

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | MERGER |
| EFFECTIVE DATE: | 12/03/2005 |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|-------------------------------|----------|----------------|-----------------------------|
| Springs Licensing Group, Inc. | | 11/30/2005 | CORPORATION: SOUTH CAROLINA |

RECEIVING PARTY DATA

| | |
|-----------------|-----------------------------|
| Name: | Springs Industries, Inc. |
| Street Address: | 205 N. White Street |
| City: | Fort Mill |
| State/Country: | SOUTH CAROLINA |
| Postal Code: | 29715 |
| Entity Type: | CORPORATION: SOUTH CAROLINA |

PROPERTY NUMBERS Total: 149

| Property Type | Number | Word Mark |
|----------------|----------|---------------------|
| Serial Number: | 78622741 | ARTFUL COMFORTS |
| Serial Number: | 76475984 | BLUE JEAN TEDDY |
| Serial Number: | 76527557 | CAMPUS CLUB |
| Serial Number: | 78656861 | COOL LUXURY |
| Serial Number: | 78731664 | CRAFT QUARTERS |
| Serial Number: | 78603526 | DOMICILE |
| Serial Number: | 76512375 | EVERDRY |
| Serial Number: | 76628934 | ONE STITCH |
| Serial Number: | 78622802 | PACIFIC SILVERTEX |
| Serial Number: | 78656894 | PURE & FRESH |
| Serial Number: | 75641077 | REGAL DESIGN STUDIO |
| Serial Number: | 76617607 | SLEEPOLOGY |

OP \$3740.00 78622741

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| Serial Number: | 76581459 | SMART COMFORT |
| Serial Number: | 76510658 | SOFTOUCH |
| Serial Number: | 76607052 | SPA ELEMENTS |
| Serial Number: | 76607051 | SPA SCAPES |
| Serial Number: | 76034645 | SPRINGMAID |
| Serial Number: | 78656878 | ULTIMATE FOAM SUPPORT |
| Serial Number: | 76034646 | WAMSUTTA |
| Serial Number: | 78731627 | WELCOME TO THE WORLD |
| Serial Number: | 76510657 | WONDERTOUCHE |
| Registration Number: | 2646614 | ABSOLUTE BED IN ONE |
| Registration Number: | 2969609 | ADD-IT! |
| Registration Number: | 2188371 | ALMOST PERFECT |
| Registration Number: | 819971 | AMES |
| Registration Number: | 2123657 | BASIC COMFORT |
| Registration Number: | 2142643 | BAYPORT |
| Registration Number: | 2328437 | BAYPORT |
| Registration Number: | 2458271 | BED IN ONE |
| Registration Number: | 2125485 | BIG HUG |
| Registration Number: | 2005403 | BODY BOLSTER |
| Registration Number: | 1473216 | CENTENNIAL |
| Registration Number: | 2214470 | CENTRELLE |
| Registration Number: | 2145188 | COLOR BY DESIGN |
| Registration Number: | 2302128 | COLORSCAPES |
| Registration Number: | 2140917 | COMFORT BLEND |
| Registration Number: | 2140918 | COMFORT CLUSTER |
| Registration Number: | 2197785 | COMFORT PANEL |
| Registration Number: | 2150785 | COMFORT PLUMES |
| Registration Number: | 2140919 | COMFORT SPIRAL |
| Registration Number: | 2247280 | COMFORTSCAPES |
| Registration Number: | 2279920 | COMFORTSCAPES |
| Registration Number: | 2488309 | CONCORD HOME |
| Registration Number: | 1585742 | CONCORD HOUSE |
| Registration Number: | 2952712 | CONNECT-IT |
| Registration Number: | 1702533 | COTTON LUXURY |
| Registration Number: | 1965631 | CROWN ELITE |

