FORM PTO-1594 REC 05 - 04	-1999 CHEET U.S. DEPARTMENT OF COMMERC
OMB No. 0651-0011 (exp. 4/94) 1.29 99  Tab settings □□□▼	
) July Har Calai	
10102	28962 ched original documents or copy thereof.
1. Name of conveying party(ies): ANVIL KNITWEAR, INC. 225 EAST 45TH STREET NEW YORK, NEW YORK 10017	Name and address of receiving party(ies)  Name: CONGRESS FINANCIAL CORPORATION  Internal Address:
D Association	•
☐ Individual(s) ☐ Association ☐ Limited Partnership	Street Address: 1133 AVENUE OF THE AMERICAS
Corporation-State OF DELAWARE  Other	City: NEW YORK State: NY ZIP: 10036
Additional name(s) of conveying party(ies) attached?   Yes   No	☐ Individual(s) citizenship
3. Nature of conveyance:	□ Association □ General Partnership □ Limited Partnership
☐ Assignment ☐ Merger	Corporation-State OF DELAWARE
☐ Security Agreement ☐ Change of Nam	
Other CONDITIONAL ASSIGNMENT OF AND SECURITY INTEREST IN TRADEMARK RIGHTS (U.S.)	If assignee is not domiciled in the United States, a domestic represetative designati is attached:
Execution Date: MARCH 11, 1999	(Designations must be a separate document from assignment)
Execution Date	Additional name(s) & address(es) attached?   Yes   No.
Application number(s) or patent number(s):	
A. Trademark Application No.(s)	B. Trademark Registration No.(s)
SEE ATTACHED	SEE ATTACHED
Additional number	s attached? KN Yes D No
5. Name and address of party to whom correspondence concerning document should be mailed:	6. Total number of applications and registrations involved:
OTTERBOURG, STEINDLER, HOUSTON & Name: ROSEN, P.C.	·
	7. Total fee (37 CFR 3.41)\$\frac{1,490.00}{}
Internal Address: FREDERICK A. AVILA, ESQ.	*
/03/1999 DNGUYEN 00000212 75550931	⊭ Enclosed
FC:481 40.00 0P FC:482 1450.00 0P	☐ Authorized to be charged to deposit account
Street Address: 230 PARK AVENUE	8. Deposit account number:
City: NEW YORK State: NY ZIP: 10169	(Attach duplicate copy of this page if paying by deposit account)
DO NOT	USE THIS SPACE
9. Statement and signature.  To the best of my knowledge and belief, the foregoing info the original document.  //	ormation is true and correct and any attached copy is a true copy o
HELEN M. LINEHAN	uM/when +128/aa
Name of Person Signing	Signature Date
	ing cover sheet, attachments, and document:

REEL: 1886 FRAME: 0081

## ATTACHMENT TO RECORDATION FORM COVER SHEET TRADEMARKS ONLY

## A. Trademark Application Nos.

B. Trademark Registration Nos.

75/550,931 75/512,544 75/512,542 75/512,546
75/514,315
75/515,838
75/533,054
75/551,138
75/584,209
75/528,247
75/512,930
75/514,591
75/524,866
75/485,396
75/370,413
75/525,252
75/274,345

1,289,117 252,466 2,183,894 1,301,842 2,185,760 730,832 838,834 131,225 130,566 258,434 1,805,391 2,160,346 724,260 1,404,139 739,421 367,141 715,832 365,456 135,639 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

S18\CONGRESS\ANVIL\ATTACH.TRD

1.

## 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 //, 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 //, 1999 (as amended, supplemented or otherwise modified from time to time, the "Credit Agreement"), among Company, Lender and certain other parties thereto.

## $\underline{W}\underline{I}\underline{T}\underline{N}\underline{E}\underline{S}\underline{S}\underline{E}\underline{T}\underline{H}$ :

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. <u>Definitions</u>. 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. <u>Conditional Assignment and Grant of Security Interest</u>. 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

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

SECTION 3. <u>Purpose</u>. 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. <u>Acknowledgment</u>. 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. <u>Counterparts</u>. 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.

\* \* \* \* \*

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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:

Vame: Kenneth

Title: Sr. v.

