

03-17-2003



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): 3-12-03 Griffin L.L.C. Valdosta, Georgia Rocky Ford Road P. O. Box 1847 Valdosta, GA 31603-1847

2. Name and address of receiving party(ies) Name: Bank of America, N.A., as Collateral Agent Internal Address: Street Address: 101 North Tryon Street, 15th Floor City: Charlotte State: NC Zip: 28255

3. Nature of conveyance: [] Assignment [] Merger [] Security Agreement [] Change of Name [x] Other Notice of Grant of Security Interest Execution Date: April 30, 2002

[] Individual(s) citizenship [] Association [] General Partnership [] Limited Partnership [] Corporation-State [x] Other a National Banking Association

4. Application number(s) or registration number(s): A. Trademark Application No.(s) SEE ATTACHED SCHEDULE B. Trademark Registration No.(s) SEE ATTACHED SCHEDULE

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Steven D. Thomas Internal Address: Moore & Van Allen, PLLC Street Address: 2200 West Main Street Suite 800 City: Durham State: NC Zip: 27705

6. Total number of applications and registrations involved: 22 7. Total fee (37 CFR 3.41): \$ 565.00 [x] Enclosed [x] Authorized to be charged to deposit account 8. Deposit account number: 50-2316

DO NOT USE THIS SPACE

9. Signature: Steven D. Thomas Name of Person Signing Signature Date: March 12, 2003

Total number of pages including cover sheet, attachments, and document: 05

OFFICE OF PUBLIC RECORDS FINANCE SECTION 2003 MAR 12 AM 7:17

03/14/2003 ECOOPER 00000064 2337348

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

01 FC:8521 40.00 OF 02 FC:8522 525.00 OF

TRADEMARK REEL: 002691 FRAME: 0729

Schedule A

Griffin L.L.C. Valdosta, Georgia

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
ATRAPA	2,337,348	04/04/2000
BAR DESIGN	2,421,070	01/16/2001
BOA	2,435,608	03/13/2001
FREEFALL	2,521,084	12/18/2001
INFERNO	2,358,402	06/13/2000
INFERNO	2,358,402	06/13/2000
NAUTILUS	2,418,289	01/02/2001
NOAH	1,961,033	03/05/1996
NOAH & DESIGN	2,491,776	09/25/2001
PARTNERS IN PRODUCTION & DESIGN	2,488,598	09/11/2001
POTATO IN SUIT DESIGN	2,525,700	01/01/2002

Pending Applications

Mark	Serial No.	Filing Date
ABACUS	75/936,646	03/06/2000
AUTOJET	75/622,821	01/19/1999
AVAST!	76/059,008	05/30/2000
AVERMEX	75/936,647	03/06/2000
CONCORDE	75/789,433	09/01/1999
EAGRE	76/059,051	05/25/2000
EQUUS	75/780,880	08/20/1999
LUCID	76/050,508	05/16/2000
PIKEASE	75/936,648	03/06/2000
POTATO IN ARMOUR DESIGN	75/726,618	06/11/1999
PYROETTE	75/659,456	03/12/1999

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 April 30, 2002 (as the same may be amended, modified, extended or restated from time to time, the "Security Agreement") by and among the Grantors thereto (each an "Grantor" and collectively, the "Grantors") and Bank of America, N.A., as Collateral Agent (the "Collateral Agent") for the Creditors referenced therein (the "Creditors") and that certain Collateral Sharing Agreement dated as of the same date between the Collateral Agent and the Grantors (the "Collateral Sharing Agreement"), the undersigned Grantor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Collateral Agent for the benefit of the Creditors:

TRADEMARKS

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

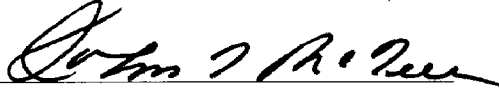
TRADEMARK APPLICATIONS

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

The Grantors and the Collateral Agent, on behalf of the Creditors, 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 the Collateral Sharing Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

GRIFFIN L.L.C. VALDOSTA, GEORGIA

By: 

Name: _____

Title: _____

Acknowledged and Accepted:

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

By: _____

Name: _____

Title: _____

The Grantors and the Collateral Agent, on behalf of the Creditors, 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 the Collateral Sharing Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

GRIFFIN L.L.C. VALDOSTA, GEORGIA

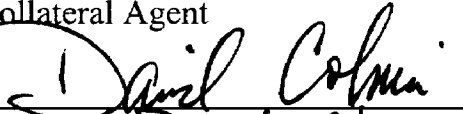
By: _____

Name: _____

Title: _____

Acknowledged and Accepted:

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

By: 

Name: David Colmie

Title: Senior Vice President

Schedule A

Griffin L.L.C. Valdosta, Georgia

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Mark	Registration No.	Registration Date
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