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1 SHEET

OMB No. 0651-0011 (exp. 4/94)



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Tab settings

To the Honorable Commissioner of Patents and Trademarks 100731336

attached original documents or copy thereof.

1. Name of conveying party(ies):

General Felt Industries, Inc.

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State Delaware, Other

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

Name: Foamex Carpet Cushion, Inc.

Internal Address:

Street Address: 1000 Columbia Avenue

City: Linwood State: PA ZIP: 19061

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State Delaware, Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment, Merger, Security Agreement, Change of Name, Other

Execution Date: February 27, 1998

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

See attached schedule

B. Trademark Registration No.(s)

See attached schedule

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Midge M. Hyman, Esq.

Internal Address: Willkie Farr & Gallagher

Street Address: 787Seventh Avenue

City: New York State: NY ZIP: 10019

6. Total number of applications and registrations involved: 27

7. Total fee (37 CFR 3.41).....\$ 8690.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

23-2405

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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.

Midge M. Hyman, Esq.

Name of Person Signing

Signature

Date

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

RECEIVED JUN 27 1998 1121915 23-2405

GFI TRADEMARKS

<u>Trademark</u>	<u>Country</u>	<u>Reg./Appln No.</u>	<u>Reg./Filing Date</u>
ALTEX	U.S.	1,121,915	July 10, 1979
BARRIERBOND	U.S.	2,104,229	October 7, 1997
BERBER-MATE	U.S.	1,994,115	August 13, 1996
BLACK DIAMOND	U.S.	2,059,944	May 6, 1997
COMFORTWEAR	Argentina	1,532,216	July 29, 1994
COMFORTWEAR	Brazil	817719989	October 1, 1996
COMFORTWEAR	Canada	455791	March 22, 1996
COMFORTWEAR	Mexico	467724	July 26, 1994
COMFORTWEAR	U.S.	1,897,031	May 30, 1995
COMFORTWEAR*	Venezuela*	4774/94*	April 15, 1994*
COMFORTWEAR & DESIGN	Argentina	1,532,217	July 19, 1994
COMFORTWEAR & DESIGN	Brazil	817719997	October 1, 1996
COMFORTWEAR & DESIGN	Canada	457713	May 24, 1996
COMFORTWEAR & DESIGN	Mexico	472171	September 2, 1994
COMFORTEAR & DESIGN	U.S.	1,897,032	May 30, 1995
COMFORTWEAR & DESIGN	Venezuela	4775/94*	April 15, 1994*

<u>Trademark</u>	<u>Country</u>	<u>Reg./Appln No.</u>	<u>Reg./Filing Date</u>
CRUSH PROTECTOR	U.S.	·2,061,118	May 13, 1997
DERBY	Canada	191235	May 25, 1973
F FOCUS & DESIGN	U.S.	·1,391,691	April 29, 1986
FOCUS	U.S.	·1,386,883	March 18, 1986
GENERAL FELT INDUSTRIES	U.S.	·1,512,844	November 15, 1988
GFI	U.S.	·1,206,771	August 31, 1982
GFI PLUS DESIGN	U.S.	·1,206,770	August 31, 1982
LIFE (stylized)	U.S.	·1,059,971	February 22, 1977
LUXURYBOND	U.S.	·2,063,085	May 20, 1997
MASTERBOND	U.S.	·2,050,857	April 8, 1997
MATRIX	U.S.	·1,156,484	June 2, 1981
NSC	U.S.	·1,119,876	June 12, 1979
NSC (stylized)	U.S.	·1,119,904	June 12, 1979
NZX	U.S.	·1,145,505	January 6, 1981
NZX (stylized)	U.S.	·1,148,063	March 3, 1981
PLUSH LIFE	U.S.	·2,104,234	October 7, 1997
PLUSHSTEP	U.S.	·2,047,806	March 25, 1997
RUB-TEX	U.S.	·614,585	October 18, 1995
RUBBER-LOC	U.S.	·964,238	July 17, 1973
RUBBER-STEP	U.S.	·560,786	July 1, 1952



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SOFTTOUCH	U.S.	2,063,353	May 20, 1997
TOP FLITE	Canada	189335	March 16, 1973
WHAT EVERY CARPET SHOULD WEAR	Canada	457712	May 24, 1996
WHAT EVERY CARPET SHOULD WEAR	U.S.	1,949,448	January 16, 1996

*denotes pending application



TRADEMARK ASSIGNMENT

This Assignment is made on the 27th day of February, 1998 between GENERAL FELT INDUSTRIES, INC., a Delaware corporation having its principal place of business at 375 Park Avenue, 11th Floor, New York, NY 10152 ("Assignor"), and FOAMEX CARPET CUSHION, INC., a Delaware corporation having its principal place of business at 1000 Columbia Avenue, Linwood, PA 19061 ("Assignee").


WHEREAS, Assignor owns the trademarks and trademark applications and registrations on the Principal Register of the United States Patent and Trademark Office listed on Schedule A hereto (collectively the "Marks") and wishes to assign the Marks to the Assignee; and

WHEREAS, Assignee wishes to take assignment of the Marks:

NOW THEREFORE, in connection with the consummation of the transactions contemplated by the Asset Purchase Agreement, dated as of February 27, 1998, relating to the sale by GFI of substantially all of its assets (the "Carpet Cushion Agreement"), and for other good and valuable consideration, the sufficiency and receipt of which is hereby acknowledged, Assignor does hereby assign, sell and transfer to Assignee, its successors and assigns, its right, title and interest in and to the Marks and all of the goodwill associated therewith together with the right to recover damages and profits and all other remedies for past infringements thereof.

IN WITNESS WHEREOF, the undersigned has executed this Assignment as of February 27, 1998.

GENERAL FELT INDUSTRIES, INC.

By: 
Name: PHILIP N. SMITH, JR.
Title: VICE PRESIDENT



STATE OF New York)
COUNTY OF New York)

On this 27 day of February, 1998, personally appeared Philip N. Smith, Jr. to me known and known to me to be a Vice President of General Felt Industries, Inc., the Assignor named above, and acknowledge that (s)he executed the foregoing Assignment on behalf of said Assignor and pursuant to authority duly received.

Patrick B. Garbe
Notary Public

PATRICK B. GARBE
Notary Public, State of New York
No. 01GA5061506
Qualified in New York County 98
Commission Expires June 10, 98



GEL TRADEMARKS

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ALTEX	U.S.	1,121,915	July 10, 1979
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Foamex Fibers

Intellectual Property and Licensed Intellectual Property

Computer Software

1. Account Mate 3.5 - Integrated Multi-User Accounting Software
Quattro Pro 5.0
Word Perfect 6.0
Lotus 123 2.01
2. Account Mate 3.5 - Integrated Multi-User Accounting Software
Lotus 123 2.01

Trademarks

Nouveau
Performer & Plus
Excellence
Millenia
Pavillion
Thermoloft
L-3 SN
L-3C
L-4
L-4B
Sure-Grip
Ultima
Pinnacle
Ultra Plush
T-102
Ultra Life & Plus
NPL-25



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