

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

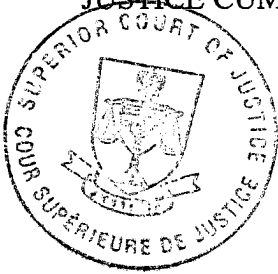
THE HONOURABLE MR.

) MONDAY, THE 26TH

)

JUSTICE CUMMING

) DAY OF JANUARY, 2009



IN THE MATTER OF THE *COMPANIES' CREDITORS*
ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF
COMPROMISE OR ARRANGEMENT OF
PILLOWTEX CANADA INC.

AND IN THE MATTER OF THE APPLICATION OF PILLOWTEX CORPORATION, PTEX, INC., FIELDCREST CANNON, INC., OPELIKA INDUSTRIES, INC., BEACON MANUFACTURING COMPANY, FC ONLINE, INC., ENCEE, INC., FCC CANADA, INC., PTEX HOLDING COMPANY, THE LESHNER CORPORATION, TENNESSEE WOOLEN MILLS, INC., FIELDCREST CANNON FINANCING, INC., FIELDCREST CANNON TRANSPORTATION, INC., FCI OPERATIONS LLC, FIELDCREST CANNON LICENSING, INC., AND FCI CORPORATE LLC, PURSUANT TO SECTION 18.6 OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C., 1985 c. C-36, AS AMENDED

APPLICANTS

ORDER

THIS MOTION, made by RSM RICHTER INC., in its capacity as monitor (the "Monitor") of Pillowtex Canada Inc. (the "Company") for an order, *inter alia*, approving the activities of the Monitor since the date of the last report being June 10, 2004, authorizing the Monitor to distribute the remaining funds in its possession, discharging the Monitor and terminating the proceedings of the Applicants pursuant to the *Companies' Creditors Arrangement Act* (the "CCAA"), was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Notice of Motion of the Monitor, the Ninth Report of the Monitor dated January 15, 2009 (the "Ninth Report"), and on hearing counsel for the Monitor, the Company and no one else appearing:

1. THIS COURT ORDERS that the Motion is properly returnable today, that all parties entitled to notice of this Motion have been duly served with notice hereof and that the method of service of this material be and is hereby approved.

2. THIS COURT ORDERS that all capitalized terms not defined in this Order shall have the meanings given to them in the initial order made by this Honourable Court in these proceedings on August 1, 2003 (as amended, the "Initial Order").

Final Distribution

3. THIS COURT ORDERS that the Monitor is authorized and directed to distribute any remaining funds in its possession to the Company's creditors, without further notice, as detailed under the heading "Final Distribution" in the Ninth Report and in accordance with the Plan of Compromise or Arrangement dated February 9, 2004 as sanctioned by an Order of this Court dated June 29, 2004.

Approval of the Ninth Report and Monitor's Activities

4. THIS COURT ORDERS that the Ninth Report be and is hereby accepted and approved and the actions and activities of the Monitor described therein be and are hereby approved.

Discharge and Release of the Monitor

5. THIS COURT ORDERS that the appointment of RSM Richter Inc. as the Monitor pursuant to the Initial Order is terminated and RSM Richter Inc. is hereby discharged from any further obligations pursuant to the orders made in the CCAA proceedings forthwith following the completion of those matters listed in section 5 of the Ninth Report, such discharge to be effective upon the Monitor filing a Certificate of Completion substantially in the form attached hereto as Schedule "A" (the "Monitor's Completion Certificate").

6. THIS COURT ORDERS that the CCAA proceedings pertaining to the Company and the provisions of the orders made in the CCAA proceedings are hereby terminated, such termination to be effective upon the Monitor filing the Monitor's Completion Certificate.

7. THIS COURT ORDERS AND DECLARES that upon the filing of the Monitor's Completion Certificate, RSM Richter Inc. and its officers, directors, partners, employees, advisors, counsel and agents are hereby released and discharged from any and all liability that each of the above parties now has or may hereafter have by reason of, or in any way arising out of the acts of RSM Richter Inc. while acting in its capacity as monitor herein. Without limiting the generality of the foregoing, RSM Richter Inc. and its officers, directors, partners, employees, advisors, counsel and agents are hereby forever released and discharged from any and all liability relating to the matters that were raised, or which could have been raised, in the within proceedings.

Jan. 26, 2009 Peter A. Cumming J.

ENTERED AT / INSCRIT A TORONTO
ON / BOOK NO:
LE / DANS LE REGISTRE NO.:

JAN 26 2009

PER / PAR: TV

SCHEDULE “A”

Court File No.: 03-CL-5095

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SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

IN THE MATTER OF THE *COMPANIES' CREDITORS*
ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS AMENDED

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APPLICANTS

MONITOR'S COMPLETION CERTIFICATE

WHEREAS pursuant to an Order of the Honourable • Justice •, of the Ontario Superior Court of Justice (Commercial List) made on January 26, 2009 (the “Discharge Order”), RSM Richter Inc, was discharged as monitor (the “Monitor”) of Pillowtex Canada Inc. with such discharge to be effective upon the Monitor filing a certificate with this Honourable Court confirming completion of the activities described in section 5 of the Ninth Report of the Monitor dated January 15, 2009 (the “Final Distribution”).

THE UNDERSIGNED HEREBY CERTIFIES AS FOLLOWS:

1. The Final Distribution has been completed.

DATED at Toronto, Ontario this _____ day of _____, 2009.

RSM RICHTER INC., solely in its capacity
as the court-appointed monitor of Pillowtex
Canada Inc. and not in its personal capacity

Per:

Name: _____

IN THE MATTER OF IN THE MATTER OF THE *COMPANIES' CREDITORS*
ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS AMENDED
AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
PILLOWTEX CANADA INC.

Court File No. 03-CL-5095

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**SUPERIOR COURT OF JUSTICE
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ORDER

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Solicitors for the Monitor

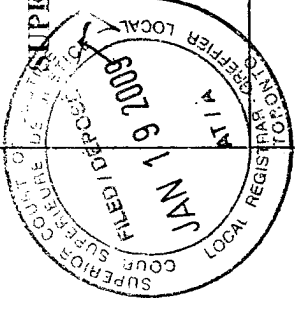
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PILLOWTEX CANADA INC.

26 Jan 2009

Court File No. 03-CL-5095

ONTARIO

SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)



Jan 26/09
On the basis of the materials
submitted in the Motion Record,
Order signed.

R. Q. Cumming

MOTION RECORD

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