

07-17-2002



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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies): American Fiber Industries, LLC
Individual(s) Association General Partnership Limited Partnership Corporation-State Other Delaware limited liability company
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies) Name: Springs Basic Bedding, LLC Internal Address: Street Address: 205 North White Street City: Fort Mill State: SC Zip: 29715
Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Other Delaware limited liability company
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: January 24, 2002

4. Application number(s) or registration number(s): A. Trademark Application No.(s) See attached Schedule A Additional number(s) attached Yes No

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

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Martha Gayle Barber Internal Address: Alston & Bird LLP Street Address: 101 South Tryon Street Suite 4000 28280- City: Charlotte State: NC Zip: 4000

6. Total number of applications and registrations involved: 65
7. Total fee (37 CFR 3.41): \$ 1,640.00 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. Martha Gayle Barber Name of Person Signing Signature Date 7-8-02

Total number of pages including cover sheet, attachments, and document: 9

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

TRADEMARK REEL: 002540 FRAME: 0979

Schedule A

Trademark: COMFORT ESSENCE
App. No.: 76/334,565
App. Date: 11/5/2001

Trademark: FABRICS BY DESIGN – BODY PILLOW
App. No.: 76/062560
App. Date: 6/5/2000

Trademark: NATURAL ALIGNMENT
App. No.: 76/317839
App. Date: 9/20/2001

Trademark: THE BIGGIE /
App. No.: 76/334,564
App. Date: 11/5/2001

Trademark: THE EXTRA
App. No.: 76/271,853
App. Date: 6/15/2001

Trademark: THE JUMBO PILLOW
App. No.: 76/062562
App. Date: 6/5/2000

Schedule B

Trademark: 2 IN 1
Reg. No.: 2,129,631
Reg. Date: 1/13/1998

Trademark: AMERICAN FIBER INDUSTRIES
Reg. No.: 1,902,746
Reg. Date: 7/4/1995

Trademark: AMERICAN FIBER INDUSTRIES
Reg. No.: 2,235,853
Reg. Date: 3/30/1999

Trademark: BASIC COMFORT
Reg. No.: 2,123,657
Reg. Date: 12/23/1997

Trademark: BAYPORT
Reg. No.: 2,142,643
Reg. Date: 3/10/1998

Trademark: BAYPORT
Reg. No.: 2,328,437
Reg. Date: 3/14/2000

Trademark: BIG HUG
Reg. No.: 2,125,485
Reg. Date: 12/30/1997

Trademark: BODY BOLSTER
Reg. No.: 2,005,403
Reg. Date: 10/1/1996

Trademark: CENTRELLE
Reg. No.: 2,214,470
Reg. Date: 12/29/1998

Trademark: CLUB HOUSE
Reg. No.: 2,206,520
Reg. Date: 12/1/1998

Trademark: COLORSCAPES
Reg. No.: 2,302,128
Reg. Date: 12/21/1999

Trademark: COMFORT BASICS
Reg. No.: 2,167,277
Reg. Date: 6/23/1998

Trademark: COMFORT BASICS
Reg. No.: 2,263,476
Reg. Date: 7/20/1999

Trademark: COMFORT BLEND
Reg. No.: 2,140,917
Reg. Date: 3/3/1998

Trademark: COMFORT CASUALS
Reg. No.: 2,283,308
Reg. Date: 10/5/1999

Trademark: COMFORT CLUSTER
Reg. No.: 2,140,918
Reg. Date: 3/3/1998

Trademark: COMFORT PANEL
Reg. No.: 2,197,785
Reg. Date: 10/20/1998

Trademark: COMFORT PANEL
Reg. No.: 2,291,101
Reg. Date: 11/9/1999

Trademark: COMFORT PLUMES
Reg. No.: 2,150,785
Reg. Date: 4/14/1998

Trademark: COMFORT SPIRAL
Reg. No.: 2,140,919
Reg. Date: 3/3/1998

Trademark: COMFORTSCAPES
Reg. No.: 2,247,280
Reg. Date: 5/25/1999

Trademark: COMFORTSCAPES
Reg. No.: 2,279,920
Reg. Date: 9/21/1999

Trademark: CRAFTER'S CABIN
Reg. No.: 1,677,675
Reg. Date: 3/3/92

Trademark: CROWN ELITE
Reg. No.: 1,965,631
Reg. Date: 4/2/1996

Trademark: CROWN ELITE
Reg. No.: 2,223,985
Reg. Date: 2/16/1999

Trademark: CROWNING COMFORT
Reg. No.: 2,140,920