ANVIL KNITWEAR, INC.

By:

Name:

Title:

STATE OF New York )

COUNTY OF New York )

On the Length Sands and of March, 1999, before me personally came who is personally know to me to be the S. v.f. of Congress Financial Corporation, a Delaware corporation; who, being duly sworn, did depose and say that he is the S. v.f. 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.

Notary Public

[NOTARIAL SEAL]

AMY HOTALING NOTARY PUBLIC, State of New York #4852056 Qualified in New York County Commission Expires June 23, 1821

S18\CONGRESS\ANVIL\NOTARY.FAA

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STATE OF New York)

COUNTY OF New York)

On the $N^{h}$ day of [ $N$	orth ], 1999, before me personally came
ECCOD Hollander who is personall	y know to me be the Vice Mcsiday +
of the any Knitwar, Ivc., a Del	corporation; who, being duly sworn, did
depose and say that he is the $\sqrt{100}$ .	is such corporation, the corporation
described in an which executed the forg	going instrument; that he executed and delivered said
instrument pursuant to authority given b	by the Board of Directors of such corporation; and that
he acknowledged said instrument to be	e 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

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	Registered	10/23/1984	1,301,842	10/13/1983	447,917	CHED	United States 10/23/2004 GOODS:
							Shirts
	Registered	08/25/1998	2,183,894	07/02/1997	75/318,395	CAPACHINI	United States 08/25/2008 GOODS:
						coats and pants	Men's co
A						and Design	GOODS:
OULE	Registered	02/05/1929	252,466	08/17/1928	271, 164	BROADSTREET'S	United States
аэнс					ldren	for women, men and children	Shirts f
os	Filed			07/02/1998	75/512,544	BROADSTREET'S	United States GOODS:
					children	for women, men and chi	Shirts f
	Filed			09/10/1998	75/550, 931	BROADSTREET (Stylized)	United States GOODS:
TR						swim trunks and shirts	Boys' sh
ADEMA	Registered	08/07/1984	1,289,117	05/17/1982	73/365,163	BEACH BUM	United States 08/07/2004 GOODS:
RK	; } ! !	!!!!!!!!!!!!!!!!!!!!!!!!!!!!!!!!!!!!!!!			1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	1 1 1	
Sub Status	Status	Org Reg Dt	Orig Reg No	Org App Dt	Orig App No	Mark Name	Country
		FELERAL	HARRES	07/18/ 11	WEAR, INC.	FOR REGISTRANT: ANVIL KNITWEAR, INC.	ALL MARKS FOR R

REEL: 1886 FRAME: 0088

T-Shirts and knit tops

United States	Shirts for	United States GOODS:	Men's, wom	United States 11/14/2007 GOODS:	Men's and	GOODS:	United States	Shirts for	United States GOODS:	Shirts	United States 09/01/2008 GOODS:
FASHION PARK & Design	for women, men and children	FASHION PARK	Men's, women's and children's	DOLPHIN	Men's and young men's suits,	stylized	COMPATIBLES	for women, men and children	COMPATIBLES		COMBINAIRE
75/514,315	ldren	75/512,546	raincoats	139, 371	slacks, topcoats and		117,170	ldren	75/512,542		75/318,394
07/06/1998		07/02/1998		03/08/1962	and overcoats		04/05/1961		07/02/1998		07/02/1997
				838,834			730,832				2,185,760
				11/14/1967			05/01/1962				09/01/1998
Filed		Filed		Registered			Registered		Filed		Registered

TRADEMARK REEL: 1886 FRAME: 0089

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Shirts for women, men and children

United States 11/16/2003 GOODS: United States 07/09/1999 GOODS: United States 04/27/2000 GOODS: GOODS: United States GOODS: 05/04/2000 United States Men's coats and pants Men's coats, vests, pants and overcoats Men's coats, vests, pants and overcoats Shirts for women, men and children FASHION PARK CLOTHES & FASHION PARK and Design HIGH FREQUENCY Stylized **FASHION PARK** Design CLOTHES and FASHION PARK Design and Design 74/801, 352 118,241 71/272, 206 118,239 75/515,838 07/30/1991 05/07/1919 09/11/1928 05/07/1919 07/09/1998 131,225 1,805,391 258,434 130,566 04/27/1920 05/04/1920 11/16/1993 07/09/1929 Registered Registered Registered Registered Filed

