

12.24.03

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DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office



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

1. Name of conveying party(ies):

Mattress Giant Holding Corp., a Delaware Corporation

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

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

3. Nature of conveyance:

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

Execution Date: 11/10/03

2. Name and address of receiving party(ies)

Name: Mattress Giant Corporation

Internal Address:

Street Address: 14665 Midway Road, Suite

City: Dallas State: Zip:

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State, Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,176,086

Additional number(s) attached Yes No

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

Name: Lee Anne LeBlanc, Esq.

Internal Address:

Street Address: 1835 E. Hallandale Beach Blvd., # 344

City: Hallandale State: FL Zip: 33009

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41): \$ 40.00

- 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.

Lee Anne LeBlanc

Name of Person Signing

Signature

12-19-03

Date

01/05/2004 DBYRNE 00000166 2176086

Total number of pages including cover sheet, attachments, and document: 4

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

**ASSIGNMENT OF TRADEMARK RIGHTS**

Assignor : Mattress Giant Holding Corporation , a  
Delaware corporation

Assignee : Mattress Giant Corporation, a Texas corporation

Mark : **NATIONWIDE DISCOUNT SLEEP CENTERS**

U.S. Registration No. : 2,176,086

Filing Date : September 19, 1996

Issue Date : July 28, 1998

**RECITALS**

WHEREAS, the above identified Assignor, Mattress Giant Holding Corporation, (hereinafter "M.G.H.C."), a Delaware corporation, having an address of 14665 Midway Road, Ste. 100, Dallas, TX 75244, is the owner of United States Trademark Registration No. 2,176,086 for "NATIONWIDE DISCOUNT SLEEP CENTERS" (sometimes hereinafter "Mark") in connection with retail bedding stores,

WHEREAS, the above identified Assignee, Mattress Giant Corporation, (hereinafter "M.G. Corp."), a Texas corporation, having an address of 14665 Midway Road, Ste. 100, Dallas, TX 75244, is desirous of acquiring said Mark;

NOW THEREFORE FOR GOOD AND VALUABLE CONSIDERATION, receipt of which is hereby acknowledged, the parties hereto agree as follows:

**ASSIGNMENT**

On this 10<sup>th</sup> day of November, 2003

M.G.H.C. does hereby assign, sell, transfer and set over to M.G. Corp. the entire right, title and interest in and to the Mark "For That NATIONWIDE DISCOUNT SLEEP CENTERS" and U.S. Trademark Registration No. 2,176,086 together with the goodwill which is connected to the retail bedding business with which such Mark is used and all

convention and treaty rights of all kinds in all countries of the world with respect to the foregoing, all the aforementioned property and rights to be held and enjoyed by M.G. Corp. for its own use, benefit and behalf and for the use, benefit and behalf of its successors, assigns and other legal representatives as fully and entirely as the same would have been held and enjoyed by M.G.H.C. prior to this Assignment together with all claims for damages by reason of past infringement of said Mark and with the right to sue for and collect the same.

## **REPRESENTATION AND WARRANTIES**

As an inducement to M.G. Corp. to purchase the "NATIONWIDE DISCOUNT SLEEP CENTERS" mark, Registration No. 2,176,086, M.G.H.C. hereby represents and warrants to M.G. Corp. that, to the best of M.G. H.C.'s knowledge, the Mark is subsisting and is not invalid or unenforceable, in whole or in part; and to the best of M.G.H.C.'s knowledge, M.G.H.C.'s use of the Mark is exclusive throughout the United States and does not infringe any rights owned or possessed by any third party; and neither M.G. H.C, nor, to the best of M.G. H.C.'s knowledge, any prior owner of the Mark, assigned or granted any rights or licenses to any person or entity which have not been terminated prior to the date hereof, nor has M.G.H.C. otherwise encumbered the Mark or any rights or interest therein. To the best of M.G.H.C.'s knowledge, M.G.H.C. is the sole owner of the Mark, which is free and clear of any liens, charges and encumbrances, and no other person or entity has or shall have any claim of ownership with respect to the Mark. Moreover, M.G. H.C. warrants that it has the full right, power and authority to enter into this Agreement and assign, transfer and sell all of the right, title and interest in and to the Mark. M.G.H.C. further represents that there are no claims, judgements or settlements to be paid by M.G.H.C. or, to the best of M.G. H.C.'s knowledge,

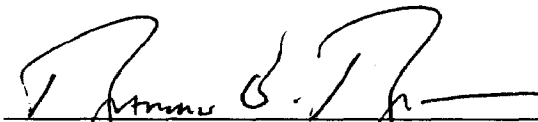
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any pending claims or litigation, by or against M.G.H.C. or any prior owner of the Mark, relating to the Mark.

**IN WITNESS WHEREOF**, the parties hereto have caused this Agreement to be executed as of the day and year first above written.



Barrie Brown  
President of Mattress Giant Holding Corp.



Barrie Brown  
President of Mattress Giant Corp.