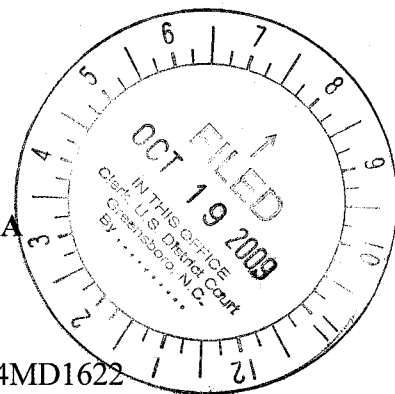


UNITED STATES DISTRICT COURT
FOR THE MIDDLE DISTRICT OF NORTH CAROLINA



IN RE: COTTON YARN ANTITRUST
LITIGATION

CIVIL ACTION NO: 1:04MD1622

THIS DOCUMENT RELATES TO: ALL ACTIONS

**ORDER GRANTING PLAINTIFFS' UNOPPOSED MOTION FOR
LEAVE TO DISSEMINATE NOTICE TO PROSPECTIVE CLASS MEMBERS RE:
CONTEMPLATED DISMISSAL OF PLAINTIFFS' CLAIMS AGAINST DEFENDANTS
FRONTIER SPINNING MILLS LLC, FRONTIER SPINNING MILLS, INC., FRONTIER
INC., AVONDALE MILLS, INC. AND AVONDALE INCORPORATED**

It is hereby ORDERED AND DECREED as follows:

1. The unopposed Motion of Plaintiffs for Leave to Disseminate Notice to Proposed Class Members¹ of the Contemplated Dismissal of this action as against Frontier Spinning Mills LLC; Frontier Spinning Mills, Inc.; Frontier Inc.; Avondale Mills, Inc.; and Avondale Incorporated ("the Frontier and Avondale Defendants") [Doc. #124] is hereby GRANTED.
2. The Court approves the form and content of the: (a) Notice attached hereto as Exhibit A; (b) Summary Notice attached hereto as Exhibit B.
3. The Court finds that the mailing and publication of the notices in the manner set forth herein constitute the best notice practicable under the circumstances, is due and sufficient notice to all persons entitled thereto, complies fully with the requirements of Federal Rule of Civil

¹ As used herein, the term "proposed class members" means:

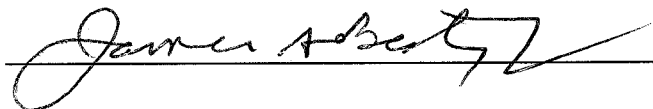
All persons or entities (excluding government entities, defendants, their parents, predecessors, subsidiaries and affiliates) who purchased cotton yarn in the United States directly from any defendant listed below during the period from January 1, 1999 to February 1, 2004: Frontier Spinning Mills LLC; Frontier Spinning Mills, Inc.; Frontier Inc.; Avondale Mills, Inc.; Avondale Incorporated; Parkdale America LLC; and Parkdale Mills, Inc.

Procedure 23 and the due process requirements of the Constitution of the United States, and adequately apprises potential class members of the named plaintiffs' dismissal of their claims against Frontier Spinning Mills LLC, Frontier Spinning Mills, Inc., Frontier Inc., Avondale Mills, Inc. and Avondale Incorporated, and the rights of potential class members in connection therewith.

4. Notice shall be mailed by first class mail, postage prepaid, on or about December 1, 2009, to all members of the proposed Class whom Class Counsel have been able to identify through information provided by defendants during the course of this litigation. The Notice shall be provided to all persons who request it in response to the published Summary Notice provided for in paragraph 5 herein.
5. Class Counsel are hereby directed to cause a Summary Notice, in the form attached hereto as Exhibit B, to be published on or about December 10, 2009, on one occasion in the national edition of The Wall Street Journal.
6. Class Counsel shall cause to be filed with the Clerk of this Court, and served upon counsel for defendants, affidavits or declarations of the person under whose general direction the mailing of the Notice and the publication of Summary Notice were made, showing that mailing and publication were made in accordance with this Order within fourteen days after the publication of Summary Notice provided for in paragraph 5 of this Order.
7. Plaintiffs will file a stipulation dismissing the claims of the plaintiff class representatives against the Frontier and Avondale Defendants within 10 days of publication of Summary Notice as provided for above. The stipulation of dismissal shall be effective on February 15, 2010, and shall be without prejudice, with each party to bear their own costs and fees, pursuant to Fed. R. Civ. P. 41(a)(1).

This, the 16 day of October, 2009.

BY THE COURT

A handwritten signature in black ink, appearing to read "James A. Roberts", is written over a horizontal line.

