

**ADDITIONAL NAMES AND ADDRESSES OF
RECEIVING PARTIES**

HANCOCK MEZZANINE PARTNERS III L.P.

c/o John Hancock Life Insurance Company
200 Clarendon Street
Boston, MA 02117
Attn: Investment Law Division, T-30

ALLSTATE LIFE INSURANCE COMPANY

c/o John Hancock Life Insurance Company
200 Clarendon Street
Boston, MA 02117
Attn: Investment Law Division, T-30

SIGNATURE 5 L.P.

c/o John Hancock Life Insurance Company
200 Clarendon Street
Boston, MA 02117
Attn: Investment Law Division, T-30

SIGNATURE 7 L.P.

c/o John Hancock Life Insurance Company
200 Clarendon Street
Boston, MA 02117
Attn: Investment Law Division, T-30

AMENDED AND RESTATED
TRADEMARK SECURITY AGREEMENT

This AMENDED AND RESTATED TRADEMARK SECURITY AGREEMENT, dated as of February 28, 2005, is made by and among KNIGHTS APPAREL, INC., a corporation formed under the laws of Delaware located at 2221 Camden Ct., #390, Oak Brook, IL 60523 ("Grantor"), and JOHN HANCOCK LIFE INSURANCE COMPANY, a Massachusetts corporation, HANCOCK MEZZANINE PARTNERS III L.P., a Delaware limited partnership, ALLSTATE LIFE INSURANCE COMPANY, an Illinois corporation, SIGNATURE 5 L.P., a limited partnership formed under the laws of the Cayman Islands, and SIGNATURE 7 L.P., a limited partnership formed under the laws of the Cayman Islands (collectively, the "Secured Parties").

WHEREAS, reference is made to (i) that certain Amended and Restated Senior Subordinated Note Purchase Agreement (the "Subordinated Note Agreement") dated as of the date hereof by and among Grantor and each of the Secured Parties, and (ii) that certain Security Agreement, dated as of July 30, 2004, made by Grantor in favor of the Secured Parties (as each may be amended, modified, restated or supplemented from time to time, collectively, the "Agreements");

WHEREAS, pursuant to the Agreements, Grantor is granting to the Secured Parties a security interest in the marks shown in the attached Schedule A (the "Marks"), the goodwill of the business symbolized by the Marks, and the registrations and applications therefor; and

WHEREAS, Grantor and the Secured Parties desire to further document such grant of security interest in the Marks in this Trademark Security Agreement;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Grantor does hereby grant to the Secured Parties a security interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, and registrations and applications therefor, which security interest shall secure all the Obligations (as defined in the Agreements) and in accordance with the terms and provisions thereof.

Grantor expressly acknowledges and affirms that the rights and remedies of Secured Parties with respect to the security interest granted hereby is more fully set forth in the Agreements.

Dated: New York, New York

February 28, 2005

KNIGHTS APPAREL, INC.

By: [Signature]

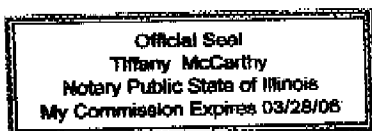
Name: John Koufis

Title: Vice President and Secretary

STATE OF IL)
COUNTY OF Will) ss.:

On this 28th day of February, 2005, before me personally came John Koufis, to me known, who, being by me duly sworn, did depose and say that he is the Vice President and Secretary of Knights Apparel, Inc., the corporation described in and which executed the foregoing instrument; and that he was authorized to sign her/his name thereto on behalf of said corporation.

[Signature]
Notary Public



ALLSTATE LIFE INSURANCE COMPANY

By: John Hancock Life Insurance Company, as
its Attorney in Fact

By: *Scott B. Garfield*
Name: Scott B. Garfield
Title: Managing Director

STATE OF MASSACHUSETTS)
) ss.:
COUNTY OF SUFFOLK)

Before me, the undersigned, on this 22nd day of February, 2005, personally appeared Scott B. Garfield, to me known personally, and who being by me duly sworn, deposes and says that he is a Managing Director of John Hancock Life Insurance Company, as Attorney in Fact for ALLSTATE LIFE INSURANCE COMPANY, and that he was authorized to sign his name thereto.

Angela P. Campa
Notary Public
My Commission Expires: 2/4/2011

SIGNATURE 5 L.P.

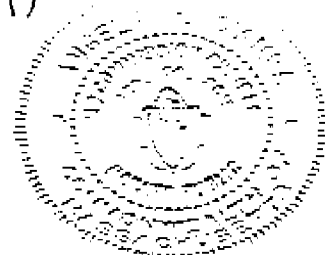
BY: John Hancock Life Insurance Company, as
Portfolio Advisor

By: *Scott B. Garfield*
Name: Scott B. Garfield
Title: Managing Director

STATE OF MASSACHUSETTS)
) ss.:
COUNTY OF SUFFOLK)

Before me, the undersigned, on this 22nd day of February, 2005, personally appeared Scott B. Garfield, to me known personally, and who being by me duly sworn, deposes and says that he is a Managing Director of John Hancock Life Insurance Company, as Portfolio Advisor to SIGNATURE 5 L.P., and that he was authorized to sign his name thereto.

Angela P. Campa
Notary Public
My Commission Expires: 2/4/2011



SCHEDULE A

Schedule A to an Amended and Restated Trademark Security Agreement dated as of February 28, 2005, by and among Knights Apparel, Inc., John Hancock Life Insurance Company, Hancock Mezzanine Partners III L.P., Allstate Life Insurance Company, Signature 5 L.P., and Signature 7 L.P.

Registration or Application No.	Registration or Filing Date	Mark
78/292746	27-Aug-2003	A DESIGN
76/522631	09-June-2003	ACTIVE BY KNIGHTS APPAREL
2625641	24-Sep-2002	ACTIVE BY KNIGHTS ATHLETICS
76/329177	24-Oct-2001	DIG DOWN DEEP
2752465	19-Aug-2003	DRI-EDGE
2754250	19-Aug-2003	GYM-DRI
2019394	26-Nov-1996	PRO EDGE
2661471	17-Dec-2002	LC LEAGUE CITY & DESIGN
178989016	31-July-2000	LEAGUE CITY