

EXHIBIT "A"

UCC FINANCING STATEMENT

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Debtor: Brighton Weaving LLC
 Juris: Secretary of State, DE

DELAWARE DEPARTMENT OF STATE
 U.C.C. FILING SECTION
 FILED 01:30 PM 03/09/2004
 INITIAL FILING NUM: 4067025 9
 AMENDMENT NUMBER: 0000000
 SRV: 040174868

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names

1a. ORGANIZATION'S NAME Brighton Weaving LLC					
OR	1b. INDIVIDUAL'S LAST NAME				
	FIRST NAME	MIDDLE NAME	SUFFIX		
1c. MAILING ADDRESS					
7736 McCloud Road - One Triad Center		CITY GREENSBORO	STATE NC	POSTAL CODE 27409	COUNTRY USA
1d. SEE INSTRUCTIONS		ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION LLC	1f. JURISDICTION OF ORGANIZATION DE	1g. ORGANIZATIONAL ID #, if any 3461242 <input type="checkbox"/> NONE

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names

2a. ORGANIZATION'S NAME					
OR	2b. INDIVIDUAL'S LAST NAME				
	FIRST NAME	MIDDLE NAME	SUFFIX		
2c. MAILING ADDRESS					
		CITY	STATE	POSTAL CODE	COUNTRY
2d. SEE INSTRUCTIONS		ADD'L INFO RE ORGANIZATION DEBTOR	2e. TYPE OF ORGANIZATION	2f. JURISDICTION OF ORGANIZATION	2g. ORGANIZATIONAL ID #, if any <input type="checkbox"/> NONE

3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - insert only one secured party name (3a or 3b)

3a. ORGANIZATION'S NAME General Electric Capital Corporation, as Agent					
OR	3b. INDIVIDUAL'S LAST NAME				
	FIRST NAME	MIDDLE NAME	SUFFIX		
3c. MAILING ADDRESS					
1100 Abernathy Road, Suite 900		CITY ATLANTA	STATE GA	POSTAL CODE 30328	COUNTRY USA

4. This FINANCING STATEMENT covers the following collateral:

All accounts, chattel paper, documents, inventory, general intangibles, goods, instruments, investment property, deposit accounts, cash and cash equivalents, supporting obligations, letter of credit rights and the proceeds and products thereof as further described on Annex A attached hereto and made a part hereof.

5. ALTERNATIVE DESIGNATION (if applicable):	LESSEE/LESSOR	CONSIGNEE/CONSIGNOR	BAILEE/BAILOR	SELLER/BUYER	AG LIEN	NON-UCC/FILING
6. THIS FINANCING STATEMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS. Attach Addendum if applicable.	7. Check to REQUEST SEARCH REPORT (S) on Debtor(s) (ADDITIONAL FEE required)	All Debtors	Debtor 1	Debtor:		

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Annex A to UCC-1

The Debtor hereby grants, assigns, conveys, mortgages, pledges, hypothecates and transfers to the Secured Party for itself and the benefit of lenders, a lien upon all of its right, title and interest in, to and under all of the following assets, whether now owned by or owing to, or hereafter acquired by or arising in favor of the Debtor (including under any trade names, styles or derivations thereof), and whether owned or consigned by or to, or leased from or to, the Debtor, and regardless of where located (all of which being hereinafter collectively referred to as the "Collateral"):

- (A) all Accounts;
- (B) all Chattel Paper;
- (C) all Documents;
- (D) all General Intangibles including payment intangibles;
- (E) all Goods (including Inventory, Equipment and Fixtures);
- (F) all Instruments;
- (G) all Investment Property;
- (H) all Deposit Accounts, of the Debtor, including all Controlled Deposit Accounts, Concentration Accounts, Disbursement Accounts, and all other bank accounts and all deposits therein;
- (I) all money, cash or cash equivalents of the Debtor;
- (J) all Supporting Obligations and Letter-of-Credit Rights of the Debtor;
- (K) all commercial tort claims; and
- (L) to the extent not otherwise included, all Proceeds, tort claims, insurance claims and other rights to payments not otherwise included in the foregoing and products of the foregoing and all accessions to, substitutions and replacements for, and rents and profits of, each of the foregoing.

Notwithstanding the foregoing, "Collateral" shall not include any Intellectual Property or any stock held by the Debtor (x) of any subsidiary of the Debtor or (y) any joint venture (provided that "Collateral" shall include any dividend, distribution or similar payment in respect of such stock of any such subsidiary or joint venture).

Capitalized terms used herein but not otherwise defined shall have the meanings ascribed to them under the Uniform Commercial Code in effect in the State of New York.

"Controlled Deposit Accounts," "Concentration Accounts," and "Disbursement Accounts" shall mean the meanings given to them in the Revolving Credit Agreement, dated as of March 3, 2004 among Galey & Lord, Inc., the Debtor, the credit parties signatory thereto, the lenders signatory thereto, and the Secured Party, as Agent.

EXHIBIT "B"

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional]

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

LexisNexis Document Solutions
 1177 Avenue of the Americas
 17th Floor
 New York, NY 10036

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names

1a. ORGANIZATION'S NAME
 Galey & Lord, Inc.

OR 1b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

1c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
 980 Avenue of the Americas New York NY 10018 USA

1d. SEE INSTRUCTIONS ADD'L INFO RE ORGANIZATION DEBTOR 1e. TYPE OF ORGANIZATION 1f. JURISDICTION OF ORGANIZATION 1g. ORGANIZATIONAL ID #, if any
 CORP DE 2146914 NONE

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names

2a. ORGANIZATION'S NAME

OR 2b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

2c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY

2d. SEE INSTRUCTIONS ADD'L INFO RE ORGANIZATION DEBTOR 2e. TYPE OF ORGANIZATION 2f. JURISDICTION OF ORGANIZATION 2g. ORGANIZATIONAL ID #, if any
 NONE

3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR(S)) - insert only one secured party name (3a or 3b)

3a. ORGANIZATION'S NAME
 General Electric Capital Corporation, as Agent

OR 3b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

3c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
 1100 Abernathy Road, Suite 900 Atlanta GA 30328 USA

4. This FINANCING STATEMENT covers the following collateral:

All personal property.

5. ALTERNATIVE DESIGNATION (if applicable): LESSEE/LESSOR CONSIGNEE/CONSIGNOR BAILEE/BAILOR SELLER/BUYER AG. LIEN NON-UCC FILING

6. This FINANCING STATEMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS. Attach Addendum (if applicable) 7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) (optional) All Debtors Debtor 1 Debtor 2

8. OPTIONAL FILER REFERENCE DATA 096900/0009

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