United States District Judge

EXHIBIT A

**UNITED STATES DISTRICT COURT
FOR THE MIDDLE DISTRICT OF NORTH CAROLINA**

IN RE: COTTON YARN ANTITRUST
LITIGATION

CIVIL ACTION NO: 1:04MD 1622

THIS DOCUMENT RELATES TO: ALL ACTIONS

**NOTICE OF FORTHCOMING DISMISSAL OF THIS ACTION AGAINST
REMAINING DEFENDANTS FRONTIER SPINNING MILLS LLC;
FRONTIER SPINNING MILLS, INC.; FRONTIER INC.;
AVONDALE MILLS, INC.; AND AVONDALE INCORPORATED**

TO: ALL PERSONS OR ENTITIES (EXCLUDING GOVERNMENT ENTITIES,
DEFENDANTS, THEIR PARENTS, PREDECESSORS, SUBSIDIARIES AND
AFFILIATES) WHO PURCHASED COTTON YARN IN THE UNITED STATES
DIRECTLY FROM ANY DEFENDANT LISTED BELOW DURING THE PERIOD
FROM JANUARY 1, 1999 TO FEBRUARY 1, 2004:

***Frontier Spinning Mills LLC
*Frontier Spinning Mills, Inc.
*Frontier Inc.**

***Avondale Mills, Inc.
*Avondale Incorporated
*Parkdale America LLC
*Parkdale Mills, Inc.**

This Notice has been sent pursuant to Rule 23 of the Federal Rules of Civil Procedure and an Order of the United States District Court for the Middle District of North Carolina (the "Court"). Please read this Notice carefully and in its entirety. The purpose of this notice is to advise you of an important development in this antitrust litigation that may affect any rights you may have with respect to any potential claims against the remaining defendants, Frontier Spinning Mills LLC; Frontier Spinning Mills, Inc.; Frontier Inc.; Avondale Mills, Inc.; and Avondale Incorporated.

THE LITIGATION

Beginning in March 2004, numerous class action lawsuits were filed by direct purchasers of Cotton Yarn against the following defendants ("Defendants"): Parkdale America, LLC; Parkdale Mills, Inc.; Frontier Spinning Mills LLC; Frontier Spinning Mills, Inc.; Frontier Inc.; Avondale Mills, Inc.; and Avondale Incorporated. A consolidated amended complaint was filed on January 7, 2005, and is available for your review at <http://www.hrsclaimsadministration.com/cases/cya/>.

The cases were centralized in the United States District Court for the Middle District of North Carolina. Plaintiffs alleged that Defendants entered into and implemented a contract, combination and conspiracy to fix, raise, maintain or stabilize prices for Cotton Yarn sold in the United States in violation of Section 1 of the Sherman Act, 15 U.S.C. §1.

Each Defendant contested and denied Plaintiffs' allegations. At this time, neither Plaintiffs nor Defendants have proven their respective assertions. The claims against Defendants Parkdale America LLC and Parkdale Mills, Inc. have been resolved.

CLAIMS AGAINST REMAINING DEFENDANTS FRONTIER
SPINNING MILLS LLC; FRONTIER SPINNING MILLS, INC.;
FRONTIER INC.; AVONDALE MILLS, INC.; AND AVONDALE INCORPORATED

This Notice relates to claims against the remaining Defendants: Frontier Spinning Mills LLC; Frontier Spinning Mills, Inc.; Frontier Inc.; Avondale Mills, Inc.; and Avondale Incorporated.

On March 6, 2009, the Court issued a Memorandum Opinion, and Order and Judgment, ruling that the claims asserted in this litigation against the remaining Defendants may only be pursued, if at all, in individual proceedings in private arbitration tribunals, and may not be pursued in court, or as a class action. The Court's Memorandum Opinion, and Order and Judgment of March 6, 2009, as well as the related decision of the United States Court of Appeals for the Fourth Circuit (*In re Cotton Yarn Antitrust Litig.*, 505 F.3d 274 (4th Cir. 2007)), are available for your review at <http://www.hrsclaimsadministration.com/cases/cya/>.

YOUR OPTIONS AS A RESULT OF THE COURT'S RULING

As a result of the rulings summarized above, and as set forth in detail at <http://www.hrsclaimsadministration.com/cases/cya/> you will not be able to obtain any recovery against the remaining Defendants in this lawsuit and *your* interests will not be represented by Class Counsel.

