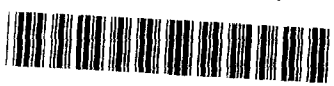


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Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

101778890 ▼ ▼ ▼ ▼

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
The Stearns & Foster Bedding Company

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: Sealy Mattress Company
Internal Address: _____
Address: _____
Street Address: One Office Parkway
City: Trinity State: NC Zip: 27370

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Ohio
 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: April 16, 2001

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

B. Trademark Registration No.(s)
(See attached Schedule)

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Jeanne E. Longmuir
Internal Address: Calfee Halter & Griswold LLP

Street Address: 1400 McDonald Investment Center, 800 Superior Avenue

City: Cleveland State: Ohio Zip: 44114

6. Total number of applications and registrations involved: 40

7. Total fee (37 CFR 3.41).....\$ 1,015.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
03-0172

(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.

Jeanne E. Longmuir [Signature] 7/9/01
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 11

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

07/16/2001 TDIAZ1 00000:73 1909312
01 FC:481 40.00 DP
02 FC:482 975.00 DP

TRADEMARK
REEL: 002329 FRAME: 0187

SCHEDULE-A


STEARNS & FOSTER BEDDING CO.

U.S.

TRADEMARK REGISTRATIONS
AND APPLICATIONS

I. U. S. REGISTRATIONS

C,H & G # 21528	MARK	REG. NO.	REG. DATE
01256	BERKSHIRE	1,909,312	08/01/95
01250	BRANFORD	1,910,757	08/08/95
01311	BUCKINGHAM	995,630	10/15/74
00406	BUILT TO THE MOST EXACTING STANDARDS IN THE WORLD. YOURS	1,717,103	09/15/92
01257	CANTERBURY	1,909,310	08/01/95
00926	COMFORT CLOUD	1,158,129	06/23/81
01724	CORRECT CONTOUR	2,290,388	11/02/99
01248	COVENTRY	1,906,560	07/18/95
01251	DANBURY	1,912,558	08/15/95
01258	DARTMOUTH	1,909,311	08/01/95
01255	DOMINION	1,912,557	08/15/95
01330	DYNASTY	723,310	10/31/61
01252	EDINBURGH	1,912,559	08/15/95
01253	HAMPTON	1,909,313	08/01/95
01013	HUMIDGUARD	727,707	02/20/62
01011	INNER QUILT	719,078	07/25/61

C,H & G # 21528	MARK	REG. NO.	REG. DATE
00931	<i>Inspiration</i>	810,775	07/05/66
00932	Insulo Spring Cushion	298,404	10/25/32
00189	INTEGRA-LOK	1,731,151	11/10/92
01262	KENSINGTON	1,944,627	12/26/95
01254	KNIGHTSBRIDGE	1,912,560	08/15/95
00933	<i>Ladyfair</i>	257,935	06/25/29
01009	LOCKED EDGE	713,686	04/04/61
00934	MARVELUX	840,464	12/12/67
00940	<i>Posture-Rest</i>	866,831	03/18/69
00937		1,329,627	04/09/85
00945	SPLEND'OR	257,936	06/25/29
00946	<i>Splendor</i>	1,326,992	03/26/85
00947	STEARNS & FOSTER	981,071	03/26/74
00924	STEARNS & FOSTER YOU CAN'T GET A BETTER MATTRESS OR BETTER NIGHT'S SLEEP	1,463,549	11/03/87
01236	ULTRAEDGE	2,001,780	09/17/96

C,H & G # 21528	MARK	REG. NO.	REG. DATE
01237	ULTRASTEEL	1,924,647	10/03/95
01010	WEIGHT BALANCED	713,686	04/04/61
01312	WELLINGTON	995,629	10/15/74
01249	YORKSHIRE	1,909,309	08/01/95
01238	YOU DESERVE A STEARNS & FOSTER	1,924,646	10/03/95

II. U. S. TRADEMARK ACTUAL USE APPLICATIONS

C,H & G # 21528	MARK	APP. NO.	APP. DATE
04657	ROYAL TRILOGY	76/136,809	09/27/00
04658	YOU DESERVE A STEARNS FOSTER MATTRESS	76/136,810	09/27/00

STEARNS & FOSTER BEDDING CO.
U.S. INTENT-TO-USE APPLICATIONS

III.

