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

12-19-01

1. Name of conveying party(ies): 12-19-01  
The Chase Manhattan Bank

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

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

3. Nature of conveyance:

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

Execution Date: 7-26-01

2. Name and address of receiving party(ies)

Name: SINT, INC.

Internal Address:

Street Address: 300 Delaware Ave

Suite 1236  
City: Wilmington State: DE ZIP:

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State FL
- 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

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

A. Trademark Application No.(s)

75,992 294  
See Schedule A

B. Trademark Registration No.(s)

See Schedule A

Additional numbers attached?  Yes  No

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

Name: Marlena Wierzbicki

Internal Address:

Street Address: EAB Plaza

14th Floor West Tower

City: Uniondale State: NY ZIP: 11556

6. Total number of applications and registrations involved: 33

7. Total fee (37 CFR 3.41).....\$ 840.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

(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.

Marlena Wierzbicki  
Name of Person Signing

Marlena Wierzbicki  
Signature

12-18-01  
Date

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

Mail Documents to be recorded with required cover sheet information to:  
Commissioner of Patents & Trademarks, Box Assignments

12/20/2001 GT0N11 00000100 75792294

01 FC:481 40.00 DP  
02 FC:482 800.00 DP

**SCHEDULE A**

**APPLICATIONS FOR TRADEMARK REGISTRATION AND  
ISSUED TRADEMARK REGISTRATION FOR SINT, INC.**

**Pending U.S. Trademark Applications**

<b>MARK</b>	<b>FILING DATE</b>	<b>SERIAL NO.</b>
Sleepwell Shops	9/3/1999	75/792,294
Kleinsleep Solid Gold	3/31/2000	76/014,187
Kleinsleep Pure Platinum	3/31/2000	76/014,378
1-800-SLEEPING	11/7/2000	76/160,168
Sleepy's Bronze	6/21/2000	76/074,867
Sleepy's Gold	6/19/2000	76/073,042
Sleepy's Silver	6/19/2000	76/073,041
Sleepy's Platinum	8/9/2000	76/105,627
Sleepy's Pure Platinum	8/9/2000	76/105,117
Sleepy's Platinum Plus	6/16/2000	76/072,490
Sleepy's Solid Gold	8/9/2000	76/105,626

**Issued U.S. Trademark Registrations**

<b>MARK</b>	<b>REG. NO.</b>	<b>ISSUE DATE</b>
Design (man in nightcap)	1,033,343	2/10/1976
Sleepy's and Reclining Figure Design	1,547,769	7/11/1989
We've Got Your Mattress	1,534,859	4/11/1989
We've Got Your Daybed	1,541,062	5/23/1989
We've Got Your Genuine Brass Bed	1,662,080	10/22/1991
We've Got Your Hi-riser	1,662,081	10/22/1991
We've Got Your Brass Bed	1,662,851	10/29/1991

MARK	REG. NO.	ISSUE DATE
We've Got Your Electric Bed	1,669,814	12/24/1991
Bedding Centers and Design	1,037,070	3/30/1976
We're Wide Awake to Save You Money Sleepy's The Mattress Professionals and Design	1,265,008	1/24/1984
Sleepy's #1 Sleep Shop in the Country	1,381,909	2/4/1986
Sleepy's Crushes the Competition	1,770,677	5/11/1993
We've Got Your Canopy Bed	1,865,058	11/29/1994
How to Buy a Mattress in 5 Easy Steps 1. Sit on it; 2. Lie on it; 3. Cuddle on it; 4. Snooze on it; and 5. Go for it and Design	1,997,726	8/27/1996
Dial 1-800 SLEEPY'S The Rest is Easy	1,946,850	1/9/1996
And Remember, the Last "S" Stands for Sleepy's	1,946,856	1/9/1996
Reclining Figure with Telephone Design	1,951,067	1/23/1996
The Last "S" in Sleepy's Stands for Savings	2,265,183	7/27/1999
Sleeping Couple Design	2,139,067	2/24/1998
Even Goldilocks Knows . . . Never Buy a Mattress by Phone	2,146,856	3/24/1998
Sleepy's Kids	2,265,627	7/27/1999
Sleepy's Incredible Price Guarantee	2,322,385	2/22/2000

FFDOCS1\431337.1

**TRADEMARK ASSIGNMENT FOR RECORDATION**

**WHEREAS, SINT, INC.**, a Florida corporation ("Guarantor"), having an executive office at 300 Delaware Avenue, Suite 1256, Wilmington, Delaware, is the owner of all right, title and interest in and to the trademarks set forth on Schedule A attached hereto;

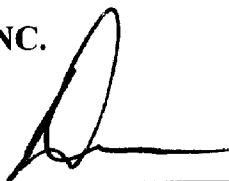
**WHEREAS**, pursuant to the terms and conditions of the Trademark Security Agreement dated as of July 26, 2001 (the "Trademark Agreement") made by Guarantor in favor of **THE CHASE MANHATTAN BANK**, a New York banking corporation ("Secured Party"), Guarantor is required to grant a security interest in, and lien on, said trademarks to secure the obligations of the Guarantor under a Guaranty dated February 6, 1997, in favor of the Secured Party; and

**WHEREAS**, Guarantor is willing to assign to the Secured Party the trademarks and trademark applications described above.

**NOW, THEREFORE**, for good and valuable consideration, the receipt of which is hereby acknowledged, and subject to the terms and conditions of the Trademark Agreement, Guarantor hereby assigns the Secured Party the trademarks set forth in Schedule A attached hereto, the goodwill of the business symbolized by and associated with such trademarks and the right to sue for past, present and future infringements thereof.

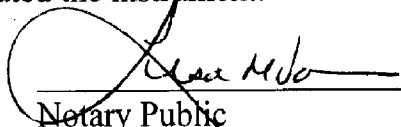
Dated: July 26, 2001.

**SINT, INC.**

By:   
Name: David Acker  
Title: President

STATE OF NEW YORK    )  
                                  ) ss.:  
COUNTY OF NASSAU    )

On the 26th day of July, in the year 2001 before me, the undersigned, personally appeared David Acker personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity, and that by his signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

  
Notary Public

LISA M VAGGARO  
NOTARY PUBLIC, STATE OF NEW YORK  
NO 02VA5049635  
QUALIFIED IN NASSAU COUNTY  
COMMISSION EXPIRES 9/18/01