> TRADEMARK REEL: 1886 FRAME: 0090

GOODS:

United States

JAVELIN

75/533,054

08/07/1998

Filed

1,

jogging suits, sweaters and swimwear

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

GOODS: United States 08/05/2006 GOODS: United States 05/26/2008 United States United States GOODS: 11/21/2001 GOODS: United States GOODS: 10/16/2002 United States vests Men's outer garments, namely coats, suits, sport coats, jackets, top coats, overcoats, slacks, trousers and Shirts Shirts for women, men and children Shirts for women, men and children Shirts Stylized PANAMA LEATHERNECK PREP CLUB POSTIVE VIBES PANAMA BROADSTREET) With DESIGN (used MISCELLANEOUS 73/562,789 75/551,138 75/275,926 135,935 75/584,209 111,583 01/15/1962 09/10/1998 04/16/1997 01/10/1961 11/06/1998 10/11/1985 2,160,346 739,421 724,260 1,404,139 05/26/1998 10/16/1962 Registered 08/05/1986 11/21/1961 Registered Registered Registered Filed Filed

> TRADEMARK REEL: 1886 FRAME: 0091

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GOODS:

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

J	05/19/1908	2,158,763	04/16/1997	75/275,576	SADDLE CLUB	United States 05/19/2008
				coats and pants	consisting of	Outer garments
					and Design	GOODS:
Registered	10/19/1920	135,639	01/12/1920	127,037	SA ST. ANDREWS	United States 10/19/2000
				ildren	for women, men and children	Shirts for
Filed			07/02/1998	75/512,930	ROUGHNECK	United States GOODS:
						Neckties
Registered	03/07/1939	365,456	10/26/1938	412,075	ROUGHNECK	United States 03/07/1999 GOODS:
			ers	s, vests and sweaters	coats, slacks, shirts,	Jackets, o
Registered	05/23/1961	715,832	08/26/1960	103,468	RFD 1	United States 05/23/2001 GOODS:
				ldren	for women, men and children	Shirts fo
Filed			07/30/1998	75/528,247	RESORTER	United States GOODS:
						Neckties
Registered	05/09/1939	367, 141	11/09/1938	412,541	RESORTER	United States 05/09/1999 GOODS:

07/22/2007 02/22/2004 GOUDS 03/29/2004 United States 08/20/2005 United States United States GOODS: United States Men's, women's and children's clothing, namely shirts Hosiery, socks and stockings handkerchiefs and bandanas swimwear, robes, wraps, ties, ascots, pocket squares, underwear, pajamas, nightgowns, gloves, sweater shirts, jackets, coats, raincoats, skiwear, bibs, hats, caps, scarves, mufflers, earmuffs, dickies, Men's, women's and children's clothing, namely, shorts, pants, jeans, jogging suits, shirts, sweaters Stylized SCOREBOARD SCOREBOARD SCOREBOARD Design SCORE BOARD and 74/165, 306 74/158,510 73/411,425 74/682,693 05/10/1991 04/18/1991 01/28/1983 05/31/1995 1,823,777 1,828,907 2,082,066 1,355,441 03/29/1994 Registered 02/22/1994 Registered 08/20/1985 07/22/1997 Registered Registered

