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U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

03-14-2001

U.S. Patent & TMO/TM Mail RptDt. #57



101651726

To the Honorable Commissioner of Patents and Trademarks, please return the attached original documents or copy thereof.

1. Name of conveying party(ies): 3.14.01  
**NATIONAL BEDDING COMPANY, dba**  
**SERTA MATTRESS COMPANY**  
**5401 Trillium Blvd., Ste. 250**  
**Hoffman Estates, IL 60192**

Individuals(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation-State **ILLINOIS**  
 Other

2. Name and address of receiving party(ies)  
Name: **INSTINCTS, INC.**  
Internal Address:  
Street Address: **600 S. Holly Street**  
City: **Denver** State: **Colorado** ZIP: **80246**

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State **COLORADO**  
 Other \_\_\_\_\_

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

3. Nature of conveyance:  
 **Assignment**                       Merger  
 Security Agreement               Change of Name  
 Other \_\_\_\_\_

Execution Date: **December 31, 2000**

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

TRADEMARK OFFICE  
 U.S. PATENT &  
 TRADEMARK OFFICE  
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 TRADEMARK FEE PROCESS.

4. Application number(s) or patent number(s):  
A. Trademark Application No.(s)

B. Trademark Registration No.(s)  
**THE MATTRESS FACTORY (#1,088,372)**

Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
**Mr. Sigi Hinojosa**  
Name: **Buchalter, Nemer, Fields & Younger**  
Internal Address: \_\_\_\_\_  
Street Address: **601 South Figueroa Street, 24th Floor**  
City: **Los Angeles** State: **California** ZIP: **90017**

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41) ..... \$ 40<sup>00</sup>  
 Enclosed  
 Authorized to be charged to deposit account

8. Deposit account number:  
20-0052  
(Attach duplicate copy of this page if paying by deposit account)

03/29/2001 AAHMED1 00000012 200052 1088372  
01 FC:581 40.00 CH

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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.

**MR. SIGI HINOJOSA**  
Name of Person Signing

Signature

**March 12, 2001**  
Date

*Christine E. Wilson*  
Total number of pages including cover sheet, attachments, and document:

ASSIGNMENT OF TRADEMARK AND GOODWILL

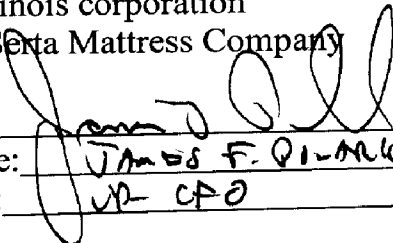
FOR VALUE RECEIVED, NATIONAL BEDDING COMPANY, an Illinois corporation, dba SERTA MATTRESS COMPANY ("Assignor"), hereby grants, assigns, conveys and transfers to INSTINCTS, INC., a Colorado corporation ("Assignee"), WITHOUT RECOURSE, REPRESENTATION OR WARRANTY, EXPRESS OR IMPLIED, OF ANY KIND OR NATURE, and Assignee accepts, all right, title and interest of Assignor in and to the following:

Service Mark: "The Mattress Factory", together with goodwill symbolized by and associated with said service mark  
Registration Number: 1,088,372  
Registered: March 28, 1978

Upon Assignee's request, Assignor will execute such other documents and take such other actions as are reasonably necessary to effectuate the Assignment hereunder.

DATED: December 31, 2000

NATIONAL BEDDING COMPANY,  
an Illinois corporation  
dba Serta Mattress Company

By:   
Name: JAMES F. O'NEIL  
Title: VP - CFO