

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Security Interest in Trademarks and Trademark Applications

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Ableco Finance LLC, as Agent		01/18/2007	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Mattress Firm, Inc.
Street Address:	5815 Gulf Freeway
City:	Houston
State/Country:	TEXAS
Postal Code:	77023
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 10

Property Type	Number	Word Mark
Registration Number:	1915716	THE MATTRESS FIRM
Serial Number:	78168247	PATRIOT
Serial Number:	78164775	STAR-SPANGLED
Serial Number:	78164771	DECLARATION
Serial Number:	78164769	JUSTICE
Serial Number:	78164767	OLD GLORY
Serial Number:	78164764	STARS & STRIPES
Serial Number:	78164046	COLONEL
Serial Number:	78164044	CONGRESS
Serial Number:	78295457	WHERE IT'S EASY TO GET A GREAT NIGHT'S SLEEP!

CORRESPONDENCE DATA

Fax Number: (202)756-9299
 Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

CH \$265.00 1915716

Phone: 8002210770
Email: matthew.mayer@thomson.com
Correspondent Name: Corporation Service Company
Address Line 1: 1133 Avenue of the Americas
Address Line 2: Suite 3100
Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER:	CSC #781247
NAME OF SUBMITTER:	Matthew Mayer
Signature:	/Matthew Mayer/
Date:	03/02/2007

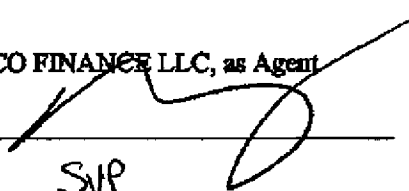
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**RELEASE OF SECURITY INTEREST
IN TRADEMARKS AND TRADEMARK APPLICATIONS**

KNOW ALL MEN BY THESE PRESENTS, that Ableco Finance LLC, in its capacity as Agent ("Secured Party"), having an office at 299 Park Avenue, 23rd Floor, New York, NY 10171, DOES HEREBY CERTIFY that the security interest it holds in the trademarks and trademark applications of Mattress Firm, Inc., a Delaware corporation ("Debtor"), having a place of business at 5815 Gulf Freeway, Houston, TX 77023, pursuant to the Trademark Security Agreement, dated as of March 31, 2004 recorded in the United States Patent and Trademark Office on August 17, 2004 at Reel 2917, Frame 0879 (as heretofore amended, modified or supplemented, the "Trademark Security Agreement"), which trademarks and trademark applications are more fully identified on Schedule A annexed hereto and made a part hereof, and any and all other Trademark Collateral (as such term is defined in the Trademark Security Agreement), together with the goodwill of the business symbolized thereby, is released and all interest in such property previously assigned to Secured Party under the Trademark Security Agreement is hereby reassigned to Debtor, without representation or warranty of any kind, nature or description.

IN WITNESS WHEREOF, Secured Party has caused this Release of Security Interest in Trademarks and Trademark Applications to be executed by its duly authorized corporate officer this 13 day of January 2007.

ABLECO FINANCE LLC, as Agent

By:  _____

Title: SVP _____

SCHEDULE A

TRADEMARK APPLICATIONS

<u>Trademark</u>	<u>Serial No.</u>	<u>Filing Date</u>
Patriot	78/168,247	9/26/02
Star-Spangled	78/164,775	9/17/02
Declaration	78/164,771	9/17/02
Justice	78/164,769	9/17/02
Old Glory	78/164,767	9/17/02
Star & Stripes	78/164,764	9/17/02
Colonel	78/164,046	9/13/02
Congress	78/164,044	9/13/02
Where it's easy to get a great night's sleep!	78/295,457	9/3/03

TRADEMARKS

<u>Trademark</u>	<u>Country</u>	<u>Serial No.</u>	<u>Filing Date</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
The Mattress Firm	U.S.	74/563,971	8/22/94	1,915,716	8/29/95