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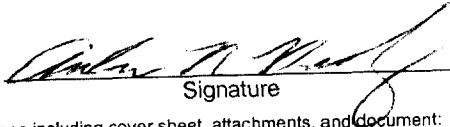
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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

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 document or copy thereof.

<p>1. Name of conveying party(ies): Foamex Carpet Cushion LLC</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation-State: <input checked="" type="checkbox"/> Other: Delaware Limited Liability Company</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>		<p>2. Name and address of receiving party(ies): Name: Foamex L.P.</p> <p>Internal Address: George L. Karpinski Street Address: 1000 Columbia Avenue</p> <p>City: Linwood State: PA Zip: 19061</p> <p><input type="checkbox"/> Individual(s) citizenship: _____ <input type="checkbox"/> Association: _____ <input type="checkbox"/> General Partnership: _____ <input checked="" type="checkbox"/> Limited Partnership: Delaware <input type="checkbox"/> Corporation-State: _____ <input type="checkbox"/> Other: _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes (Designations must be a separate document from assignment) <input type="checkbox"/> No</p> <p>Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	
<p>3. Nature of Conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other:</p> <p>Execution Date: December 30, 2002</p>			
<p>4. Application Number(s) or Registration Number(s):</p> <p>A. Trademark Application No.(s): See attached list.</p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>		<p>B. Trademark Registration No.(s): See attached list.</p> <p>Additional numbers attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>	
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: Andrew R. Prusky, Esq.</p> <p>Internal Address: Foamex L.P. Street Address: 1000 Columbia Avenue</p> <p>City: Linwood State: PA Zip: 19061</p>		<p>6. Total Number of applications and registrations involved: 28</p> <p>7. Total fee (37 CFR 3.41) \$ 715.00</p> <p><input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to Deposit Account <input type="checkbox"/> Authorized to be charged to credit card (Form 2038 enclosed)</p> <p>8. Deposit account number: _____ (Attach duplicate copy of this page if paying by deposit account)</p>	
DO NOT USE THIS SPACE			
<p>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.</p> <p>Andrew R. Prusky  December 30, 2002 Name of Person Signing Signature Date</p> <p>Total number of pages including cover sheet, attachments, and document: <input type="text" value="4"/></p>			

12/31/2002 DBYRNE 00000198 2584066

01 FC:8521 40.00 OP
02 FC:8522 675.00 OP
03 FC:8523 120.00 OP

Foamex Carpet Cushion LLC Trademarks

Trademark	Country	Reg. No. [App. No.]	Reg. Date [File Date]
ADDING COMFORT TO EVERY STEP	U.S.	2584866 ✓	6/25/2002
BARRIERBOND	U.S.	2104229 ✓	10/7/1997
BERBER-MATE	U.S.	1994115 ✓	8/13/1996
BLACK DIAMOND	U.S.	2059944 ✓	5/6/1997
COMFORTGARD	U.S.	2358687 ✓	6/13/2000
	United Arab		
	Emirates	[30509] 24133	[3/22/99]
COMFORTWEAR	U.S.	1897031 ✓	5/30/1995
COMFORTWEAR	Argentina	1532216	7/29/1994
COMFORTWEAR	Brazil	817719989	10/1/1996
COMFORTWEAR	Canada	455791	3/22/1996
COMFORTWEAR	Mexico	467724	7/26/1994
COMFORTWEAR	Saudi Arabia	484/16	7/25/1999
COMFORTWEAR (word)	Oman	[19361]	[1/25/99]
COMFORTWEAR word	Qatar	[19836]	[12/21/98]
COMFORTWEAR & Design	Oman	[19359]	[1/25/99]
COMFORTWEAR & Design	Qatar	[19837]	[12/21/98]
	United Arab		
	Emirates	[30510] 22898	[3/22/99]
COMFORTWEAR & Design	Kuwait	[42281] 39005	[2/10/99]
COMFORTWEAR AND DESIGN	U.S.	1897032 ✓	5/30/1995
COMFORTWEAR AND DESIGN	Argentina	1532217	7/29/1994
COMFORTWEAR AND DESIGN	Brazil	817719997	10/1/1996
COMFORTWEAR AND DESIGN	Canada	457713	5/24/1996
COMFORTWEAR AND DESIGN	Mexico	472171	9/2/1994
COMFORTWEAR AND DESIGN	Venezuela	P184028	1/5/1996
COMFORTWEAR and design	Saudi Arabia	484/14	7/25/1999
CRUSH PROTECTOR	U.S.	2061118 ✓	5/13/1997
DERBY	Canada	191235	5/25/1973
DOUBLESET	U.S.	[78/101660] ✓	[1/9/02]
F FOCUS AND DESIGN	U.S.	1391691 ✓	4/29/1986
FOCUS	U.S.	1386883 ✓	3/18/1986
GENERAL FELT INDUSTRIES	U.S.	1512844 ✓	11/15/1988
GFI	U.S.	1206771 ✓	8/31/1982
GFI PLUS DESIGN	U.S.	1206770 ✓	8/31/1982
HUSHSTEP	U.S.	2548381 ✓	3/12/2002
LAMI-MATE	U.S.	2349697 ✓	5/16/2000
LUXURYBOND	U.S.	2063085 ✓	5/20/1997
MASTERBOND	U.S.	2050857 ✓	4/8/1997
MATRIX	U.S.	1156484 ✓	6/2/1981
NZX	U.S.	1145505 ✓	1/6/1981
NZX (stylized)	U.S.	1148063 ✓	3/3/1981
PASSION	U.S.	2577938 ✓	6/11/2002
PLUSHMATE	U.S.	2331050 ✓	3/21/2000
PLUSHSTEP	U.S.	2047806 ✓	3/25/1997
RUBBER-LOC	U.S.	964238 ✓	7/17/1973
RUB-TEX	U.S.	614585 ✓	10/18/1955

SOFTTOUCH
SPILL TRAP
TOP FLITE
WHAT EVERY CARPET SHOULD
WEAR

U.S.	2063353 ✓	5/20/1997
U.S.	2402718 ✓	11/7/2000
Canada	189335	3/16/1973
Canada	457712	5/24/1996

#236917v1

TRADEMARK ASSIGNMENT

WHEREAS, Foamex Carpet Cushion LLC, a Delaware limited liability company having an address of 1000 Columbia Avenue, Linwood, Pennsylvania 19061, has used and is using in its business the following trademarks set forth in Schedule A attached hereto;

WHEREAS, Foamex L.P., a Delaware limited partnership, with Managing General Partner, FMXI, Inc., a Delaware corporation, each having an address of 1000 Columbia Avenue, Linwood, Pennsylvania 19061, desires to acquire all right, title and interest in and to the trademarks together with the goodwill of the business symbolized by the marks and the registrations thereof and applications therefor as set forth in Schedule A attached hereto;

WHEREAS, both parties desire to have the assignment of said registrations and applications made of record in the United States Patent and Trademark Office, and other appropriate Patent and Trademark Offices.

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, and intending to be legally bound hereby, FOAMEX CARPET CUSHION LLC hereby assigns to FOAMEX L.P. all right, title and interest in and to the trademarks, together with the goodwill of the business symbolized by the marks, and the registrations thereof and applications therefor as set forth in Schedule A, and all rights to damages and profits, due or accrued, arising out of past infringements of said trademarks, and the right to sue for and recover the same.

FOAMEX CARPET CUSHION LLC

By: 

Name: George L. Karpinski

Title: Vice President

Dated: December 30, 2002