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| Registration Number: | 2223985 | CROWN ELITE |
| Registration Number: | 2140920 | CROWNING COMFORT |
| Registration Number: | 1526947 | CRYSTAL CLEAR |
| Registration Number: | 866888 | D |
| Registration Number: | 1831385 | DAISY KINGDOM |
| Registration Number: | 2339257 | DEEP POCKETS |
| Registration Number: | 2533094 | DEEP POCKETS |
| Registration Number: | 2495954 | DIAMANTE |
| Registration Number: | 2140921 | DOUBLE COMFORT |
| Registration Number: | 1192164 | DUNDEE |
| Registration Number: | 1495851 | DUNDEE |
| Registration Number: | 1489819 | DUNDEE |
| Registration Number: | 2534680 | EGYPTIAN COMFORT |
| Registration Number: | 2843706 | EVENTEMP |
| Registration Number: | 2355874 | FASHION EXPRESS |
| Registration Number: | 2444700 | FAVORITE THINGS |
| Registration Number: | 2950534 | FIBERBED |
| Registration Number: | 1693098 | FINE LINES |
| Registration Number: | 1715873 | FIREGARD |
| Registration Number: | 2416115 | |
| Registration Number: | 2626478 | GUEST BED |
| Registration Number: | 1750193 | HOME AT LAST |
| Registration Number: | 2444679 | HOME AT LAST |
| Registration Number: | 2460235 | HOME, HAVEN & HEAVEN |
| Registration Number: | 810193 | KETTLE CLOTH BY CONCORD |
| Registration Number: | 2042795 | KIDS HUG |
| Registration Number: | 2991405 | LACE-IT! |
| Registration Number: | 2044662 | MONICA SAILS |
| Registration Number: | 2306671 | NATURAL BASICS |
| Registration Number: | 2188996 | NATURE'S BASICS |
| Registration Number: | 2142644 | NIGHTSCAPES |
| Registration Number: | 2972159 | OPTIMUM COMFORT AND FEEL |
| Registration Number: | 2650366 | OXFORD BY DUNDEE |
| Registration Number: | 1406799 | PACIFIC |
| Registration Number: | 1460110 | PACIFIC SILVERCLOTH |

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| Registration Number: | 1535366 | PALATIAL |
| Registration Number: | 1715882 | PALENCIA |
| Registration Number: | 2123656 | PANEL-LOFT |
| Registration Number: | 2140923 | PRIMARY COMFORT |
| Registration Number: | 1930026 | PURE |
| Registration Number: | 2096493 | QUILTERS ONLY |
| Registration Number: | 2846076 | QUILTSTYLE |
| Registration Number: | 852355 | RED DIAMOND |
| Registration Number: | 841689 | REGAL |
| Registration Number: | 2598704 | REGAL |
| Registration Number: | 829162 | REGAL |
| Registration Number: | 1374004 | REGAL DESIGN STUDIO |
| Registration Number: | 1403199 | REGAL PARK |
| Registration Number: | 1430299 | REGISTRY |
| Registration Number: | 1691622 | SHEER MIST |
| Registration Number: | 2470440 | SIGNATURE BY WAMSUTTA |
| Registration Number: | 2466101 | SIMPLY BABY |
| Registration Number: | 2011127 | SIMPLYMADE |
| Registration Number: | 2183453 | SLEEP BASICS |
| Registration Number: | 1682978 | SLEEPSTYLE |
| Registration Number: | 2383991 | SOFT & EASY |
| Registration Number: | 2051561 | SOFT ON KIDS |
| Registration Number: | 2290180 | SPRING BACK! |
| Registration Number: | 1694472 | SPRINGKNIGHT |
| Registration Number: | 1822946 | SPRINGMAID |
| Registration Number: | 1723820 | SPRINGMAID |
| Registration Number: | 2517979 | SPRINGMAID |
| Registration Number: | 2660347 | SPRINGMAID |
| Registration Number: | 2414366 | SPRINGMAID |
| Registration Number: | 2053056 | SPRING MAID |
| Registration Number: | 1815249 | SPRINGMAID WAMSUTTA |
| Registration Number: | 1854448 | SPRINGS |
| Registration Number: | 1872206 | SPRINGS |
| Registration Number: | 2518433 | SPRINGS BABY |
| Registration Number: | 2123660 | SQUARE HUG |