> TRADEMARK REEL: 1886 FRAME: 0093

Shirts for men, women and children

06/02/2008 GOODS: United States

SUN TEE

75/279, 233

04/22/1997

2, 161, 820

06/02/1998

Registered

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Sport shirts for young boys

09/17/2007

**United States** 

SUN TEE

72/017,977

10/22/1956

651,789

09/17/1957

Registered

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

Registered		09/12/1972	942,836	04/26/1971	72/390,351	ZAP and Design	United States 09/12/2002 GOODS:
					hirts	er shirts and polo shirts	Boys' outer
	,					Stylized	GOODS:
Registered		08/21/1951	546,897	03/18/1950	71/594,239	WONDERKNIT	United States 08/21/2001
					dren	for women, men and children	Shirts fo
led	Filed			07/07/1998	75/514,591	WIZARD WEAVE	United States GOODS:
3 lacks	ats, s	, top coats, overcoats, slacks	ts, jackets,	suits, sport coats	garments, namely coats,	ter	Men's and boys' ou trousers and vests
Registered		12/19/1961	725,395	01/10/1961	111,584	WIZARD WEAVE	United States 12/19/2001 GOODS:
							Shirts
Registered		10/23/1990	1,619,239	11/30/1989	74/006, 416	VALUE T	United States 10/23/2000 GOODS:
							Shirts
Registered		05/19/1998	2,158,761	04/16/1997	75/275,501	SURVIVALON	United States 05/19/2008 GOODS:

Knit clothes, namely men's and boys' shirts and women's and girls' shirts

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ALL MARKS FOR REGISTRANT: ANVIL KHITWEAR, INC.
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United States ANVIL 72/190,854 04/13/1964 783,710 01/19/1965 Registered	Tank top shirts, sweat shirts and knitted dresses	United States ANVIL 74/115,867 11/16/1990 1,659,008 10/01/1991 Registered 10/01/2001 GOODS:		Country Mark Name Orig App No Org App Dt Orig Reg No Org Reg Dt Statu Renewal	ALL MARKS FOR REGISTRANT: ANVIE BELLWEAR, INC.
01/19/1965		10/01/1991	1 1 1 1 1 1 1 1	Org Reg Dt	
Registered		Registered	t 	Status	
REE	TR EL: 18	ADEMA 386 FRA	RK ME	Sub Status 0	95

					GOODS:
					01/19/2005
01/19/1965 Registered	783,710	04/13/1964	72/190,854	ANVIL	United States

Men's and boys' shirts

United States 11/24/2000 GOODS:	
ANVIL	
360,621	
05/25/1970	
903,069	
11/24/1970 Registered	
Registered	

Men's, women's, boys', girls', and children's shirts

					Caps
11/03/1998 Registered	2,201,382	09/23/1997	75/361,554	ANVIL	United States 11/03/2008 GOODS:

Sporting articles, namely snowboards, snowboard bindings and snowboard leashes

United States 10/29/2006 GOODS:

ANVIL

74/640,444

02/28/1995

2,012,731

10/29/1996 Registered

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				GOODS:
Filed	07/24/1998	75/524,866	ANVIL	United States

Filed			07/24/1998	75/525,252	Miscellaneous Design (anvil)	United States GOODS:
					d caps	Shorts and
Filed			10/08/1997	75/370,413	Fanciful Design (CD)	United States GOODS:
						Shirts
Registered	08/20/1996	1,995,693	10/02/1995	75/000,131	Fanciful Design	United States 08/20/2006 GOODS:
					vests and shorts	Shirts, ve
Filed			05/14/1998	75/485,396	COTTON DELUXE CASUALS and Design	United States GOODS:
						Shirts
					and Fanciful Design	GOODS:
Registered	08/20/1996	1,995,695	10/02/1995	75/000,134	COTTON DELUXE	United States 08/20/2006
					and boys' shirts	Men's and
Registered	01/19/1965	783,711	04/13/1964	190,855	ANVIL design	United States 01/19/2005 GOODS:

Pants for women, men and children

United States 09/09/2007 GOODS:	Dresses, shor	United States GOODS:	Sporting arti	GOODS:	United States 05/06/2007	Shirts and sh	GOODS:	United States 04/08/2007
TEAK	shorts and hats	TEAK	cles, namely, snov	SNOWBOARDS and Design	QUALITY ANVIL	shorts	Design (Casuals)	Miscellaneous
74/707,374		75/274, 345	articles, namely, snowboards, snowboard bindings and snowboard leashes		75/004,392			74/713,721
07/20/1995		04/14/1997	bindings and s		10/11/1995			08/10/1995
2,095,691			nowboard leashes		2,058,772			2,051,533
09/09/1997					05/06/1997			04/08/1997
09/09/1997 Registered		Filed			Registered			Registered

TRADEMARK
RECORDED: 04/29/1999 REEL: 1886 FRAME: 0097