

09-23-2003

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office



102555850

To the Honorable Commissioner of Patents and Trademarks, U.S. Patent and Trademark Office, original documents or copy thereof.

1. Name of conveying party(ies): 9-17-03

Glen Raven Mills, Inc.

2. Name and address of receiving party(ies)

Name: Glen Raven, Inc.

Internal Address: _____

Street Address: 1831 North Park Avenue

City: Glen Raven State: NC Zip: 27217

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

3. Nature of conveyance:

☐ Assignment

☐ Merger

☐ Security Agreement

☒ Change of Name

☐ Other _____

Execution Date: _____

Additional name(s) & address(es) attached? ☐ Yes ☒ No

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

If this document is being filed together with a new application, the execution date of the application is: _____

A. Patent Application No.(s) _____

B. Patent No.(s) 6117548; 6092563;
6161596

Additional numbers attached? ☐ Yes ☒ No

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

Name: C. Robert Rhodes

Internal Address: Womble Carlyle Sandridge
& Rice, PLLC

Street Address: 300 N. Greene Street
1900 Wachovia Tower

City: Greensboro State: NC Zip: 27402

6. Total number of applications and patents involved: 3

7. Total fee (37 CFR 3.41).....\$ 120.00

☒ Enclosed

☐ Authorized to be charged to deposit account

8. Deposit account number: _____

09/22/2003

DBYRNE 00000083 6117548

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9. Signature. 120.00 OP

C. Robert Rhodes

Name of Person Signing

C. Robert Rhodes

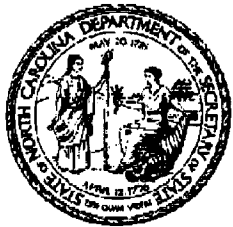
Signature

9-11-03

Date

Total number of pages including cover sheet, attachments, and documents: 8

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



State of North Carolina

Department of The Secretary of State

To all whom these presents shall come, Greetings:

I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF MERGER
OF
GLEN RAVEN, INC.

the original of which is now on file and a matter of record in this office.



IN WITNESS WHEREOF, I have hereunto
set my hand and affixed my official seal at the
City of Raleigh, this 9th day of September, 2003.

Elaine F. Marshall

Secretary of State

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ARTICLES OF MERGER
OF
GLEN RAVEN TRANSITORY, INC.
INTO
GLEN RAVEN MILLS, INC.

SOSID: 0059565
Date Filed: 4/4/2000 11:03 AM
Elaine F. Marshall
North Carolina Secretary of State

Glen Raven Mills, Inc. (the "Company"), a corporation organized under the laws of North Carolina, hereby submits these Articles of Merger for the purpose of merging Glen Raven Transitory, Inc. (the "Merger Sub"), a corporation organized under the laws of North Carolina, into the Company:

I. The following Plan of Merger was duly approved in the manner prescribed by the North Carolina Business Corporation Act by the board of directors and shareholders of each of the corporations participating in the merger:

PLAN OF MERGER

ARTICLE I
THE MERGER

1.01 The Merger:

The Merger Sub shall be merged with and into the Company (the "Merger"). Following the Merger, the Company shall continue as the surviving corporation (the "Surviving Corporation") and shall continue its existence under the laws of the State of North Carolina, and the separate corporate existence of the Merger Sub shall cease.

1.02 Effective Time:

The Merger shall be effective immediately upon the filing of these Articles of Merger with the Secretary of State of the State of North Carolina (the time the Merger becomes effective being the "Effective Time").

1.03 Effects of the Merger:

The Merger shall have the effects specified in the North Carolina Business Corporation Act

1.04 Amendments to Articles of Incorporation and Bylaws:

The Articles of Incorporation of the Company as in effect immediately prior to the Effective Time shall be amended to change the name of the Company to "Glen Raven, Inc.", and, as so amended, the Articles of Incorporation and the Bylaws of the Company shall be the articles of incorporation and bylaws of the Surviving Corporation until thereafter changed or amended as provided therein or by applicable law.

1.05 Directors and Officers:

The directors and officers of the Company immediately prior to the Effective Time shall be the directors and officers, respectively, of the Surviving Corporation as of the Effective Time.