Reg. Date: 3/3/1998

Trademark: CROWNING COMFORT
Reg. No.: 2,322,102
Reg. Date: 2/22/2000

Trademark: DECORATOR'S TOUCH
Reg. No.: 1,985,626
Reg. Date: 7/9/1996

Trademark: DEEP POCKETS
Reg. No.: 2,339,257
Reg. Date: 4/4/2000

Trademark: DEEP POCKETS
Reg. No.: 2,533,094
Reg. Date: 1/22/2002

Trademark: DOUBLE COMFORT
Reg. No.: 2,140,921
Reg. Date: 3/3/1998

Trademark: GREAT LENGTHS
Reg. No.: 2,123,659
Reg. Date: 12/23/1997

Trademark: INDUR-ON
Reg. No.: 1,885,020
Reg. Date: 3/21/1995

Trademark: KIDS HUG
Reg. No.: 2,042,795
Reg. Date: 3/11/1997

Trademark: LIL' HUG
Reg. No.: 2,123,661
Reg. Date: 12/23/1997

Trademark: NATURAL BEAUTY
Reg. No.: 2,206,521
Reg. Date: 12/1/1998

Trademark: NATURE'S BASICS
Reg. No.: 2,188,996
Reg. Date: 9/15/1998

Trademark: NATURESCAPES
Reg. No.: 2,292,645
Reg. Date: 11/16/1999

Trademark: NIGHTSCAPES
Reg. No.: 2,142,644
Reg. Date: 3/10/1998

Trademark: NIGHTSCAPES
Reg. No.: 2,320,721
Reg. Date: 2/22/2000

Trademark: OPTIMUM COMFORT
Reg. No.: 2,123,658
Reg. Date: 12/23/1997

Trademark: PANEL LUXE
Reg. No.: 2,180,629
Reg. Date: 8/11/1998

Trademark: PANEL-LOFT
Reg. No.: 2,123,656
Reg. Date: 12/23/1997

Trademark: PREFERRED COMFORT
Reg. No.: 2,140,922
Reg. Date: 3/3/1998

Trademark: PRIMARY COMFORT
Reg. No.: 2,140,923
Reg. Date: 3/3/1998

Trademark: SLEEP BASICS
Reg. No.: 2,183,453
Reg. Date: 8/25/1998

Trademark: SLEEPSTYLE
Reg. No.: 1,682,978
Reg. Date: 4/14/1992

Trademark: SPRING BACK!
Reg. No.: 2,290,180
Reg. Date: 11/2/1999

Trademark: SQUARE HUG
Reg. No.: 2,123,660
Reg. Date: 12/23/1997

Trademark: SUPRA-LOFT
Reg. No.: 2,051,887
Reg. Date: 4/15/1997

Trademark: THE BODY HUG
Reg. No.: 2,028,235
Reg. Date: 1/7/1997

Trademark: THE GREAT MATTRESS PAD
Reg. No.: 2,244,064
Reg. Date: 5/4/1999

Trademark: THE GREAT PILLOW
Reg. No.: 2,174,082
Reg. Date: 7/14/1998

Trademark: THE T-SHIRT PILLOW
Reg. No.: 2,252,859
Reg. Date: 6/15/1999

Trademark: ULTRA CROWN
Reg. No.: 2,144,581
Reg. Date: 3/17/1998

Trademark: ULTRA DAMASK
Reg. No.: 2,320,722
Reg. Date: 2/22/2000

Trademark: ULTRA SILK
Reg. No.: 2,188,997
Reg. Date: 9/15/1998

Trademark: ULTRAREST
Reg. No.: 1,965,632
Reg. Date: 4/2/1996

Trademark: WARM HUG
Reg. No.: 2,123,662
Reg. Date: 12/23/1997

CERTIFICATE OF AMENDMENT

OF

AMERICAN FIBER INDUSTRIES, LLC

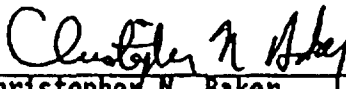
1. The name of the limited liability company is AMERICAN FIBER INDUSTRIES, LLC.
2. The Certificate of Formation of the limited liability company is hereby amended as follows:

The name of the Company is hereby changed to
Springs Basic Bedding, LLC.

Note: (Use the following paragraph if this Certificate is to be effective at a date or time
(which must be a date or time certain) later than filing)

3. This Certificate of Amendment shall be effective on filing.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of
Amendment of American Fiber Industries, LLC this 24th day of January
2002



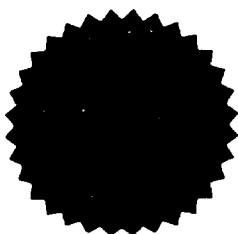
Christopher N. Baker
President

Delaware

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The First State

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 AMENDMENT OF "AMERICAN FIBER INDUSTRIES, LLC", CHANGING ITS NAME FROM "AMERICAN FIBER INDUSTRIES, LLC" TO "SPRINGS BASIC BEDDING, LLC", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF JANUARY, A.D. 2002, AT 3:30 O'CLOCK P.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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RECORDED: 07/15/2002

AUTHENTICATION: 1639909

DATE: 03-01-02
TRADEMARK

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