006,416 11/30/1989 1,619,239 10/23/1990 Registered  
GOODS: Shirts

United States WIZARD WEAVE 111,584 01/10/1961 725,395 12/19/1961 Registered  
GOODS: Men's and boys' outer garments, namely coats, suits, sport coats, jackets, top coats, overcoats, slacks  
trousers and vests

United States WIZARD WEAVE 75/514,591 07/07/1998 Filed  
GOODS: Shirts for women, men and children

United States WONDERKNIT 71/594,239 03/18/1950 546,897 08/21/1951 Registered  
GOODS: Stylized Boys' outer shirts and polo shirts

United States ZAP and Design 72/390,351 04/26/1971 942,836 09/12/1972 Registered  
GOODS: Knit clothes, namely men's and boys' shirts and women's and girls' shirts

ALL MARKS FOR REGISTRANT: ANVIL KNIITWEAR, INC.

*PRIMARY MARKS - FEDERAL*

TRADEMARK

REEL: 1886 FRAME: 0095

Country	Mark Name	Orig App No	Org App Dt	Orig Reg No	Org Reg Dt	Status	Sub Status
Renewal							
United States	ANVIL	74/115,867	11/16/1990	1,659,008	10/01/1991	Registered	
10/01/2001							
GOODS:							
	Tank top shirts, sweat shirts and knitted dresses						
United States	ANVIL	72/190,854	04/13/1964	783,710	01/19/1965	Registered	
01/19/2005							
GOODS:							
	Men's and boys' shirts						
United States	ANVIL	360,621	05/25/1970	903,069	11/24/1970	Registered	
11/24/2000							
GOODS:							
	Men's, women's, boys', girls', and children's shirts						
United States	ANVIL	75/361,554	09/23/1997	2,201,382	11/03/1998	Registered	
11/03/2008							
GOODS:							
	Caps						
United States	ANVIL	74/640,444	02/28/1995	2,012,731	10/29/1996	Registered	
10/29/2006							
GOODS:							
	Sporting articles, namely snowboards, snowboard bindings and snowboard leashes						
United States	ANVIL	75/524,866	07/24/1998			Filed	
GOODS:							
	Pants for women, men and children						

United States ANVIL design 190,855 04/13/1964 783,711 01/19/1965 Registered  
GOODS: 01/19/2005

Men's and boys' shirts

United States COTTON DELUXE 75/000,134 10/02/1995 1,995,695 08/20/1996 Registered  
08/20/2006 and Fanciful  
GOODS: Design

Shirts

United States COTTON DELUXE 75/485,396 05/14/1998 Filed  
GOODS: CASUALS and  
Design

Shirts, vests and shorts

United States Fanciful Design 75/000,131 10/02/1995 1,995,693 08/20/1996 Registered  
08/20/2006  
GOODS:

Shirts

United States Fanciful Design 75/370,413 10/08/1997 Filed  
GOODS: (CD)

Shorts and caps

United States Miscellaneous 75/525,252 07/24/1998 Filed  
GOODS: Design (anvil)

Pants for women, men and children



United States 04/08/2007 Miscellaneous 74/713,721 08/10/1995 2,051,533 04/08/1997 Registered

GOODS: Design (Casuals)

Shirts and shorts

United States 05/06/2007 QUALITY ANVIL 75/004,392 10/11/1995 2,058,772 05/06/1997 Registered

GOODS: SNOWBOARDS and Design

Sporting articles, namely, snowboards, snowboard bindings and snowboard leashes

United States 09/09/2007 TEAK 75/274,345 04/14/1997 Filled

GOODS: Dresses, shorts and hats

United States 09/09/2007 TEAK 74/707,374 07/20/1995 2,095,691 09/09/1997 Registered

GOODS: Shirts