

MWD 3/27/00

FORM PTO-1618A
Expires 06/30/99
OMB0651-0027

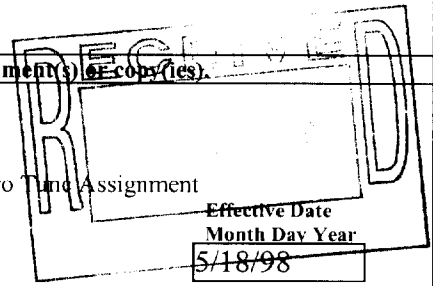
04-11-2000



U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

101314172

JET



TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) ~~or~~ copy(ies).

Submission Type

New

Resubmission Document ID# _____ (Non-Recordation)

Correction of PTO Error
Reel # _____ Frame # _____

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Conveyance Type

Assignment License

Security Nunc Pro Tunc Assignment

Merger

Change of Name

Other Notice of Grant of Security Interest

Conveying Party Mark if additional names of conveying parties attached

Name Cluett Peabody & Co., Inc. Execution Date 5/18/98
Month Day Year

Formerly _____

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization Delaware

Receiving Party Mark if additional names of receiving parties attached

Name Bank of America, N.A., as Agent

DBA/AKA/TA _____

Composed of _____

Address (line 1) 101 N. Tryon Street

Address (line 2) 15th Floor

Address (line 3) Charlotte NC 28202
City State/Country Zip Code

Individual General Partnership Limited Partnership

Corporation Association

Other National Banking Association

Citizenship/State of Incorporation/Organization _____

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

FOR OFFICE USE ONLY

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

04/10/2000 DNGUYEN 00000441 0814064

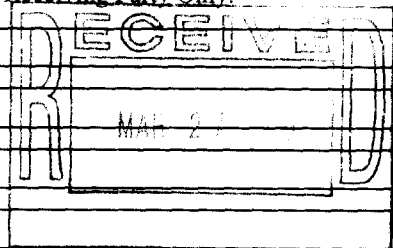
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Domestic Representative Name and Address

Enter for the first Receiving Party Only.



Name _____
Address (line 1) _____
Address (line 2) _____
Address (line 3) _____
Address (line 4) _____

Correspondent Name and Address

Area Code and Telephone Number (919) 286-8000

Name Steven D. Thomas
Address (line 1) Moore & Van Allen, PLLC
Address (line 2) 2200 West Main Street
Address (line 3) Suite 800
Address (line 4) Durham, NC 27705-4658

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

4

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>	<u>0,814,064</u>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<u>0,849,450</u>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

2

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 65.00

Method of Payment: Enclosed Deposit Account
Deposit Account (any deficiency)
(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: # 13-4365

Authorization to charge additional fees: Yes No

Statement and Signature

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. Charges to deposit account are authorized, as indicated hereby.

Steven D. Thomas
Name of Person Signing

Steven D. Thomas
Signature

March 24, 2000
Date Signed

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of May 18, 1998 (the "Security Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and NationsBank, N.A., now known as Bank of America, N.A. as Agent (the "Agent") for the Lenders referenced therein (the "Lenders"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Agent for the ratable benefit of the Lenders:

TRADEMARKS

<u>Trademark No.</u>	Description of Trademark <u>Item</u>	Date of <u>Trademark</u>
	See Schedule A attached hereto	

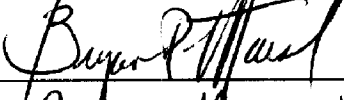
TRADEMARK APPLICATIONS

<u>Trademark Applications No.</u>	Description of Trademark <u>Applied For</u>	Date of Trademark <u>Applications</u>
	See Schedule A attached hereto	

The Obligors and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

CLUETT PEABODY & CO., INC.

By: 
Name: Bryan Macrae
Title: Chairman

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Agent

By: _____
Name: _____
Title: _____

The Obligors and the Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

CLUETT PEABODY & CO, INC.

By: [Signature]
Name: Brian Marshall
Title: Chairman

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Agent

By: [Signature]
Name: F.A. ZAGAR
Title: MANAGING DIRECTOR

SCHEDULE A

**U.S. TRADEMARKS
OF
CLUETT PEABODY & CO., INC.**

Issued Trademarks

Trademark No.	Filing Date	Description
0814064		Rogers Peet
0849450		Taffeknit