

10-28-2002

Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

20.82.01

1. Name of conveying party(ies):

BANK OF AMERICA, N.A., as Collateral Agent

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Release of Security Interest
- Merger
- Change of Name

Execution Date: 5/24/02

2. Name and address of receiving party(ies)

Name: FIELDCREST CANNON LICENSING, INC.

Internal

Address: _____

Street Address: One Lake Circle Drive

City: Kannapolis State: NC Zip: 28081

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Delaware
- 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

RECEIVED
2002 OCT 28 AM 10:01
ASSIGNMENTS DIV

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

A. Trademark Application No.(s) _____
N/A

B. Trademark Registration No.(s) _____
SEE EXHIBIT A ANNEXED HERETO

Additional number(s) attached Yes No

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

Name: Helen M Linehan

Internal Address: _____

Otterbourg, Steindler, Houston & Rosen, P.C.

Street Address: 230 Park Avenue

City: New York State: NY Zip: 10169

6. Total number of applications and registrations involved: _____

36

7. Total fee (37 CFR 3.41).....\$ 915.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: _____

DO NOT USE THIS SPACE

9. Signature.

HELEN M. LINEHAN

Name of Person Signing

Helen M. Linehan
Signature

10/25/02
Date

Total number of pages including cover sheet, attachments, and document: **11**

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

TRADEMARK
REEL: 002605 FRAME: 0106

EXHIBIT A
TO
RECORDATION FORM COVER SHEET

TRADEMARK REGISTRATION NUMBERS
1106952
1127537
1126849
1074568
1127538
867967
2017318
434737
147948
729513
729514
1124948
1562233
643323
436239
500882
833741
995055
411659
802325
1120559
1194734
626627
995056

TRADEMARK REGISTRATION NUMBERS

533859

747914

1542593

1586835

1071867

782507

1556899

1076019

1994149

1552696

1559064

1127563

RELEASE OF SECURITY INTEREST

THIS RELEASE OF SECURITY INTEREST (this "Release") is executed this 24th day of May, 2002, by Bank of America, N.A., as Collateral Agent and has reference to the following facts:

WHEREAS, Pillowtex Corporation ("Borrower"), Bank of America, N.A., as Administrative Agent (successor by merger to NationsBank, N.A. formerly known as NationsBank of Texas, N.A.) ("Agent") and certain Lenders named therein entered into an Amended and Restated Credit Agreement on or about December 19, 1997 (as such agreement may have been amended modified, supplemented or restated from time to time, the "Revolving Credit Agreement");

WHEREAS, Borrower, Agent and certain Lenders named therein entered into a Term Credit Agreement on or about December 19, 1997 (as such agreement may have been amended modified, supplemented or restated from time to time, the "Term Credit Agreement" and together with the Revolving Credit Agreement, collectively, the "Credit Agreements");

WHEREAS, in connection with the Credit Agreements and the transactions related thereto, Agent, as collateral agent for itself and the Lenders, was granted a security interest in all of the patents, patent applications, trademarks, trademark applications and all books and records evidencing or containing information regarding or otherwise pertaining to any of the foregoing of Fieldcrest Cannon Licensing, Inc. as set forth on Schedule I annexed hereto (collectively, the "IP Collateral") under that certain Intellectual Property Security Agreement and Assignment (as may have been amended, supplemented, modified, or restated from time to time), dated as of December 19, 1997 (the "IP Agreement") and by that certain instrument recorded with the United States Patent and Trademark Office on January 13, 1998, Reel 1682, Frame 0181; and

WHEREAS, Agent now wishes to release such security interest and liens.

NOW THEREFORE, Agent represents and agrees as follows:

1. Agent hereby releases, cancels and terminates all of its right, title and interest in and to the IP Collateral, including its security interest in and liens on all other rights with respect to the IP Collateral, and conveys and assigns any and all right, title and interest that it may have in and to the IP Collateral.
2. Agent represents that it has not exercised any of the rights with respect to the IP Collateral available to it under the instrument granting it a security interest. Agent represents and warrants that it has not sold, licensed, conveyed or otherwise alienated any rights in and to the IP Collateral, and that it has not used or sublicensed any of the IP Collateral.
3. Without limiting the generality of the foregoing, this Release is intended to and shall forever terminate and reconvey the irrevocable rights in the IP Collateral conveyed to Agent.
4. Agent agrees that hereafter it will not take any action with respect to the IP Collateral.

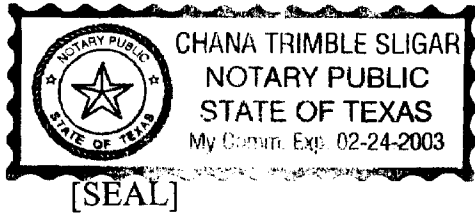
IN WITNESS WHEREOF, Agent has caused this Release to be duly executed by its officer thereunto duly authorized as of the date hereof.