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|----------------------|---------|---------------------------------------|
| Registration Number: | 1682073 | SUPERCALE |
| Registration Number: | 1678594 | SUPERCALE PLUS |
| Registration Number: | 2051887 | SUPRA-LOFT |
| Registration Number: | 2900437 | SWEET MEMORIES |
| Registration Number: | 511737 | TENN-TUFT |
| Registration Number: | 2028235 | THE BODY HUG |
| Registration Number: | 2843470 | THE EXTRA |
| Registration Number: | 2244064 | THE GREAT MATTRESS PAD |
| Registration Number: | 2174082 | THE GREAT PILLOW |
| Registration Number: | 2837499 | THE SOFTEST WARMEST LIGHTEST BLANKET. |
| Registration Number: | 2451739 | TOO KOOL COLLECTION |
| Registration Number: | 1741379 | TRE MODE |
| Registration Number: | 2144581 | ULTRA CROWN |
| Registration Number: | 1504885 | ULTRADYNE |
| Registration Number: | 1965632 | ULTRAREST |
| Registration Number: | 2571786 | W WAMSUTTA |
| Registration Number: | 2860452 | W WAMSUTTA |
| Registration Number: | 2074133 | W |
| Registration Number: | 1909067 | WAMSUTTA |
| Registration Number: | 1233623 | WAMSUTTA |
| Registration Number: | 2474019 | WAMSUTTA |
| Registration Number: | 1452219 | WAMSUTTA |
| Registration Number: | 2497047 | W WAMSUTTA BABY |
| Registration Number: | 2488446 | WAMSUTTA BEDROOM SOLUTIONS |
| Registration Number: | 1955966 | WAMSUTTA ELITE |
| Registration Number: | 2084963 | WAMSUTTA ELITE |
| Registration Number: | 2948716 | WAMSUTTA QUILTENSEMBLES |
| Registration Number: | 2123662 | WARM HUG |
| Registration Number: | 1120063 | WE'RE SOFT ON BABIES |
| Registration Number: | 2352369 | WELCOME TO THE WORLD |
| Registration Number: | 2664442 | WHERE IT ALL COMES TOGETHER |
| Registration Number: | 654842 | WONDERCALE |

CORRESPONDENCE DATA

Fax Number: (704)444-1111

TRADEMARK
REEL: 003218 FRAME: 0429

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: (704)444-1000
Email: gstewart@alston.com
Correspondent Name: Martha Gayle Barber
Address Line 1: Alston & Bird LLP
Address Line 2: 101 South Tryon Street, Suite 4000
Address Line 4: Charlotte, NORTH CAROLINA 28280-4000

| | |
|-------------------------|-------------------|
| ATTORNEY DOCKET NUMBER: | 31603/303566 |
| NAME OF SUBMITTER: | Gail B. Stewart |
| Signature: | /Gail B. Stewart/ |
| Date: | 12/29/2005 |

Total Attachments: 3
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DEC 02 2005

STATE OF SOUTH CAROLINA
SECRETARY OF STATE

Mark Hammond
SECRETARY OF STATE OF SOUTH CAROLINA

ARTICLES OF MERGER
OR SHARE EXCHANGE

TYPE OR PRINT CLEARLY IN BLACK INK

Pursuant to Section 33-11-105 of the 1976 South Carolina Code of Laws, as amended, the undersigned as the surviving corporation in a merger or the acquiring corporation in a share exchange, as the case may be, hereby submits the following information:

1. The name of the surviving or acquiring corporation is Springs Industries, Inc.
2. Attached hereto and made a part hereof is a copy of the Plan of Merger or Share Exchange (see Sections 33-11-101 (merger) 33-11-102 (share exchange), 33-11-104 (merger of subsidiary into parent) 33-11-107 (merger or share exchange with a foreign corporation), and 33-11-108 (merger of a parent corporation into one of its subsidiaries) of the 1976 South Carolina Code of Laws, as amended).
3. Complete the following information to the extent it is relevant with respect to each corporation which is a party to the transaction:
 - (a) Name of the corporation Springs Industries, Inc
Complete either (1) or (2), whichever is applicable:
 - (1) Shareholder approval of the merger or stock exchange was not required (See Sections 33-11-103(h), 33-11-104 (a), and 33-11-108(a) of the 1976 South Carolina Code of Laws, as amended).
 - (2) The Plan of Merger or Share Exchange was duly approved by shareholders of the corporation as follows:

| Voting Group | Number of Outstanding Shares | Number of Votes Entitled to be Cast | Number of Votes Represented at the meeting | Number of Undisputed* Shares | |
|--------------|------------------------------|-------------------------------------|--|------------------------------|------------|
| | | | | For | or Against |

*NOTE: Pursuant to Section 33-11-105(a)(3)(II) of the 1976 South Carolina Code of Laws, as amended, the corporation can alternatively state the total number of undisputed shares cast for the amendment by each voting group together with a statement that the number cast for the amendment by each voting group was sufficient for approval by that voting group.

