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

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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

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):
National Bedding Company

☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☑ Corporation-State Illinois
☐ Other

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

2. Name and address of receiving party(ies)
Name: National Bedding Company L.L.C.
Internal Address: Suite 250
Street Address: 5401 Trillium Boulevard
City: Hoffman Estates State: IL Zip: 60192

☐ Individual(s) citizenship
☐ Association
☐ General Partnership
☐ Limited Partnership
☐ Corporation-State
☑ Other Limited Liability Company - Illinois

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: February 25, 2003

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) 76/344,450; 78/157,920; and 78/157,916
B. Trademark Registration No.(s) 774,126; 774,127; and 1,088,372;

Additional number(s) attached ☐ Yes ☑ No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Wenyu T. Blanchard/Eric Mansell
Internal Address: SONNENSCHEIN, NATH & ROSENTHAL LLP
Street Address: P.O. Box #061080 Wacker Drive Station, Sears Tower
City: Chicago State: IL Zip: 60606-1080

6. Total number of applications and registrations involved: 6

7. Total fee (37 CFR 3.41).....$ 165.00
☐ Enclosed
☑ Authorized to be charged to American Express Account - PTO 2038 Enclosed

8. Deposit account number:
19-3140 - Deficiency in Enclosed Fee

DO NOT USE THIS SPACE

9. Signature.

Wenyu T. Blanchard, Esq. — Name of Person Signing
Wenyu T Blanchard — Signature
July 9, 2003 — Date

Total number of pages including cover sheet, attachments, and document: 7

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

OP $165.00 76344450

TRADEMARK ASSIGNMENT

This Trademark Assignment (this "*Agreement*") is made this 25th day of February, 2003, by and between National Bedding Company, an Illinois corporation ("*Assignor*"), and National Bedding Company L.L.C. ("*Assignee*"). All capitalized terms used herein shall have the same meanings ascribed to them in the Merger Agreement dated February 20, 2003, by and among National Bedding Company and National Bedding Company L.L.C. (d/b/a National Bedding Acquisition Company L.L.C.(the "*Merger Agreement*").

WHEREAS, pursuant to the Merger Agreement, the Assignor has agreed to transfer, and the Assignee has agreed to assume, all ownership, license or other right, title and interest in and to, including the right to recover any and all past and future damages from infringement, all United States, state, and foreign trademarks, trade dress, logos, trade names, service marks, service names, together with all translations, adaptations, derivations, and combinations thereof, and registrations, applications for registration, and renewals thereof and foreign counterparts thereof listed on the annexed Schedule A and any not listed therein, and related licenses and other agreements used or held for use in connection with the Assignor's business (collectively, the "*Marks*"), together with all of the associated and goodwill of the Assignor's business symbolized by said Marks.

NOW, THEREFORE BE IT RESOLVED, that in consideration of the payment of Ten Dollars ($10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignor does hereby assign as of the first date written above to the Assignee all right, title and interest in, to and under said Marks and the registrations therefor, together with the goodwill of the business connected with the use of and symbolized by the Marks; and together with the entire business or portion thereof to which the Marks pertain; and together with all causes of action for the infringement of such Marks.

Remainder of the Page Intentionally Left Blank
Signature Page Follows

IN WITNESS WHEREOF, Assignor and Assignee have duly executed this Agreement as of the date first above written.

Assignor:

NATIONAL BEDDING COMPANY

By: E. Richard Yulman
Name: E. Richard Yulman
Title: Co - Chairman

ACKNOWLEDGEMENT

STATE OF _____)
) SS
COUNTY OF _____)

Be it remembered on this ___ day of _____, _____, before me, the subscriber, a Notary Public authorized to take acknowledgements and proofs in said county and state, personally appeared _____, to me known, who being by me duly sworn according to law, on her oath does depose and make proof of my satisfaction that he was at the time of the execution thereof an individual residing at _____, the assignor in the foregoing instrument; and that she signed, sealed and delivered the instrument as the voluntary act and deed of said corporation, by virtue of his authority.

_____
Notary Public

#14264926

Assignee:

NATIONAL BEDDING COMPANY
L.L.C.