BANK OF AMERICA, N.A., as Collateral Agent

By: William E. Livingstone, IV
William E. Livingstone, IV
Managing Director

STATE OF TEXAS §
§ ss:
COUNTY OF DALLAS §

On the 24th day of May, 2002, before me personally appeared William E. Livingstone a MANAGING DIR. Bank of America, N.A., the entity described in and which executed the foregoing instrument; and that he or she signed on behalf of said entity.



Chana Trimble Sligar
Notary Public in and for the State of Texas
My commission expires: _____

SCHEDULE I

Intellectual Property Collateral

Patents

None

Patent Applications

None

Trademark Applications

None

Trademarks

See attached

REGISTERED TRADEMARKS

FIELDCREST CANNON LICENSING, INC.

Nature of Interest of (e.g. owner, licensee)	Registered Trademark	Registration No.	Int'l Class Covered	Goods or Services Covered	Date Registered	Country of Reg.
OWNER	FIELDCREST	1,106,952	3	Toilet soaps	11/28/78	U.S.
OWNER	CANNON	1,127,537 •	1. 20 2. 24 3. 27	Pillows; towels and toweling, sheets and sheeting, pillowcases, bedspreads and coverlets, blankets, table cloths and napkins, drapes and curtains, shower curtains, decorative and drapery fabrics, toilet seat covers, wash cloths, household utility cloths, pot holders, cotton piece goods, terry cloth, mattress pads, quilts comforters, dust ruffles, wall hangings, furniture covers, blanket covers, toilet tank sets, place mats, oven mitts, pot grabbers, toaster covers, blender covers, duvet covers, valances and pillow shams, all made of fabric; play rugs, bath mats, bath rugs and carpeting	12/11/79	U.S.
OWNER	CANNON and Device	1,126,849 •	1. 20 2. 24 3. 27	Pillows, towels and toweling, sheets and sheeting, pillowcases, bedspreads and coverlets, blankets, table cloths and napkins, drapes and curtains, shower curtains, decorative and drapery fabrics, toilet seat covers, wash cloths, household utility cloths, pot holders, cotton piece goods, terry cloth, mattress pads, quilts, comforters, dust ruffles, wall hangings, furniture covers, blanket covers, toilet tank sets, place mats, oven mitts, pot grabbers, toaster covers, blender covers, duvet covers, valances and pillow shams, play rugs, bath mats, bath rugs and carpeting	11/20/79	U.S.

Nature of Interest of (e.g. owner, licensee)	Registered Trademark	Registration No.	Int'l Class Covered	Goods or Services Covered	Date Registered	Country of Reg.
OWNER	FIELDCREST	1,074,568	20	Pillow	10/04/77	U.S.
OWNER	Cannon Design Mark	1,127,538 •	1. 20 2. 24 3. 27	Pillows; towels and toweling, sheets and sheeting, pillowcases, bedspreads and coverlets, blankets, table cloths and napkins, drapes and curtains, shower curtains, decorative and drapery fabrics, toilet seat covers, wash cloths, household utility cloths, pot holders, dust ruffles, wall hangings, furniture covers, blanket covers, toilet tank sets, place mats, oven mitts, pot grabbers, toaster covers, blender covers, duvet covers, valances and pillows, shams, all made of fabric; play rugs, bath mats, bath rugs and carpeting	12/11/79	U.S.
OWNER	MONTICELLO (Stylized)	867,967 •	1. 21 2. 24	Sheets, pillow cases, blankets, bedspreads, towels, and wash cloths	04/08/69	U.S.
OWNER	CANNON KITCHEN CLASSICS	2,017,318 •	24	Towels	11/19/96	U.S.
OWNER	FIELDCREST (Stylized)	434,737 •	9	Electrically heated blankets (of animal, vegetable, mineral, and synthetic material and mixtures thereof)	12/02/47	U.S.
OWNER	CANNON and Device	147,948 •	24	Fabric towels	11/08/21	U.S.
OWNER	CANNON	729,513 •	24	Towels and toweling, sheets and sheeting, pillow cases, bedspreads and coverlets, blankets, table cloths and napkins, drapes and curtains, shower curtains, decorative and drapery fabrics, play rugs, bath mats and bath rugs, toilet seat covers, wash cloths, household utility cloths, pot holders (diapers), cotton piece goods and terry cloth	04/03/62	U.S.