- (b) Name of the corporation: Springs Licensing Group, Inc.
Complete either (1) or (2), whichever is applicable:
 - (1) Shareholder approval of the merger or stock exchange was not required (See Sections 33-11-103(h), 33-11-104(a), and 33-11-108 (a)).
 - (2) The plan of Merger or Share Exchange was duly approved by shareholders of the corporation as follows:

| Voting Group | Number of Outstanding Shares | Number of Votes Entitled to be Cast | Number of Votes Represented at the meeting | Number of Undisputed* Shares | |
|--------------|------------------------------|-------------------------------------|--|------------------------------|------------|
| | | | | For | or Against |

051202-0169 FILED: 12/02/2005
SPRINGS INDUSTRIES, INC.
Filing Fee: \$110.00 ORIG



Mark Hammond South Carolina Secretary of State

051202-0170 FILED: 12/02/2005
SPRINGS LICENSING GROUP, INC.
Filing Fee: \$0.00 ORIG



Mark Hammond South Carolina Secretary of State

Springs Industries, Inc.

Name of Corporation

*NOTE: Pursuant to Section 33-11-105 (a)(3)(II) of the 1976 South Carolina Code of Laws, as amended, the corporation can alternatively state the total number of undisputed shares cast for the amendment by each voting group together with a statement that the number cast for the amendment by each voting group was sufficient for approval by that voting group.

4. Unless a delayed date is specified, the effective date of this document shall be the date it is accepted for filing by the Secretary of State (See Section 33-1-230(b) of the 1976 South Carolina Code of Laws): 12/03/2005 11:59 PM

Date November 30, 2005

Springs Industries, Inc.

Name of the Surviving or Acquiring Corporation

Forrest M. Emerson

Signature and Office

Forrest M. Emerson V.P. and
Type or Print Name and Office Assistant Sec.

FILING INSTRUCTIONS

Two copies of this form, the original and either a duplicate original or a conformed copy, must be filed.

Filing fee (payable to the Secretary of State at the time of filing of this document)

| | |
|------------------|----------|
| Filing Fee | \$ 10.00 |
| Filing Tax | \$100.00 |
| Total | \$110.00 |

3. TWO COPIES OF THE PLAN OF MERGER OR SHARE EXCHANGE MUST BE FILED WITH THIS FORM AS AN ATTACHMENT.

Return to: Secretary of State
PO Box 11360
Columbia SC 29211

PLAN OF MERGER

- 1 Springs Industries, Inc., which is a business corporation of the State of South Carolina and is the owner of all of the outstanding shares of Springs Licensing Group, Inc., which is also a business corporation of the State of South Carolina, hereby merges Springs Licensing Group, Inc. into Springs Industries, Inc. pursuant to the provisions of the South Carolina Business Corporation Act of 1988, as amended.
2. The separate existence of Springs Licensing Group, Inc. shall cease at the effective time and date of the merger pursuant to the provisions of the South Carolina Business Corporation Act of 1988, as amended; and Springs Industries, Inc. shall continue its existence as the surviving corporation pursuant to the provisions of the South Carolina Business Corporation Act of 1988, as amended.
- 3 The issued shares of Springs Licensing Group, Inc. shall not be converted in any manner, but each said share which is issued immediately prior to the effective time and date of the merger shall be surrendered and extinguished.
- 4 The Board of Directors and the proper officers of Springs Licensing Group, Inc. and Springs Industries, Inc. are hereby authorized, empowered and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers and documents which shall be or become necessary, proper or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.
- 5 Springs Industries, Inc. is the owner of all of the issued shares of Springs Licensing Group, Inc., and Springs Industries, Inc. waived the mailing of a copy of the plan of merger.

2377004.02
LIR: CHARLOTTE