

**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>
Mattress Safe, LLC		05/01/2007	LIMITED LIABILITY COMPANY: GEORGIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Mattress Safe, Inc.		
<b>Street Address:</b>	4125 Etcetera Lane		
<b>City:</b>	Cumming		
<b>State/Country:</b>	GEORGIA		
<b>Postal Code:</b>	30041		
<b>Entity Type:</b>	CORPORATION: GEORGIA		
<b>PROPERTY NUMBERS Total: 6</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	3149776	WEE SAVER	
Registration Number:	3248222	MAKE-A-MATTRESS	
Registration Number:	3149778	SOFCOVER	
Registration Number:	3184575	MATTRESS SAFE	
Registration Number:	3224992	MATTRESS SAFE	
Serial Number:	77301288	KLEENCOVER	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(770)951-0933		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	7709339500		
<b>Email:</b>	lindsey.corbin@tkhr.com		
<b>Correspondent Name:</b>	Cynthia Lee		
<b>Address Line 1:</b>	600 Galleria Parkway		
<b>Address Line 2:</b>	Suite 1500		
<b>Address Line 4:</b>	Atlanta, GEORGIA 30339		

OP \$165.00 3149776

ATTORNEY DOCKET NUMBER:	361301-3010, ETC.
NAME OF SUBMITTER:	Cynthia Lee
Signature:	/Cynthia J. Lee/
Date:	02/19/2008
Total Attachments: 6 source=00659087#page1.tif source=00659087#page2.tif source=00659087#page3.tif source=00659087#page4.tif source=00659087#page5.tif source=00659087#page6.tif	

# STATE OF GEORGIA

**Secretary of State**

**Corporations Division**

**315 West Tower**

**#2 Martin Luther King, Jr. Dr.**

**Atlanta, Georgia 30334-1530**

## **CERTIFICATE OF CONVERSION**

I, **Karen C Handel**, the Secretary of State and the Corporations Commissioner of the State of Georgia, do hereby certify under the seal of my office that a certificate of conversion has been filed on **05/08/2007** converting

**MATTRESS SAFE, LLC**

a Domestic Limited Liability Company Entity

to

**MATTRESS SAFE INC.**

a Domestic Profit Corporation

The required fees as provided by Title 14 of the Official Code of Georgia Annotated have been paid. Conversion of the above-named entity is effective upon issuance of this certificate.

WITNESS my hand and official seal of the City of Atlanta  
and the State of Georgia on May 8, 2007



A handwritten signature in cursive script that reads "Karen C Handel".

Karen C Handel  
Secretary of State

## CERTIFICATE OF CONVERSION

MATTRESS SAFE, LLC  
TO

MATRESS SAFE INC.

Mattress Safe LLC, a Georgia Limited Liability Company, Control # 0443868, created July 19, 2004, by and through its members ELECTS to become a Corporation as allowed for under O.C.G.A Section 14-2-1109.2.

The effective date and time of the conversion shall be May 1, 2007.

The ELECTION has been unanimously approved by the Members as required by subsection (a) O.C.G.A Section 14-2-1109.2.

Filed with this Certificate of Conversion are Articles of Incorporation formed pursuant to this Conversion Election and in the form required by O.C.G.A Section 14-2-202 setting forth the name, MATTRESS SAFE, INC. that satisfies the requirements of Code Section 14-2-401. Such articles of incorporation shall be the articles of incorporation of the corporation formed pursuant to this election and until modified in accordance with this chapter.

The percentage of Membership units in Mattress Safe, LLC shall be converted to equivalent percentage of stock ownership in Mattress Safe, Inc. so as to maintain the exact percentage of ownership interest and rights in the converted corporation as was previously held by the members in the limited liability company.

IN WITNESS WHEREOF, the Undersigned has executed this Certificate of Conversion this the 1st day of May 2007.

SECRETARY OF STATE  
CORPORATIONS DIVISION

29 :1 PM 8 - MAY 2007

  
Wilbur F. Poston  
INCORPORATOR

State of Georgia  
Conversion 5 Page(s)



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TRADEMARK

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**ARTICLES OF INCORPORATION  
OF  
MATTRESS SAFE INC.**

1.

The name of the Corporation is MATTRESS SAFE INC.

2.

The Corporation shall have perpetual duration.

3.

The Corporation is organized pursuant to the provisions of the Georgia Business Corporation Code.

4.

The Corporation is a Corporation for profit and is organized for the following general purposes:

- (a) Mattress Protection
- (b) To engage in any lawful business or activity related thereto.
- (c) To engage in any lawful act or activity for which corporations may be organized under the Georgia Business Corporation Code.