You have two options in response to the Court's ruling requiring the individual, non-class action private arbitration of the claims that had been asserted in this lawsuit against the remaining Defendants, Frontier Spinning Mills LLC; Frontier Spinning Mills, Inc.; Frontier Inc.; Avondale Mills, Inc.; and Avondale Incorporated:

1. You may do nothing. If you choose this option, you will not receive any recovery against any of the remaining Defendants with respect to the claims that had been asserted in this lawsuit.
2. While Class Counsel make no recommendation that you do so, you also have the right to bring your own individual, non-class action private arbitration against the Frontier and/or Avondale Defendants with respect to the claims that had been asserted in this lawsuit, through your own counsel and at your own expense. The statute of limitations with respect to any such claims was suspended with the filing of this Court action on March 2, 2004.

Avondale Incorporated has announced, under Section 14-2-1406 of the Georgia Business Corporation Code, its intention to dissolve, and Avondale Mills, Inc. has announced its intention to dissolve under Section 10-2B-1406 of the Alabama Business Corporation Act. The Avondale

entities' notice is available for review at <http://www.hrsclaimsadministration.com/cases/cya/>. Plaintiffs' response to this Notice, dated March 11, 2009, is also available for review at that website, as in the Avondale entities' response, dated September 16, 2009.

Class Counsel makes no recommendation as to which of the above options is preferable.

STIPULATION OF DISMISSAL

Plaintiffs will file a stipulation dismissing the claims of the plaintiff class representatives against the remaining Defendants within 10 days of the publication of dismissal. The stipulation of dismissal shall be effective on February 15, 2010, and shall be without prejudice, with each party to bear their own costs and fees, pursuant to Fed. R. Civ. P. 41(a)(1).

As a result of the stipulation, the statute of limitations on your individual claims will begin to run again with respect to the claims that had been asserted in this lawsuit no later than when the case is dismissed against the remaining Defendants on February 15, 2010. After that date, there can be no assurance as to when the applicable statute of limitations on your individual claims against the remaining Defendants will expire.

Therefore, if you wish to pursue a claim against any of the remaining Defendants, you may only do so with your own attorney and at your own expense.

If you have any further questions, you may contact any of the counsel identified below:

Anthony J. Bolognese
BOLOGNESE & ASSOCIATES LLC
1500 JFK Blvd., Suite 320
Philadelphia, PA 19102
Telephone: (215) 814-6750

Steve A. Asher
WEINSTEIN KITCHENOFF
& ASHER LLC
1845 Walnut Street, Suite 1100
Philadelphia, PA 19103
Telephone: 315-545-7200

Steve Kanner
FREED, KANNER LONDON
& MILLER LLC
2201 Waukegan Road, Suite 130
Bannockburn, IL 60015
Telephone: 244-632-4500

Joseph C. Kohn
KOHN, SWIFT, & GRAF, P.C.
One South Broad Street, Suite 2100
Philadelphia, PA 19107
Telephone: 215-238-1700

Do not contact the Judge or the Clerk of the Court.

This, the 16 day of October, 2009.


Chief Judge James A. Beaty, Jr.

EXHIBIT B

IN THE UNITED STATES DISTRICT COURT
FOR THE MIDDLE DISTRICT OF NORTH CAROLINA

IN RE: COTTON YARN ANTITRUST LITIGATION
CIVIL ACTION NO: 1:04MD 1622

NOTICE OF FORTHCOMING DISMISSAL OF THIS ACTION AGAINST
REMAINING DEFENDANTS FRONTIER SPINNING MILLS LLC,
FRONTIER SPINNING MILLS, INC., FRONTIER INC.,
AVONDALE MILLS, INC. AND AVONDALE INCORPORATED

TO: ALL PERSONS OR ENTITIES (EXCLUDING GOVERNMENT ENTITIES,
DEFENDANTS, THEIR PARENTS, PREDECESSORS, SUBSIDIARIES AND
AFFILIATES) WHO PURCHASED COTTON YARN IN THE UNITED STATES
DIRECTLY FROM ANY DEFENDANT LISTED BELOW DURING THE PERIOD FROM
JANUARY 1, 1999 TO FEBRUARY 1, 2004:

***Frontier Spinning Mills LLC**
***Frontier Spinning Mills, Inc.**
***Frontier Inc.**

***Avondale Mills, Inc.**
***Avondale Incorporated**
***Parkdale America LLC**
***Parkdale Mills, Inc.**

The purpose of this notice is to advise you of the forthcoming dismissal of this antitrust litigation and its effect upon any rights you may have with respect to any claims asserted in this lawsuit against the remaining Defendants, i.e., Frontier Spinning Mills LLC; Frontier Spinning Mills, Inc.; Frontier Inc.; Avondale Mills, Inc.; and Avondale Incorporated.