C,H & G #	MARK	APP. NO.	APP. DATE
21528			
04678	GOLDEN ELEGANCE	76/193,787	01/12/01
04074	STEARNS & FOSTER	75/369,283	10/07/97

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"THE STEARNS & FOSTER BEDDING COMPANY", A DELAWARE CORPORATION,

WITH AND INTO "SEALY MATTRESS COMPANY" UNDER THE NAME OF "SEALY MATTRESS COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF OHIO, AS RECEIVED AND FILED IN THIS OFFICE THE EIGHTEENTH DAY OF APRIL, A.D. 2001, AT 2:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE TWENTY-SECOND DAY OF APRIL, A.D. 2001, AT 11:59 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3382036 8100M

AUTHENTICATION: 1087821

010187523

DATE: 04-19-01

TRADEMARK
REEL: 002329 FRAME: 0193

**CERTIFICATE OF MERGER
OF
THE STEARNS & FOSTER BEDDING COMPANY
INTO
SEALY MATTRESS COMPANY**

The undersigned corporation DOES HEREBY CERTIFY:

FIRST: That the names and states of incorporation of each of the constituent corporations of the merger are as follows:

<u>NAME</u>	<u>STATE OF INCORPORATION</u>
The Stearns & Foster Bedding Company	Delaware
Sealy Mattress Company	Ohio

SECOND: That an Agreement of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 252 of the General Corporation Law of Delaware.

THIRD: That the name of the surviving corporation of the merger is Sealy Mattress Company.

FOURTH: That the Amended Articles of Incorporation of Sealy Mattress Company, an Ohio corporation, which is the surviving corporation, shall continue in full force and effect as the Articles of Incorporation of the surviving corporation.

FIFTH: That the executed Agreement of Merger is on file at an office of the surviving corporation, the address of which is Sealy Mattress Company, c/o Sealy, Inc., One Office Parkway, Trinity, North Carolina 27370, Attn: Kenneth Walker, Esquire, General Counsel.

SIXTH: That a copy of the Agreement of Merger will be furnished, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: That Sealy Mattress Company survives the merger and may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of any constituent Delaware corporation as well as for enforcement of any obligation of the surviving corporation arising from the merger, including any suit or other proceeding to enforce the right of any stockholder as determined in appraisal

WINSTON 938082v2

proceedings pursuant to the provisions of Section 262 of the General Corporation Law of Delaware, and it does hereby irrevocably appoint the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceeding. The address to which a copy of such process shall be mailed by the Secretary of State of Delaware is Sealy Mattress Company, c/o Sealy, Inc., One Office Parkway, Trinity, North Carolina 27370, Attn: Kenneth Walker, Esquire, General Counsel until the surviving corporation shall have hereafter designated in writing to the said Secretary of State a different address for such purpose.

EIGHTH: That this Certificate of Merger shall be effective on April 22, 2001 at 11:59 p.m.

Dated: April 18, 2001.

SEALY MATTRESS COMPANY

By

Ronald L. Jones
Ronald L. Jones, CEO and President

Attest:

Kenneth L. Walker
Kenneth L. Walker, Secretary

DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
04/19/2001	200110900032	MERGED OUT OF EXISTENCE (MEX)	.00	.00	.00	.00	.00

Receipt

This is not a bill. Please do not remit payment.

C.T. CORPORATION SYSTEM
17 S. HIGH STREET
COLUMBUS, OH 43215

STATE OF OHIO**Ohio Secretary of State, J. Kenneth Blackwell**

323130

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

THE STEARNS & FOSTER BEDDING COMPANY

and, that said business records show the filing and recording of:

Document(s)
MERGED OUT OF EXISTENCE

Document No(s):
200110900032



United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of
the Secretary of State at Columbus,
Ohio this 22nd day of April, A.D.
2001.

J. Kenneth Blackwell
Ohio Secretary of State

TOTAL P.03



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
04/19/2001	200110900032	MERGER/DOMESTIC (MER)	\$0.00	10.00	.00	.00	.00

Receipt

This is not a bill. Please do not remit payment.

C.T. CORPORATION SYSTEM
17 S. HIGH STREET
COLUMBUS, OH 43215

STATE OF OHIO

Ohio Secretary of State, J. Kenneth Blackwell

33173

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

SEALY MATTRESS COMPANY

and, that said business records show the filing and recording of:

Document(s)
MERGER/DOMESTIC

Document No(s):
200110900032



United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of
the Secretary of State at Columbus,
Ohio this 22nd day of April, A.D.
2001.

J. Kenneth Blackwell
Ohio Secretary of State