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03-08-2002

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

2/21/2



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Tab settings

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

1. Name of conveying party(ies):

Mattress Venture, L.P.

- Individual(s)
- General Partnership
- Corporation-State
- 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: February 1, 2002

2. Name and address of receiving party(ies)

Name: Malachi Mattress America, Inc.

Internal Address:

Street Address: 5815 Gulf Freeway

City: Houston State: TX ZIP: 77023

Individual(s) citizenship

Association

General Partnership

Limited Partnership

Corporation-State Texas

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)

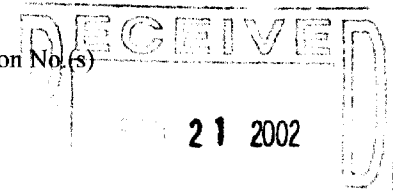
Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1915716



Additional numbers attached? Yes No

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

Name: Constance G. Rhebergen

Internal Address: Bracewell & Patterson, L.L.P.

Street Address: P.O. Box 61389

City: Houston State: Texas ZIP: 77208-1389

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41).....\$ 40.00

Enclosed

Additional fees authorized to be charged to deposit account

8. Deposit account number:

50-0259 (1821JB.029956)

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

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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.

Constance G. Rhebergen
Name of Person Signing

Constance G. Rhebergen
Signature

Feb 5, 2002
Date

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

2

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

SERVICE MARK

ASSIGNMENT

WHEREAS, MATTRESS VENTURE, L.P. ("Mattress Venture"), a Texas limited partnership, has adopted, used, is using and is the owner of the following Service Mark Registration in the United States Patent and Trademark Office:

<u>Reg. No.</u>	<u>Date of Reg.</u>	<u>Mark</u>
1,915,716	August 29, 1995	THE MATTRESS FIRM

WHEREAS, MALACHI MATTRESS AMERICA, INC. ("Malachi Mattress"), a Texas corporation having a business address of 5815 Gulf Freeway, Houston, Texas 77023, is desirous of acquiring the Mark, the registration thereof and the associated goodwill;

NOW, THEREFORE, for goods and valuable consideration, the receipt of which is hereby acknowledged, Mattress Venture does hereby assign to Malachi Mattress all rights, title, and interest in and to the Mark, together with the goodwill of the business symbolized by the Mark and the registration of said Mark and the right to recover any damages for past infringement, if any.

MATTRESS VENTURE, L.P.

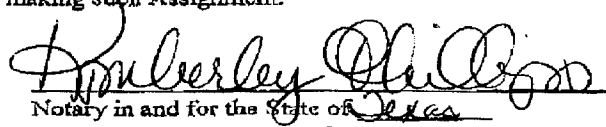
By: Festro, Inc., a Texas corporation

Date: 2/1/02

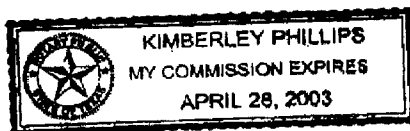
By: 
Gary Fazro
President

STATE OF Texas §
 §
COUNTY OF Harris §

On this 1st day of February, 2002, before me personally appeared Gary Fazro, known to me, who being duly sworn, did depose and say that he is President of Festro, Inc., a Texas corporation, described in the foregoing Assignment, and that the foregoing Assignment was made for the purposes and considerations so stated, and that he was authorized to act on behalf of the corporation in making such Assignment.


Notary in and for the State of Texas

My commission expires: April 28, 2003



[Seal]