

04-10-2002

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To the Honorable Commissioner c

102050197

original documents or copy thereof.

1. Name of conveying party(ies):

Foamex Carpet Cushion, Inc.

3-22-02

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

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

3. Nature of conveyance:

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

Execution Date: March 15, 2002

2. Name and address of receiving party(ies):

Name: Foamex Carpet Cushion LLC  
Internal  
Address: Suite 400

Street Address: 2711 Centerville Road

City: Wilmington State: DE Zip: 19808

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation
- Other Limited liability company – Delaware

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

OFFICE OF PUBLIC RECORDS  
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FINANCE SECTION

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

A. Trademark Application No (s)

76/063083

B. Trademark Registration No.(s)

560,786

Additional number(s) attached?  Yes  No

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

Name: Hayley Werner, Esq.  
Paul, Weiss, Rifkind, Wharton &  
Internal Address: Garrison

Street Address: 1285 Avenue of the Americas

City: New York State: NY Zip: 10019

6. Total number of applications and registrations involved: 30

7. Total fee (37 CFR 3.41) \$ 765.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

50-0706

(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.

Hayley Werner  
Name of Person Signing

Hayley Werner  
Signature

3/22/02  
Date

04/09/2002 DBYRNE 00000208 500706 To 76/063083 of pages including cover sheet, attachments, and documents: 7

01 FC:481 40.00 CH  
02 FC:482 725.00 CH

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

Pending and Registered US Trademarks

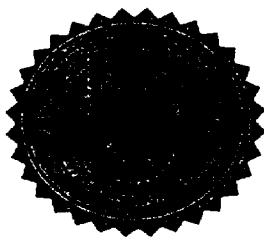
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# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "FOAMEX CARPET CUSHION, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "FOAMEX CARPET CUSHION, INC." TO "FOAMEX CARPET CUSHION LLC", FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF MARCH, A.D. 2002, AT 9 O'CLOCK A.M.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

2858571 8100V

020173921

AUTHENTICATION: 1672725

DATE: 03-18-02  
**TRADEMARK**

REEL: 002478 FRAME: 0960

**CERTIFICATE OF CONVERSION**  
**OF**  
**FOAMEX CARPET CUSHION, INC.**

foamex Carpet Cushion, Inc., a Delaware corporation, hereby certifies as follows:

- FIRST:** The name of the entity prior to conversion is "Foamex Carpet Cushion, Inc."
- SECOND:** Foamex Carpet Cushion, Inc. was duly formed and its original certificate of incorporation was filed with the Secretary of State of Delaware on February 12, 1998.
- THIRD:** The name of the limited liability company into which Foamex Carpet Cushion, Inc. shall be converted is "Foamex Carpet Cushion LLC."
- FOURTH:** The effective date of the conversion to a Delaware limited Liability Company shall be on March 15 2002.
- FIFTH:** The conversion has been approved in accordance with the provisions of Section 266 of the Delaware General Corporation Law.

IN WITNESS WHEREOF, this certificate has been subscribed this 15<sup>th</sup> day of March, 2002, by the undersigned who affirms the statements made herein are true under penalties of perjury.

FOAMEX CARPET CUSHION, INC.

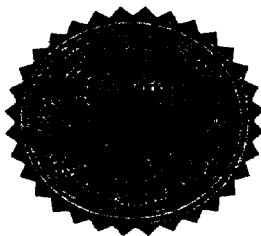
By: George L. Karpinski  
Name: George L. Karpinski  
Title: Vice President

# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "FOAMEX CARPET CUSHION LLC" FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF MARCH, A.D. 2002, AT 9 O'CLOCK A.M.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

2858571 8100V

AUTHENTICATION: 1672725

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TRADEMARK  
DATE: 03-18-02  
REEL: 002478 FRAME: 0962

**CERTIFICATE OF FORMATION**  
**OF**  
**FOAMEX CARPET CUSHION LLC**

The undersigned, an authorized natural person, for the purpose of forming a limited liability company, under the provisions and subject to the requirements of the State of Delaware (particularly Chapter 18, Title 6 of the Delaware Code and the acts amendatory thereof and supplemental thereto, and known, identified, and referred to as the "Delaware Limited Liability Company Act"), hereby certifies that:


**FIRST:** The name of the limited liability company (hereinafter called the "Limited Liability Company") is Foamex Carpet Cushion LLC.

**SECOND:** The address of the initial registered office of the Limited Liability Company in the State of Delaware is located at 2711 Centerville Road, Suite 400, Wilmington, New Castle County, Delaware.

**THIRD:** The name of the initial registered agent upon whom process against the Limited Liability Company may be served is Corporation Service Company.

**FOURTH:** The effective date of the formation shall be March 15, 2002.

**IN WITNESS WHEREOF,** the undersigned has executed this Certificate of Formation as of the 15<sup>th</sup> day of March, 2002.

  
Name: George L. Karpinski  
Title: Authorized Person

Doc#: NY6: 14067d.1

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CSC

RECORDED: 03/22/2002

TRADEMARK  
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