

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|----------------------------------|--|-----------------------|-----------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | Notice of Grant of Security Interest | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Dawn Sleep Technologies, Inc. | | 10/18/2005 | CORPORATION: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | Bank of America, N.A., as Collateral Agent | | |
| Street Address: | 1713 Jaggie Fox Way | | |
| City: | Lexington | | |
| State/Country: | KENTUCKY | | |
| Postal Code: | 40511 | | |
| Entity Type: | national banking association: UNITED STATES | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 2950226 | CURVANA | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | (919)416-8339 | | |
| | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | | |
| Phone: | 919 286-8049 | | |
| Email: | PTO_TMconfirmation@mvalaw.com | | |
| Correspondent Name: | Moore & Van Allen PLLC | | |
| Address Line 1: | 430 Davis Drive | | |
| Address Line 2: | Suite 500 | | |
| Address Line 4: | Morrisville, NORTH CAROLINA 27560 | | |
| ATTORNEY DOCKET NUMBER: | 327000.10846NTDAWNSLEPJES | | |
| NAME OF SUBMITTER: | John E. Slaughter | | |
| Signature: | /John E. Slaughter/ | | |
| Date: | 11/15/2005 | | |

OP \$40.00 2950226

Total Attachments: 4

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:


Please be advised that pursuant to the Security Agreement dated as of October 18, 2005 (the "Security Agreement") by and among the Grantors party thereto (each an "Grantor" and collectively, the "Grantors") and Bank of America, N.A., as Collateral Agent (the "Collateral Agent") for the holders of the Secured Obligations referenced therein, the undersigned Grantor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications set forth on Schedule 1 attached hereto to the Collateral Agent for the ratable benefit of the holders of the Secured Obligations.

The Grantors and the Collateral Agent, on behalf of the holders of the Secured Obligations, hereby acknowledge and agree that the security interest in the trademarks and trademark applications set forth on Schedule 1 attached hereto (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

[SIGNATURES ON FOLLOWING PAGE]

Very truly yours,

DAWN SLEEP TECHNOLOGIES, INC.,
a Delaware corporation

By: 

Name: Dale E. Williams

Title: Chief Financial Officer

Grantor's Address:

Dawn Sleep Technologies, Inc.
1713 Jaggie Fox Way
Lexington, KY 40511

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Collateral Agent

By: _____

Name:

Title:

TEMPUR-PEDIC INTERNATIONAL INC.
GRANT OF SECURITY INTEREST IN TRADEMARKS

TRADEMARK
REEL: 003194 FRAME: 0207

Very truly yours,

DAWN SLEEP TECHNOLOGIES, INC.,
a Delaware corporation

By: _____

Name:


Title:

Grantor's Address:

Dawn Sleep Technologies, Inc.
1713 Jaggie Fox Way
Lexington, KY 40511

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Collateral Agent

By:  _____

Name: Brian P. Sallee

Title: Vice President

TEMPUR-PEDIC INTERNATIONAL INC.
GRANT OF SECURITY INTEREST IN TRADEMARKS

TRADEMARK
REEL: 003194 FRAME: 0208

DAWN SLEEP TECHNOLOGIES, INC.
(Delaware Corporation)

U.S. Trademark

Registered Mark

| Owner | Registered Mark | Registration No. | Registration Date |
|-------------------------------|-----------------|------------------|-------------------|
| Dawn Sleep Technologies, Inc. | CURVANA | 2950226 | 05/10/05 |