By: E. Richard Yulman
Name: E. Richard Yulman
Title: Co-Chairman

#14264926

SCHEDULE "A"

Pending U.S. Applications

MARK NAME	SERIAL NO. AND FILING DATE	ORIGINAL APPLICANT	CURRENT OWNER ASSIGNEE	CLASS AND GOODS
AMERICA'S MATTRESS (And Design)	76/344,450 December 3, 2001	National Bedding Company	National Bedding Company	35 - Retail store services featuring mattresses
PERFORMANCE COMFORT	78/157,920 August 26, 2002	National Bedding Company	National Bedding Company	20 - Mattresses
WHISPER FOAM	78/157,916 August 26, 2002	National Bedding Company	National Bedding Company	20 - Mattresses

U.S. REGISTRATIONS

MARK NAME	REG. NO. AND REG. DATE	ORIGINAL REGISTRANT	CURRENT OWNER ASSIGNEE	CLASS AND GOODS
DURA-REST	774,126 July 28, 1964 Renewed July 28, 1984	National Bedding and Furniture Industries, Inc.	National Bedding Company by way of Assignment recorded on April 6, 1998 at Reel/Frame 1711/0266	20 - Mattresses and box springs
DURA-SMOOTH	774,127 July 28, 1964 Renewed July 28, 1984	Palmer Bedding Company	National Bedding Company by way of Assignment from National Bedding and Furniture Industries, Inc. recorded on April 6, 1998 at Reel/Frame 1711/0266	20 - Mattresses and box springs
THE MATTRESS FACTORY	1,088,372 March 28, 1978 Renewed June 25, 1998	Palmer Bedding Company	National Bedding Company, d/b/a Serta Mattress Company by way of Assignment from Instincts, Inc. Recorded on March 14, 2001 at Reel/Frame 2263/0038	42 - Retail store services featuring bedroom furnishings

#14264926

State Registrations

[redacted]	[redacted]	[redacted]	[redacted]	[redacted]
MIDSTATES BEDDING COMPANY (Wisconsin)	N/A March 20, 1996	National Bedding Company, 1500 Lee Lane, Beloit, WI 53511	National Bedding Company, 1500 Lee Lane, Beloit, WI 53511	40 - Manufacture and distribute mattresses and all related products, and to do any and all related activities

Domain Names

[redacted]	[redacted]	[redacted]	[redacted]	[redacted]
americasmattress.biz	12-04-2001	National Bedding Company, Hoffman Estates, IL Contact: Donna Zett	12-03-2003	NetworkSolutions, Inc. dzett@sertanational.com National Bedding Company VeriSign, Inc. bizregistration@netsol.com 21355 Ridgetop Circle Dulles, VA 20166 1-866-418-3684
americasmattress.com	06-28-2001	National Bedding Company, Hoffman Estates, IL Contact: Donna Zett	06-28-2003	Tucows, Inc. dzett@sertanational.com National Bedding Company dzett@sertanational.com 5401 Trillium Blvd. Suite 250 Hoffman Estates, IL 60192
americasmattress.info	12-04-2001	National Bedding Company, Hoffman Estates, IL Contact: Donna Zett	12-04-2003	NetworkSolutions, Inc. VeriSign, Inc. P.O. Box 525 Herndon, VA 20170 nameprivacy@verisign. Com
americasmattress.net	06-28-2001	National Bedding Company, Hoffman Estates, IL	06-28-2003	dzett@sertanational.com National Bedding Company dzett@sertanational.com

TRADEMARK
REEL: 002700 FRAME: 0959

[redacted]	[redacted]	[redacted]	[redacted]	[redacted]
		Contact: Donna Zett		National Bedding Company
americasmattress.org	06-28-2001	National Bedding Company, Hoffman Estates, IL Contact: Donna Zett	06-28-2003	dzett@sertanational.com National Bedding Company dzett@sertanational.com National Bedding Company
buildabed.com	03-07-2000	National Bedding Company, Hoffman Estates, IL Contact: Donna Zett	03-07-2003	Todd Everling TEverling@ netcommunications.com Todd Everling TEverling@ netcommunications.com 1-630-271-4480
sertanational.com	01-12-2000	National Bedding Company, Hoffman Estates, IL Contact: Donna Zett	01-12-2004	NetworkSolutions, Inc. VeriSign, Inc. 21355 Ridgetop Circle Dulles, VA 20166 1-888-642-9675 dzett@sertanational.com National Bedding Company