

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings

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): Bank of America National Trust and Savings Association. Includes checkboxes for Individual(s), General Partnership, Corporation-State, Other, Association, Limited Partnership.

2. Name and address of receiving party(ies): Name: The Stearns and Foster Bedding Company. Internal Address: 1228 Euclid Avenue, Cleveland, Ohio, Zip: 44115. Includes checkboxes for citizenship and partnership types.

3. Nature of conveyance: Includes checkboxes for Assignment, Merger, Security Agreement, Change of Name, and Other Release of Trademark Security Agreement. Execution Date: December 18, 1997.

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 0,437,773. Includes checkbox for additional numbers attached.

6. Total number of applications and registrations involved: 1. Includes checkbox for enclosed and checkbox for authorized to be charged to deposit account.

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Michael G. Fatall, Internal Address: Kirkland & Ellis, Street Address: 200 E. Randolph Drive, City: Chicago, State: Illinois, Zip: 60601.

7. Total fee (37 CFR 3.41): \$ 40.00. 8. Deposit account number: 22-0440. (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. Michael G. Fatall, Signature, 11/6/02, Date. Total number of pages including cover sheet, attachments, and document: 7.

RELEASE OF TRADEMARK SECURITY AGREEMENT

THIS RELEASE, dated as of December 10, 1997 (this "Release"), is made by Bank of America National Trust and Savings Association (successor by merger to Bank of America Illinois, which was formerly known as Continental Bank N.A.), acting in its capacity as administrative agent (in such capacity, the "Administrative Agent") for each of the banks (the "Banks") party to the Second Restated Secured Credit Agreement, dated as of February 25, 1997 (the "Credit Agreement"), among Sealy Corporation (the "Borrower"), the Banks, Banque Paribas, as Documentation Agent, NationsBank, N.A., as Syndication Agent, and the Administrative Agent;

WITNESSETH:

WHEREAS, the security for the obligations and liabilities of the Borrower to the Banks under the Credit Agreement includes the United States Registered Trademarks (collectively, the "Trademark Collateral") set forth on Exhibit A hereto;

WHEREAS, a security interest in the Trademark Collateral was granted by The Stearns & Foster Bedding Company, a Delaware corporation, to the Administrative Agent, for the benefit of the Administrative Agent and the Banks, pursuant to a certain Security Agreement referred to in the Credit Agreement and the Trademark Security Agreement, dated as of July 25, 1989 (the "Original Trademark Security Agreement"), recorded in the records of the United States Patent and Trademark Office on August 18, 1989 beginning at Reel 0665, Frame 595;

WHEREAS, the Original Trademark Security Agreement was (i) supplemented pursuant to that certain Supplement to Trademark Security Agreement, dated as of November 6, 1991, recorded in the records of the United States Patent and Trademark Office on December 20, 1991 beginning at Reel 0835, Frame 326, and rerecorded in the records of the United States Patent and Trademark Office on June 4, 1992 beginning at Reel 0869, Frame 856, (ii) assigned and amended pursuant to that certain Assignment of and Amendment to Trademark Security Agreement, dated as of May 7, 1993, recorded in the records of the United States Patent and Trademark Office on May 10, 1993 beginning at Reel 0956, Frame 332, and (iii) supplemented pursuant to that certain Supplement to Trademark Security Agreement, dated as of May 27, 1994, recorded in the records of the United States Patent and Trademark Office on June 23, 1994 beginning at Reel 1175, Frame 178 (the Original Trademark Security Agreement, as so assigned, amended, and supplemented, being hereinafter referred to as the "Trademark Security Agreement"); and

WHEREAS, the Administrative Agent wishes to release its security interest in the Trademark Collateral as recorded in the records of the United States Patent and Trademark Office at the reels and frames noted above;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the Administrative Agent hereby terminates and releases its security interest and

releases all of its right, title and interest in all of the Trademark Collateral, as set forth on Exhibit A hereto, granted, assigned or conveyed to the Administrative Agent, for the benefit of the Administrative Agent and the Banks, pursuant to the Trademark Security Agreement.

IN WITNESS WHEREOF, the Administrative Agent has caused this Release to be duly executed and delivered by its officer thereunto duly authorized as of the day and year first above written.

BANK OF AMERICA NATIONAL TRUST
AND SAVINGS ASSOCIATION
(successor by merger to Bank of America Illinois,
which was formerly known as Continental
Bank N.A.), as Administrative Agent

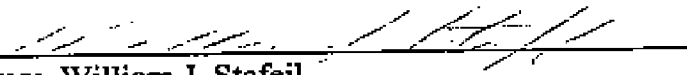
By: 
Name: William J. Stafeil
Title: Vice President

EXHIBIT A
(to the Release of
Trademark Security Agreement)

(See Attached)

Rev. 5/4/93

THE STEARNS & FOSTER BEDDING COMPANY
REGISTERED AND PENDING TRADEMARKS (U.S.)