Nature of Interest of (e.g. owner, licensee)	Registered Trademark	Registration No.	Int'l Class Covered	Goods or Services Covered	Date Registered	Country of Reg.
OWNER	CANNON and Device	729,514 *	24	Towels and toweling, sheets and sheeting, pillow cases, bedspreads and coverlets, blankets, table cloths and napkins, drapes and curtains, shower curtains, decorative and drapery fabrics, play rugs, bath mats and bath rugs, toilet seat covers, wash cloths, household utility cloths, pot holders (diapers) cotton piece goods and terry cloth	04/03/62	U.S.
OWNER	CHARISMA	1,124,948 *	24	Towels and wash cloths	09/11/79	U.S.
OWNER	CHARISMA	1,562,233 *	24	Bedding - namely, sheets, pillowcases, bed blankets, bedspreads, bed ruffles, pillow shams, comforters, dust covers and duvet covers; soft window treatments - namely, drapery, curtains and valances	10/24/89	U.S.
OWNER	FIELDCREST and Device	643,323 *	24	Bedspreads, blankets, sheets, pillowcases, towels, bath mats, and bath cloths	03/26/57	U.S.
OWNER	FIELDCREST (Stylized)	436,239 *	24	Tablecloths	01/27/48	U.S.
OWNER	FIELDCREST (Stylized)	500,882 *	1. 24 2. 27	Bed sheets and sheeting in the piece; pillowcases and tubing; blankets, bedspreads and bed drapes, bath, hand and dish towels and toweling in the piece; wash cloths and wiping cloths; bath mats; rugs and carpeting; window curtains and curtaining sold in the piece, made of cotton and/or rayon; window drapes; table cloths, mats and doilies; chair tidies, and textile fabrics of cotton, wool and rayon and mixtures thereof in the piece	07/06/48	U.S.
OWNER	FIELDCREST (Stylized)	833,741 *	24	Shower curtains and lid covers	08/15/67	U.S.
OWNER	FIELDCREST (Stylized)	995,055 *	1. 24 2. 27	Toweling, bedspreads, table covers, draperies, pillow shams, sheets and pillowcases, blankets, bath mats, lid covers, tank sets, shower curtains, placemats and curtains, bath rugs and bath carpeting	10/08/74	U.S.

Nature of Interest of (e.g. owner, licensee)	Registered Trademark	Registration No.	Int'l Class Covered	Goods or Services Covered	Date Registered	Country of Reg.
OWNER	MONTICELLO (Stylized)	411,659 *	24	Sheets and pillowcases	01/30/45	U.S.
OWNER	MONTICELLO	802,325 *	24	Bedspreads, blankets, towels and wash cloths	01/18/66	U.S.
OWNER	ROYAL FAMILY	1,120,559 *	1.24 1.27	Towels, wash cloths, sheets, pillowcases, quilts, bedspreads, comforters, pillow shams, and draperies; bath mats	06/19/79	U.S.
OWNER	ROYAL FAMILY	1,194,734 *	24	Blankets	05/04/82	U.S.
OWNER	ROYAL VELVET	626,627 *	1.24 2.27	Towels, bath cloths, and bath mats	05/08/56	U.S.
OWNER	ST. MARY'S (Stylized)	995,056 *	24	Towelings, bedspreads, table covers, draperies, pillow shams, sheets, and pillowcases, blankets, bath mats, lid covers, tank sets, shower curtains, placements and curtains	11/08/74	U.S.
OWNER	ST. MARY'S and Design	533,859	24	Woolen blankets	11/28/50	U.S.
OWNER	ST MARY'S (Stylized)	747,914 *	24	Bedspreads, bath towels, hand towels, sheets, pillowcases, bath mats, lid covers, and shower curtains	04/09/63	U.S.
OWNER	SUPREME TOUCH	1,542,593 *	24	Bath towels, hand towels and wash cloths	06/06/89	U.S.
OWNER	SUPREME TOUCH	1,586,835 *	24	Bath towels, hand towels, wash cloths, sheets, pillow cases, comforters, shams, bed skirts, decorative pillows, window curtains, drapes and valences	03/13/90	U.S.
OWNER	TOUCH OF CLASS	1,071,867	24	Towels, wash cloths, sheets, pillowcases, terry cloth, decorative fabrics, for use in draperies, upholstery and interior decoration, blankets, bedspreads and drapes	08/23/77	U.S.

Nature of Interest of (e.g. owner, licensee)	Registered Trademark	Registration No.	Int'l Class Covered	Goods or Services Covered	Date Registered	Country of Reg.
OWNER	Cannon Design	782,507 •	24	Towels and toweling, sheets and sheeting, pillowcases, bedspreads and coverlets, blankets, table cloths and napkins, drapes and curtains, shower curtains, decorative and drapery fabrics, (play rugs) bath mats and bath rugs, toilet seat covers, wash cloths, household utility cloths, pot holders (diapers), cotton piece goods and terry cloth	12/29/64	U.S.
OWNER	CANNON	1,556,899 •	25	Bath robes and aprons	09/19/89	U.S.
OWNER	FIELDCREST	1,076,019	25	Scarves	10/25/77	U.S.
OWNER	FIELDCREST	1,994,149 •	25	Ready-to-wear vests, jackets and pullovers	08/13/96	U.S.
OWNER	ROYAL FAMILY	1,552,696 •	25	Bath robes	01/31/89	U.S.
OWNER	Cannon Design	1,559,064 •	25	Bath robes and aprons	10/03/89	U.S.
OWNER	CHARISMA	1,127,563 •	27	Bath rugs and carpeting	12/11/79	U.S.

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