5.

The maximum number of shares of capital stock that the Corporation shall be authorized to issue shall be 1,000 shares of One (\$1.00) Dollar par value common stock.

6.

The Corporation shall not begin business until it has received consideration of a fixed value, which shall not be less than Five Hundred (\$500.00) Dollars, for the issuance of its shares of common stock.

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**REEL: 003721 FRAME: 0257**

7.

The Board of Directors of the Corporation may authorize the issuance of bonds, debentures and other evidences of indebtedness of the Corporation and may fix all the terms thereof, including, without limitation, the convertibility thereof into shares of stock of the Corporation of any class, or any series of the same class.

8.

The initial registered office and the mailing address of the initial principal office of the corporation shall be:

4125 Etcetera Lane  
Cumming, GA 30041.

The initial Registered Agent of the Corporation at said address is:

Wibur F. Poston.

9.

The initial Board of Directors of the Corporation shall consist of three (3) Directors, namely,

<u>Name</u>	<u>Address</u>
Wilbur F. Poston	4125 Etcetera Lane, Cumming, GA 30041
Linda Poston	4125 Etcetera Lane, Cumming, GA 30041
Andrea Hancock	10721 Bell Road, Duluth, GA 30097

10.

The Incorporator of the Corporation is Wilbur F. Poston, whose address is 4125 Etcetera Lane, Cumming, GA 30566.

11.

The Corporation shall be authorized to issue its common stock in accordance

with the provisions of Section 1244 of the Internal Revenue Code of 1933, as amended, pursuant to such prior plans as it may from time to time adopt, and the Board of Directors of the Corporation shall be authorized to adopt the initial plan for the issuance of such common stock at its first organizational meeting.

12.

The Corporation shall have the power, acting through its Board of Directors, to make distributions to its Shareholders out of its capital surplus and to purchase its own shares out of its unreserved and unrestricted capital surplus available therefrom.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation.



Wilbur F. Poston  
INCORPORATOR  
MAY 1, 2007

SECRETARY OF STATE  
CORPORATIONS DIVISION

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- 3 -

TRADEMARK

REEL: 003721 FRAME: 0259



CATHY COX  
Secretary of State

OFFICE OF SECRETARY OF STATE  
CORPORATIONS DIVISION

315 West Tower, #2 Martin Luther King, Jr. Drive  
Atlanta, Georgia 30334-1530  
(404) 656-2817

Registered agent, officer, entity status information via the Internet  
<http://www.georgiacorporations.org>

ENRICO M. ROBINSON  
Director

SUSAN GOLDEN  
Assistant Director

TRANSMITTAL INFORMATION  
GEORGIA PROFIT OR NONPROFIT CORPORATIONS

DO NOT WRITE IN SHADED AREA - SOS USE ONLY

DOCKET # _____	PENDING # _____	CONTROL # _____
DOCKET CODE _____	DATE FILED _____	AMOUNT RECEIVED _____
TYPE CODE _____	EXAMINER _____	CHECK/RECEIPT # _____
JURISDICTION (COUNTY) CODE _____		

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM

1.

Corporate Name Reservation Number (if one has been obtained; if articles are being filed without prior reservation, leave this line blank)

MATTRESS SAFE INC.

Corporate Name (List exactly as it appears in articles)

2. WILBUR F. POSTON

770-205-5335

Name of person filing articles (certificate will be mailed to this person, at address below)

Telephone Number

P.O. BOX 2267

Address

CUMMING

GA

30040

City

State

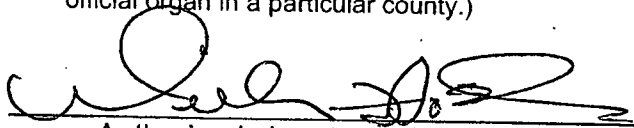
Zip Code

3.

Mail or deliver the following items to the Secretary of State, at the above address:

- 1) This transmittal form
- 2) Original and one copy of the Articles of Incorporation
- 3) Filing fee of ~~\$100.00~~ payable to Secretary of State. Filing fees are NON-refundable.  
\$20.00

I certify that a Notice of Incorporation or Notice of Intent to Incorporate with a publication fee of \$40.00 has been or will be mailed or delivered to the official organ of the county where the initial registered office of the corporation is to be located. (List of legal organs is posted at web site; or, the Clerk of Superior Court can advise you of the official organ in a particular county.)

  
Authorized signature of person filing documents

5-1-07  
Date

Request certificates and obtain entity information via the Internet: <http://www.georgiacorporations.org>

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