

09-22-2003

Form PTO-1594

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

Tab settings



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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.

1. Name of conveying party(ies):

CANNON MILLS COMPANY

8-29-03

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

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

2. Name and address of receiving party(ies)

Name: FIELDCREST CANNON, INC.

Internal

Address:

Street Address: One Lake Circle Drive

City: Kannapolis State: N.C. 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

3. Nature of conveyance:

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

Execution Date: March 6, 1986

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

745538 and
758481

Additional number(s) attached Yes No

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

Name: Charles E. Baxley, Esquire

Internal Address:

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 80.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

02-1435

(Attach duplicate copy of this page if paying by deposit account)

09/17/2003 DBYRNE 00000128 745538

01 FC:8521 40.00 OP
02 FC:8522 25.00 OP

Street Address: 90 John Street

Third Floor

City: New York State: N.Y. Zip: 10038

Reg. No. Ref: 09/17/2003 DBYRNE 0010254200

Doc#: 021435 Name/Number: 745538

DO NOT USE THIS SPACE

9. Statement and signature: \$15.00 CR

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Charles E. Baxley, Esquire

Name of Person Signing

Charles E. Baxley

Signature

August 29, 2003

Date

Total number of pages including cover sheet, attachments, and documents: 6

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

Attorney Docket F 13163 B

TRADEMARK
REEL: 002828 FRAME: 0454

Delaware

PAGE 1

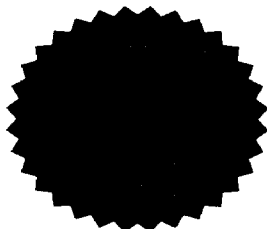
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"CANNON MILLS COMPANY", A NORTH CAROLINA CORPORATION, WITH AND INTO "FIELDCREST MILLS, INC." UNDER THE NAME OF "FIELDCREST CANNON, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, WAS RECEIVED AND FILED IN THIS OFFICE THE SIXTEENTH DAY OF JUNE, A.D. 1986, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION SHALL BE GOVERNED BY THE LAWS OF THE STATE OF DELAWARE.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTIETH DAY OF JUNE, A.D. 1986.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2519677

0469829 8330

030436340

DATE: 07-09-03

TRADEMARK
REEL: 002828 FRAME: 0455

8601670227

FILED

JUN 18 1986

CERTIFICATE OF OWNERSHIP AND MERGER
OF
CANNON MILLS COMPANY
(a North Carolina Corporation) and
FIELDCREST MILLS, INC.
(a Delaware Corporation)

Michael R. Hilde
SECRETARY OF STATE

Pursuant to the provisions of Section 253 of the General Corporation Law of the State of Delaware, the undersigned domestic Corporation hereby executes this Certificate of Ownership and Merger for the purpose of merging its wholly-owned subsidiary into itself:

I.

The name of each of the undersigned Corporations and the state in which it was organized are as follows:

<u>Name of Corporation</u>	<u>State of Incorporation</u>
Cannon Mills Company	North Carolina
Fieldcrest Mills, Inc.	Delaware

II.

The Resolution of Merger, attached as Exhibit A and incorporated herein by reference, was duly approved by the Board of Directors of Fieldcrest Mills, Inc. on the 6th day of March, 1986 in accordance with Section 253 of the General Corporation Law of the State of Delaware.

III.

The Merger hereby accomplished shall be effective at 11:59 o'clock P.M. on June 30, 1986.

IN WITNESS WHEREOF, this Certificate of Ownership and Merge: has been executed by the undersigned Corporation as of the 6th day of March, 1986.

FIELDCREST MILLS, INC.

Lance L. Laska

President

Michael R. Hilde

Secretary
[CORPORATE SEAL]

RESOLUTION

WHEREAS, Fieldcrest Mills, Inc. (the "Corporation"), a Delaware Corporation, owns 100% of the outstanding capital stock of Cannon Mills Company ("Cannon"), a North Carolina corporation, each of which is domiciled in a state which permits a corporation of such jurisdiction to merge with a corporation of another jurisdiction; and

WHEREAS, it is deemed in the best interest of the Corporation to merge Cannon with and into the Corporation;

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Corporation that the following Plan of Merger is hereby adopted and approved:

"The name of the Corporation proposing to merge is Cannon Mills Company, a North Carolina Corporation, hereinafter called the 'Merging Corporation'; and the name of the Corporation into which it proposes to merge is Fieldcrest Mills, Inc., a Delaware Corporation, hereinafter called the 'Surviving Corporation'; and the aforesaid Corporations are hereinafter referred to collectively as the 'Constituent Corporations.' The terms of the proposed merger are as follows:

1. The name of the Surviving Corporation shall become Fieldcrest Cannon, Inc.
2. Until the completion of the merger, each of the Constituent Corporations shall continue to conduct its business without material change and shall not make any distribution or other disposition of assets, capital or surplus, except in the ordinary course of business.
3. As of the effective time of the merger (the "Effective Time"), the Merging Corporation's liabilities and assets of every nature shall become those of the Surviving Corporation by operation of law.
4. The Surviving Corporation owns 100% of the Merging Corporation's issued and outstanding shares of Common Stock, which is the only class of capital stock of the Merging Corporation issued and outstanding. Any and all shares of the Merging Corporation's Common Stock issued and outstanding at the Effective Time and any and all shares of the Merging Corporation's Common Stock held as treasury shares by the Merging Corporation, shall as of the Effective Time and by virtue of the merger be cancelled and retired, and no consideration shall be issued in exchange therefor.

5. The charter of Fieldcrest Mills, Inc., as presently constituted, shall continue as the charter of the Surviving Corporation without change except that the charter shall be amended to change the name of Fieldcrest Mills, Inc. to Fieldcrest Cannon, Inc.

6. Approval of the proposed Plan of Merger by the Shareholders of the Surviving Corporation is not required because the Surviving Corporation owns 100% of the outstanding shares of the Merging Corporation. Under the law of Delaware, a Delaware corporation may change its corporate name in the resolution of merger adopted by its Board of Directors without approval of the shareholders."

BE IT FURTHER RESOLVED, that the appropriate officers of the Surviving Corporation shall be and they hereby are directed to make and execute, under the corporate seal of the Surviving Corporation, a Certificate of Ownership and Merger setting forth a copy of the resolution to merge the Merging Corporation into the Surviving Corporation.

BE IT FURTHER RESOLVED, that the proper officers of the Surviving Corporation shall be and they hereby are authorized and directed to make such changes in the Plan of Merger as shall be deemed necessary or advisable to correct errors and to comply with the requirements for consummating merger transactions in the States of Delaware and North Carolina.

BE IT FURTHER RESOLVED, that the Board of Directors of the Corporation hereby authorizes and directs the President of the Corporation to act as agent for the Corporation in voting the shares of Common Stock of the Merging Corporation owned by the Corporation in favor of the Plan of Merger as herein approved or as amended as provided in the immediately preceding paragraph.

BE IT FURTHER RESOLVED, that the proper officers and agents of the Corporation are hereby authorized and directed to execute and deliver appropriate Certificates or Articles of Merger and other appropriate documents to be filed with the appropriate authorities to effectuate the merger described in the foregoing Plan of Merger, and are further authorized and directed to perform all such other acts and execute and deliver all such other reports and instruments as may be necessary or proper to render effective the merger as contemplated by said Plan of Merger.

Certificate of Ownership of the "FIELDCREST MILLS, INC.",
a corporation organized and existing under the laws of the State of Delaware,
merging "CANNON MILLS COMPANY",
a corporation organized and existing under the laws of the State of North Carolina,
pursuant to Section 253 of the General Corporation Law of the State of Delaware,
as received and filed in this office the sixteenth day of June,
A.D. 1986, at 9 o'clock A.M.

And I do hereby further certify that the aforesaid Corporation shall
be governed by the laws of the State of Delaware

And I do hereby further certify that the said "FIELDCREST MILLS, INC.", has
relinquished its corporate title and assumed in place thereof "FIELDCREST CANNON,
INC."

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Delaware

PAGE 1

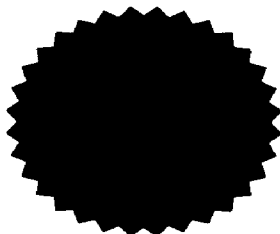
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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2519677

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030436340

DATE: 07-09-83

TRADEMARK

REEL: 002828 FRAME: 0460

8601670227

FILED

JUN 18 1986

Michael R. ...
SECRETARY OF STATE

CERTIFICATE OF OWNERSHIP AND MERGER
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(a Delaware Corporation)

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FIELDCREST MILLS, INC.

Laurie L. ...

President

Michael R. ...

SECRETARY
[CORPORATE SEAL]

RESOLUTION

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4. The Surviving Corporation owns 100% of the Merging Corporation's issued and outstanding shares of Common Stock, which is the only class of capital stock of the Merging Corporation issued and outstanding. Any and all shares of the Merging Corporation's Common Stock issued and outstanding at the Effective Time and any and all shares of the Merging Corporation's Common Stock held as treasury shares by the Merging Corporation, shall as of the Effective Time and by virtue of the merger be cancelled and retired, and no consideration shall be issued in exchange therefor.

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a corporation organized and existing under the laws of the State of Delaware,
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a corporation organized and existing under the laws of the State of North Carolina,
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