1.06 Conversion of Shares:

At the Effective Time, by virtue of the Merger and without any action on the part of the Merger Sub, the Company or the holders of any of the following securities, the following events shall automatically occur:

- (a) Each share of common stock of the Company (the "Common Stock") held by the Company or any subsidiary of the Company as treasury stock shall be canceled and retired and shall cease to exist, and no payment or consideration shall be made with respect thereto;
- (b) Each issued and outstanding share of Common Stock, other than shares of Common Stock referred to in paragraph (a) above and Dissenting Shares (as defined in Section 2.01, below) shall be converted into, at the option of the holder of the shares of Common Stock (the "Holder") either, but not a combination of, (i) one unit of ownership interest of Glen Raven Mills I, LLC, a North Carolina limited liability company, denominated as a "Share" (each, a "LLC Unit") as set forth in the Operating Instrument of the Glen Raven Mills I, LLC dated August 26, 1999 and accompanying attached documents (collectively, the "Operating Agreement") or (ii) one share of common stock, \$5.00 par value, of the Surviving Corporation ("Survivor Common Stock"; the Survivor Common Stock and LLC Units are generically referred to as the "Merger Consideration"). If the Holder does not make the election required by the immediately preceding sentence by the time the vote is taken by the shareholders of the Company with respect to the approval of the Merger, then the Holder shall be deemed to have elected as Merger Consideration the consideration in Section 1.06(b)(i). At the Effective Time, all shares of Common Stock shall no longer be outstanding and shall automatically be cancelled and retired and shall cease to exist, and each holder of a certificate representing any such shares of Common Stock shall cease to have any rights with respect thereto, except to receive a certificate evidencing the Merger Consideration into which such shares of Common Stock were converted or, with respect to holders of Dissenting Shares, rights provided under Article 13

- (c) The aggregate outstanding shares of capital stock of Merger Sub shall be converted into a number of fully paid and nonassessable shares of common stock, par value \$5.00, of the Surviving Corporation equal to the number of shares of Common Stock converted into the Merger Consideration specified in Section 1.06(b)(i).

ARTICLE II DISSENTING SHARES; EXCHANGE OF SHARES

2.01 Dissenting Shares:

Notwithstanding anything in this Agreement to the contrary, shares of Common Stock which are held by any record holder who does not vote in favor of the Merger or consent thereto in writing and who gives timely written notice to the Company of intent to demand payment in accordance with Section 55-13-21 of the North Carolina Statute, who demands payment and deposits share certificates in accordance with Section 55-13-23 of the North Carolina Business Corporation Act and who otherwise perfects rights of appraisal under Article 13 of the North Carolina Business Corporation Act (the "Dissenting Shares") shall not be converted into the right to receive the Merger Consideration but shall become the right to receive such consideration as may be determined to be due in respect of such Dissenting Shares pursuant to Article 13 of the North Carolina Business Corporation Act; *provided, however*, that any holder of Dissenting Shares who shall have failed to perfect or shall have withdrawn or lost his rights to appraisal of such Dissenting Shares, in each case under the North Carolina Statute, shall forfeit the right to appraisal of such Dissenting Shares, and such Dissenting Shares shall be deemed to have been converted into the right to receive, as of the Effective Time, the Merger Consideration set forth in Section 1.06(b)(i), without interest. The Surviving Corporation shall comply with all of its obligations under the North Carolina Business Corporation Act with respect to holders of Dissenting Shares.

2.02 Exchange of Certificates

- (a) Promptly after the Effective Time, the Surviving Corporation shall mail to each person who was a record holder as of the Effective Time of an outstanding certificate or certificates which immediately prior to the Effective Time represented shares of Common Stock (the "Certificates"), and whose shares were converted into the right to receive Merger Consideration pursuant to Section 1.06, a form of letter of transmittal (which shall specify that delivery shall be effected, and risk of loss and title to the Certificates shall pass, only upon proper delivery of the Certificates to the Surviving Corporation) and instructions for use in effecting the surrender of the Certificates in exchange for delivery of the Merger Consideration. Upon surrender to the Surviving Corporation of a Certificate, together with such letter of transmittal duly executed and such other documents as

may be reasonably required by the Surviving Corporation, the Surviving Corporation shall deliver to the holder of such Certificate in exchange therefor the Merger Consideration elected by the Holder in accordance with Section 1.06, and such Certificate shall forthwith be canceled. No interest will be paid or accrued on the Merger Consideration payable upon the surrender of the Certificates. Until surrendered in accordance with the provisions of this Section 2.02, each Certificate (other than Certificates representing shares of Common Stock held in the treasury of the Company, shares of Common Stock held by any subsidiary of the Company and Dissenting Shares) shall represent for all purposes only the right to receive the Merger Consideration without any interest thereon.


- (b) If any Certificates shall not have been surrendered prior to three years after the Effective Time (or immediately prior to such time on which any payment in respect hereof would otherwise escheat or become the property of any governmental unit or agency), the payment in respect of such Certificates shall, to the extent permitted by applicable law, become the property of the Surviving Corporation, free and clear of all claims or interest of any person previously entitled thereto. Notwithstanding the foregoing, none of the Company or the Surviving Corporation shall be liable to any holder of a share of Common Stock for any Merger Consideration delivered in respect of such share of Common Stock to a public official pursuant to any abandoned property, escheat or other similar law.

II. These Articles of Merger shall become effective immediately upon filing with the North Carolina Secretary of State.

This the 23rd day of February, 2000.

GLEN RAVEN MILLS, INC.

By:


Allen E. Gant, Jr., President

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