THE LITIGATION

Beginning in March 2004, numerous class action lawsuits were filed by direct purchasers of Cotton Yarn against the following defendants: Parkdale America, LLC; Parkdale Mills, Inc.; Frontier Spinning Mills LLC; Frontier Spinning Mills, Inc.; Frontier Inc.; Avondale Mills, Inc.; and Avondale Incorporated ("Defendants"). Plaintiffs alleged that Defendants entered into and implemented a contract, combination and conspiracy to fix, raise, maintain or stabilize prices for Cotton Yarn sold in the United States in violation of Section 1 of the Sherman Act, 15 U.S.C. § 1.

Each Defendant contested and denied Plaintiffs' allegations. At this time, neither Plaintiffs nor Defendants have proven their respective assertions. The claims against Defendants Parkdale America LLC and Parkdale Mills, Inc. have been resolved.

This Notice relates to the claims asserted in this action against the remaining Defendants: Frontier Spinning Mills LLC, Frontier Spinning Mills, Inc., Frontier Inc., Avondale Mills, Inc. and Avondale Incorporated ("Frontier and Avondale Defendants").

The Court has ruled that these claims may be pursued, if at all, individually and only in private arbitration tribunals. The Court's rulings are available for your review at <http://www.hrsclaimsadministration.com/cases/cya>.

YOUR OPTIONS

As a result of the Court's rulings, you will not be able to obtain any recovery against the Frontier and Avondale Defendants by virtue of the price-fixing claims asserted in this class action lawsuit.

You have two options in response to the Court's ruling:

1. You may do nothing. If you choose this option, you will not receive any recovery against the remaining Defendants.
2. While Class Counsel make no recommendation that you do so, you also have the right to bring your own individual, non-class action private arbitration against the Frontier and/or Avondale Defendants with respect to the claims that had been asserted in this lawsuit, through your own counsel and at your own expense. The statute of limitations with respect to any such claims was suspended with the filing of this Court action on March 2, 2004.

Avondale Incorporated has announced, under Section 14-2-1406 of the Georgia Business Corporation Code, its intention to dissolve, and Avondale Mills, Inc. has announced its intention to dissolve under Section 10-2B-1406 of the Alabama Business Corporation Act. The Avondale entities' notice is available for review at <http://www.hrsclaimsadministration.com/cases/cya/>. Plaintiffs' response to this Notice, dated March 11, 2009, is also available for review at that website, as is the Avondale entities' response, dated September 16, 2009.

Class Counsel makes no recommendation as to which of the foregoing options is preferable.

STIPULATION OF DISMISSAL

Plaintiffs will file a stipulation dismissing the claims of the plaintiff class representatives against the remaining defendants within 10 days of publication notice. The stipulation of dismissal shall be effective on February 15, 2010. The statute of limitations with respect to any such claims was suspended with the filing of this Court action on March 2, 2004. As a result of the stipulation, the statute of limitations on your individual claims will no longer be suspended after this action is dismissed on February 15, 2010. After that date, there can be no assurance as to when the applicable statute of limitations against the Frontier and/or Avondale Defendants will expire.

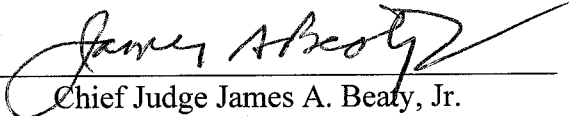
Therefore, if you wish to pursue a claim that had been asserted in this action against any of the remaining Defendants, you may only do so with your own attorney, at your own expense.

Further details regarding your options and the forthcoming dismissal are set forth in a long-form notice that has been mailed. If you have not received the long-form notice and wish to review it, it is available at <http://www.hrsclaimsadministration.com/cases/cya/>.

If you have any further questions, you may contact any of the following counsel: Anthony Bolognese, Bolognese & Associates LLC, 1500 JFK Blvd., Suite 320, Phila., PA 19102, 215-814-6750; Steven A. Asher, Weinstein Kitchenoff & Asher LLC, 1845 Walnut St., Suite 1100, Phila., PA 19103, 215-545-7200; Steven Kanner, Freed Kanner London & Miller LLC, 2201 Waukegan Rd., Suite 130, Bannockburn, IL 60015, 224-632-4500; or Joseph C. Kohn, Kohn, Swift & Graf, P.C., One South Broad Street, Suite 2100, Phila., PA 19107, 215-238-1700.

Do not contact the Judge or the Clerk of the Court.

This, the 18 day of October, 2009.


Chief Judge James A. Beaty, Jr.