

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Comfor Products, Inc.		06/28/2007	CORPORATION: WASHINGTON

<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	CP HOLDCO, INC.
<b>Street Address:</b>	2105 51st Avenue East, Suite 200
<b>City:</b>	Fife
<b>State/Country:</b>	WASHINGTON
<b>Postal Code:</b>	98424
<b>Entity Type:</b>	CORPORATION: WASHINGTON

**PROPERTY NUMBERS Total: 17**

Property Type	Number	Word Mark
Serial Number:	72277490	COMFA-PEDIC
Serial Number:	78293787	COMFOR-PEDIC
Serial Number:	78368989	COMFORT ADVANTAGE
Serial Number:	78669989	MYSTERE
Serial Number:	78380058	WE'VE GOT THE EDGE!
Serial Number:	78572511	EDGE
Serial Number:	78810532	COMFORT SENSITIVE
Serial Number:	77004783	HINGED BED
Serial Number:	78794141	MIRAGE
Serial Number:	78778690	NASSAU BED
Serial Number:	78899779	NUVÖ SLEEP SYSTEM
Serial Number:	78971895	REACTION MATERIAL
Serial Number:	77002787	THE SECRET
Serial Number:	77066383	THE SILK BED

**CH \$440.00 72277490**

Serial Number:	77017894	VENETIAN
Serial Number:	77105988	WHAT'S YOUR FAVORITE POSITION
Serial Number:	78899782	OMNI FLEX

**CORRESPONDENCE DATA**

Fax Number: (617)951-7050

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

Phone: 6179517021

Email: irina.mogilevich@ropesgray.com, erica.hepp@ropesgray.com,  
erin.dugan@ropesgray.com

Correspondent Name: Irina Mogilevich, c/o ROPES & GRAY LLP

Address Line 1: One International Place

Address Line 4: Boston, MASSACHUSETTS 02110

ATTORNEY DOCKET NUMBER:	SMCY-TIP
NAME OF SUBMITTER:	Erica L. Hepp, Esq.
Signature:	/erica hepp/
Date:	08/03/2007

**Total Attachments: 2**

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**STATE OF WASHINGTON  
SECRETARY OF STATE**

**ARTICLES OF AMENDMENT  
WASHINGTON  
PROFIT CORPORATION**

*(Per Chapter 23B.10 RCW)*

**FEE: \$30**

**EXPEDITED (24-HOUR) SERVICE AVAILABLE - \$20 PER ENTITY  
INCLUDE FEE AND WRITE "EXPEDITE" IN BOLD LETTERS  
ON OUTSIDE OF ENVELOPE**

- Please PRINT or TYPE in black ink
- Sign, date and return original AND ONE COPY to:

CORPORATIONS DIVISION  
801 CAPITOL WAY SOUTH • PO BOX 40234  
OLYMPIA, WA 98504-0234

- BE SURE TO INCLUDE FILING FEE. Checks should be made payable to "Secretary of State"

FOR OFFICE USE ONLY

FILED:                     

IMPORTANT! Person to contact about this filing <b>Megan L. Isenhower, Attorney</b>	Daytime Phone Number (with area code) <b>(253) 572-4500</b>
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**AMENDMENT TO ARTICLES OF INCORPORATION**

NAME OF CORPORATION <i>(As currently recorded with the Office of the Secretary of State)</i> <b>COMFOR PRODUCTS, INC.</b>		
UBI NUMBER <b>278047892</b>	CORPORATION NUMBER <i>(if known)</i> -	AMENDMENTS TO ARTICLES OF INCORPORATION WERE ADOPTED ON Date: <b>June 28, 2007</b>
EFFECTIVE DATE OF ARTICLES OF AMENDMENT <i>(Specified effective date may be up to 30 days AFTER receipt of the document by the Secretary of State)</i> <input checked="" type="checkbox"/> Specific Date: <b>Friday, June 29, 2007</b> <input type="checkbox"/> Upon filing by the Secretary of State		
ARTICLES OF AMENDMENT WERE ADOPTED BY <i>(Please check ONE of the following)</i> <input type="checkbox"/> Incorporators. Shareholders action was not required <input checked="" type="checkbox"/> Board of Directors. Shareholders action was not required <input type="checkbox"/> Duty approved shareholder action in accordance with Chapter 23B.10 RCW		

AMENDMENTS TO THE ARTICLES OF INCORPORATION ARE AS FOLLOWS  
*If amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment must be included. If necessary, attach additional amendments or information.*

**See attached.**

SIGNATURE OF OFFICER <i>This document is hereby executed under penalties of perjury, and is, to the best of my knowledge, true and correct.</i>		
	<b>Scott Smalling</b>	<b>06/28/07</b>
Signature of Officer	Printed Name	Date

**INFORMATION AND ASSISTANCE - 360/753-7115 (TDD - 360/753-1486)**

06/29/07 1090235-001  
 \$50.00 K #24199  
 ID:1324839

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005-022 (9/00)

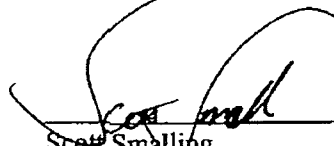
FILED  
SECRETARY OF STATE  
SAM REED  
06/29/07  
STATE OF WASHINGTON

ARTICLES OF AMENDMENT  
TO THE ARTICLES OF INCORPORATION  
OF  
COMFOR PRODUCTS, INC.

The undersigned, being an officer of Comfor Products, Inc., a Washington corporation ("Corporation"), herewith execute and file the following amendment to said Corporation's Articles of Incorporation, pursuant to RCW 23B.10.020 and 23B.10.060 as follows:

1. The current name of Corporation is Comfor Products, Inc.
2. The Articles of Incorporation shall be amended as follows: the name of Corporation is hereby changed to CP Holdco, Inc.
3. The amendment does not provide for an exchange, reclassification or cancellation of issued shares.
4. The amendment was adopted by the Board of Directors on June 28, 2007 pursuant to 23B.10.020 and did not require shareholder action.

COMFOR PRODUCTS, INC.

  
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Scott Smalling  
Its President

Dated: June 28, 2007