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08-14-2001



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August 1, 2001

ASSIGNMENT DIVISION
Commissioner of Patents and Trademarks
1213 Jeff Davis Highway
Suite 300
Arlington, VA 22202

RE: **Recordation of Trademark - COMFORT CLOUD**
Registration No. 1158129

Dear Sir:

Please record the attached original document for the above-referenced trademark. The cover sheet information for recordation is listed below:

Submission Type: New
Conveyance Type: Assignment
Conveying Party: Sealy Technology LLC
(a North Carolina corporation)
One Office Parkway, Trinity, North Carolina, 27370
Execution Date: November 20, 2000
Receiving Party: Sears, Roebuck and Co.
(a New York corporation)
3333 Beverly Road, Hoffman Estates, Illinois, 60179
Trademark: COMFORT CLOUD
Registration No.: 1158129
Please address correspondence to:

Andrea G. Hilborn, Esq.
Sears, Roebuck and Co.
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TRADEMARK
REEL: 002347 FRAME: 0989

STATE OF NORTH CAROLINA

COUNTY OF RANDOLPH

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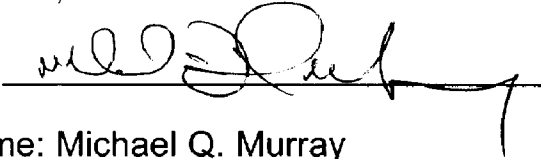
WHEREAS Sealy Technology LLC ("Assignor"), a North Carolina company with offices at One Office Parkway, Trinity, North Carolina 27370, has adopted, used and is using the trademark shown in Schedule A hereto in its mattress business;

AND WHEREAS Sears, Roebuck and Co. ("Assignee"), a New York corporation with offices at 3333 Beverly Road, Hoffman Estates, Illinois 60179, is desirous of acquiring the trademark shown in Schedule A and all versions and derivations thereof (collectively, the "Trademarks"), the registrations and applications for registration of the Trademarks shown in Schedule A and any other registrations and applications for registration of the Trademarks, and the goodwill associated with Trademarks;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, Assignor hereby sells, assigns and transfers to Assignee all right, title and interest in and to the Trademarks, any other registrations and applications for registration of the Trademarks, in and to all income, royalties, damages and payments now or hereafter due or payable with respect thereto and in and to all rights of action arising from the Trademarks, all claims for damages by reason of past, present and future infringement of the Trademarks and the right to sue and collect damages for such infringement, to be held and enjoyed by Assignee for its own use and benefit and for its successors and assigns as the same would have been held by Assignor had this assignment not been made, and the goodwill of the business symbolized by the Trademarks.

Dated: November 20, 2000

SEALY, INC.


By: 

Name: Michael Q. Murray

Title: Assistant Secretary

Subscribed and sworn to before me on

November 20, 2000


Notary Public

SCHEDULE A

Trademark	Registration No.	Registration Date	Class	Goods
COMFORT CLOUD	1158129	June 23, 1981	20	Mattresses and box springs