MARK	REG. NO.	REG. DATE	SERIAL NO.	FILING DATE	REG./FILED AFTER 11/91
AMBIANCE	1,737,649	12/01/92	74/114,989	11/13/90	XXX
BUILT TO THE MOST EXACTING STANDARDS IN THE WORLD. YOURS.	1,717,103	09/15/92	74/109,038	10/25/90	XXX
COMFORT CLOUD	1,158,129	06/23/81	73/235,038	10/15/79	
CORRECT COMFORT	437,773	03/30/48	71/521,414	04/26/47	
CORRECT CONTOUR	1,045,440	08/03/78	73/055,480	06/18/75	
DYNASTY	723,310	10/31/61	72/111,238	01/03/61	
HUMIDGUARD	727,707	02/20/62	72/119,572	05/08/61	
INNER QUILT	719,078	07/25/61	72/092,823	03/14/60	
INSPIRATION	810,775	07/05/66	72/226,478	08/25/65	
INSULO SPRING CUSHION	298,404	10/25/32	71/322,555	12/30/31	
INTEGRA-LOK	1,731,151	11/10/92	74/247,283	02/17/92	XXX
LADYFAIRE	257,935	06/25/29	71/280,146	03/01/29	
LOCKED EDGE	713,686	04/04/61	72/089,964	01/29/60	
MARVELUX	840,464	12/12/67	72/262,634	01/16/67	
PERMA GRID	1,051,884	11/02/78	73/077,576	02/23/76	
PERMA REST	1,512,720	11/15/88	73/703,256	12/28/87	
POSTURE-FLEX	1,006,931	03/18/75	73/021,783	05/17/74	
POSTURE-REST	866,831	03/18/69	72/279,571	09/07/67	
S&F FOUNDED 1846 & DESIGN	960,879	06/12/73	72/430,547	07/21/72	
S&F FOUNDED 1846 & DESIGN	1,329,627	04/09/85	73/493,680	08/06/84	
S&F LOGO	1,500,574	06/16/88	73/702,853	12/28/87	
SEAT EDGE	619,218	12/27/49	71/548,376	11/18/47	
SPLEND'OR	257,936	06/25/29	71/280,148	03/01/29	
SPLENDOR & DESIGN	1,326,992	03/26/85	73/388,858	09/24/82	
STEARNS & FOSTER	981,071	03/26/74	72/430,395	07/20/72	

THE STEARNS & FOSTER BEDDING COMPANY

Rev. 5/4/9

REGISTERED AND PENDING TRADEMARKS (U.S.)

<u>MARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>	<u>SERIAL NO.</u>	<u>FILING DATE</u>	<u>REG./FILED AFTER 11/9</u>
STEARNS & FOSTER YOU CANT GET A BETTER MATTRESS. OR A BETTER NIGHT'S SLEEP.	1,463,549	11/03/87	73/651,523	03/26/87	
UNI-LOK	1,051,885	11/02/76	73/077,977	02/23/78	
VISCOUNT	704,636	09/20/60	72/092,824	03/14/60	
WEIGHT BALANCED	713,685	04/04/61	72/089,963	01/29/60	

THE STEARNS & FOSTER BEDDING COMPANY

U.S. Trademarks Obtained or Pending After May 7, 1993.

MARK	REG. NO.	REG. DATE	SERIAL NO.	FILING DATE
BERKSHIRE	PENDING	PENDING	74/495,746	03/04/94
BRANFORD	PENDING	PENDING	74/495,962	03/02/94
BUCKINGHAM	885,630	10/15/74		04/12/74
CANTERBURY	PENDING	PENDING	74/495,727	03/04/94
COVENTRY	PENDING	PENDING	74/495,951	03/02/94
DANBURY	PENDING	PENDING	74/497,085	03/03/94
DANFORTH	PENDING	PENDING	74/495,975	03/02/94
DARTMOUTH	PENDING	PENDING	74/495,744	03/04/94
DOMINION	PENDING	PENDING	74/497,082	03/04/94
DURHAM	PENDING	PENDING	74/495,743	03/04/94
EDINBURGH	PENDING	PENDING	74/497,107	03/03/94
EXETER	PENDING	PENDING	74/497,787	03/07/94
HAMPSHIRE	PENDING	PENDING	74/497,798	03/07/94
HAMPTON	PENDING	PENDING	74/497,083	03/03/94
KENSINGTON	PENDING	PENDING	74/497,853	03/07/94
KNIGHTSBRIDGE	PENDING	PENDING	74/497,108	03/04/94
ULTRAEDGE	PENDING	PENDING	74/503,880	
ULTRASTEEL	PENDING	PENDING	74/489,752	02/11/94
YORKSHIRE	PENDING	PENDING	74/495,981	03/02/94
YOU DESERVE A STEARNS & FOSTER	PENDING	PENDING	74/489,751	02/11/94