

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	UCC Financing Statement Amendment

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
First Union National Bank, as agent, now known as Wachovia Bank, National Association		11/03/2004	banking association:

RECEIVING PARTY DATA

Name:	Bercline, LLC
Street Address:	One Bercline Drive
City:	Morristown
State/Country:	TENNESSEE
Postal Code:	37813
Entity Type:	LIMITED LIABILITY COMPANY:

PROPERTY NUMBERS Total: 21

Property Type	Number	Word Mark
Registration Number:	0892025	FEATHER-GLIDE
Registration Number:	0957298	WALLAWAY
Registration Number:	0957772	ROCK-A-LOUNGER
Registration Number:	0995287	B BERCLINE
Registration Number:	1093015	LIV-IN-ROOM
Registration Number:	1164671	WALLAWAY
Registration Number:	1253790	LEATHER TOGETHER
Registration Number:	1291082	LIV-IN-ROOM
Registration Number:	1363686	COMFORT GALLERY
Registration Number:	1461937	TOUCH-MOTION
Registration Number:	1687892	COMFORT REST
Registration Number:	1932301	MOTION WORKS
Registration Number:	2180002	ROOMSOLUTIONS

CH \$540.00 0892025

Registration Number:	2127094	HOMETOWNE COLLECTION
Registration Number:	2202365	LEATHER SHOPPE
Registration Number:	2313924	RELAX AMERICA
Registration Number:	2309120	AS COMFORTABLE AS IT GETS.
Registration Number:	2353516	WHISPER MASSAGE
Registration Number:	2492491	IF ANYONE DESERVES IT, YOU DO
Registration Number:	2552185	A NEW ATTITUDE IN RECLINERS
Registration Number:	2772957	FEEL GOOD

CORRESPONDENCE DATA

Fax Number: (312)861-2200
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 312-861-2000
Email: dgasiorowski@kirkland.com
Correspondent Name: Kirkland & Ellis LLP
Address Line 1: 200 East Randolph Drive
Address Line 2: c/o Donna Gasiorowski, Sr. Legal Asst.
Address Line 4: Chicago, ILLINOIS 60601

ATTORNEY DOCKET NUMBER:	39988-17 DRG
NAME OF SUBMITTER:	Donna Gasiorowski
Signature:	/Donna Gasiorowski/
Date:	10/02/2007

Total Attachments: 2
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UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

DELAWARE DEPARTMENT OF STATE
 U.C.C. FILING SECTION
 FILED 07:04 PM 11/03/2004
 INITIAL FILING NUM: 2082310 8
 AMENDMENT NUMBER: 4310245 8
 SRV: 040794613

A. NAME & PHONE OF CONTACT AT FILER [optional] Brianna Carlisle 212-906-2946	
B. SEND ACKNOWLEDGMENT TO: (Name and Address) LATHAM & WATKINS 885 Third Avenue, 10th Floor New York, NY 10022 brianna.carlisle@lw.com	

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE # 20823108 04/02/2002	1b. This FINANCING STATEMENT AMENDMENT is to be filed [for record] (or recorded) in the REAL ESTATE RECORDS. <input type="checkbox"/>
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2. **TERMINATION:** Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.

3. **CONTINUATION:** Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

4. **ASSIGNMENT (full or partial):** Give name of assignee in item 7e or 7b and address of assignee in item 7c; and also give name of assignor in item 9.

5. **AMENDMENT (PARTY INFORMATION):** This Amendment affects: Debtor or Secured Party of record. Check only one of these two boxes.
 Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.
 CHANGE name and/or address: Please refer to the detailed instructions in regards to changing the name/address of a party.
 DELETE name: Give record name to be deleted in item 6a or 6b.
 ADD name: Complete item 7e or 7b, and also item 7c; also complete items 7e-7g (if applicable).

6. **CURRENT RECORD INFORMATION:**

6a. ORGANIZATION'S NAME

OR	6b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
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7. **CHANGED (NEW) OR ADDED INFORMATION:**

7a. ORGANIZATION'S NAME

OR	7b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
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7c. MAILING ADDRESS	CITY	STATE	POSTAL CODE	COUNTRY
7d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	7e. TYPE OF ORGANIZATION	7f. JURISDICTION OF ORGANIZATION	7g. ORGANIZATIONAL ID #, if any <input type="checkbox"/> NONE

8. **AMENDMENT (COLLATERAL CHANGE):** check only one box.
 Describe collateral deleted or added, or give entire restated collateral description, or describe collateral assigned.

9. **NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT** (name of assignor, if this is an Assignment). If this is an Amendment authorized by a Debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here and enter name of DEBTOR authorizing this Amendment.

9a. ORGANIZATION'S NAME First Union National Bank, as Agent				
OR	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX

10. OPTIONAL FILER REFERENCE DATA Filed with: DE - Secretary of State; Debtor: BERKLINE LLC	F#107545 A#186640
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Supplement to the UCC Financing
Statement Amendment

SCHEDULE A

SECURITY INTEREST IN TRADEMARKS RECORDED AT

REEL 2500 / FRAME 0892

MARK	SERIAL NO.	DATE FILED	REG. NO.	DATE REG.
FEATHER-GLIDE	72333086	7/22/969	892025	6/2/1970
WALLAWAY*	72422614	4/27/1972	957298	4/17/1973
ROCK-A-LOUNGER*	72425006	5/19/1972	957772	4/24/1973
B BERKLINE	72456486	5/4/1973	995287	10/18/1974
LIV-IN-ROOM	73112562	1/17/1977	1093015	6/6/1978
WALLAWAY	73260001	5/20/1980	1164671	8/11/1981
LEATHER TOGETHER*	73371549	6/25/1982	1253790	10/11/1983
LIV-IN-ROOM*	73436930	7/29/1983	1291082	8/21/1984
COMFORT GALLERY	73531177	4/8/1985	1363686	10/1/1985
TOUCH MOTION	73641443	1/27/1987	1461937	10/20/1987
COMFORT REST	74113263	11/7/1990	1687892	5/19/1992
MOTION WORKS	74499489	3/14/1994	1932301	10/31/1995
ROOMSOLUTIONS	75210074	12/9/1996	2180002	8/11/1998
HOMETOWNE COLLECTION*	75210682	12/9/1996	2127094	1/6/1998
LEATHER SHOPPE*	75278824	4/21/1997	2202365	11/3/1998
RELAX AMERICA	75589289	11/16/1998	2313924	2/1/2000
AS COMFORTABLE AS ITS GETS.	75589290	11/16/1998	2309120	1/18/2000
WHISPER MASSAGE	75662605	3/18/1999	2353516	5/30/2000
IF ANYONE DESERVES IT, YOU DO	76132774	9/21/2000	2492491	9/25/2001
A NEW ATTITUDE IN RECLINERS	76148234	10/17/2000	2552185	3/26/2002
FEEL GOOD	76193724	1/12/2001	2772957	10/14/2003

*Application/Registration is inactive.

SCHEDULE A

RECORDED: 10/02/2007

TRADEMARK
REEL: 003632 FRAME: 0730