

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
800-Pillows, Inc.		10/29/2004	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Tempur-Pedic Direct Response, Inc.		
Street Address:	1713 Jaggie Fox Way		
City:	Lexington		
State/Country:	KENTUCKY		
Postal Code:	40511		
Entity Type:	CORPORATION: KENTUCKY		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2667191	800PILLOWS.COM	
CORRESPONDENCE DATA			
Fax Number:	(414)277-0656		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	414.271.6560		
Email:	mkeipdocket@mbf-law.com		
Correspondent Name:	Michael Best & Friedrich LLP		
Address Line 1:	100 East Wisconsin Avenue		
Address Line 2:	Suite 3300		
Address Line 4:	Milwaukee, WISCONSIN 53202		
ATTORNEY DOCKET NUMBER:	70163-0001 US00		
NAME OF SUBMITTER:	Dyann L. Kostello		
Total Attachments: 1 source=a0992174#page1.tif			

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TRADEMARK ASSIGNMENT

WHEREAS, 800-Pillows, Inc., a Delaware corporation, with its principal place of business at 2233 Wisconsin Avenue, N.W., Washington, D.C. 20007 ("Assignor") has adopted, has used and is using certain trademarks in connection with its business, including the trademark 800PILLOWS.COM, Registration No. 2667191 (the "Mark"), and

WHEREAS, pursuant to the Asset Purchase Agreement dated effective as of October 17 2004 (the "Purchase Agreement"), Assignor is transferring said Mark and the Registration therefor to Tempur-Pedic Direct Response, Inc., a Kentucky corporation, with its principal place of business at 1713 Jaggie Fox Way, Lexington, Kentucky 40511 ("Assignee")

NOW, THEREFORE, pursuant to the Purchase Agreement, and for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee all right, title and interest in and to the Mark and the Registration, together with the goodwill of the business symbolized thereby

800-PILLOWS, INC

TEMPUR-PEDIC DIRECT RESPONSE, INC.

By: [Signature]
Title: President

By: [Signature]
Title: President

Subscribed and sworn to before me this 24th day of Oct, 2004.

[Signature]
Notary Public, State of District of Columbia
My Commission Expires: _____

Mao W. Gay
Notary Public, District of Columbia
My Commission Expires 4-14-2006



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