

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	09/30/2006

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Tempur-Pedic Direct Response, Inc.		09/30/2006	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Tempur-Pedic NA, Inc.
Street Address:	1713 Jaggie Fox Way
City:	Lexington
State/Country:	KENTUCKY
Postal Code:	40511
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
Registration Number:	2667191	800PILLOWS.COM

**CORRESPONDENCE DATA**

Fax Number: (859)514-5615  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Email: legal@tempurpedic.com  
 Correspondent Name: Tracy Cooke  
 Address Line 1: 1713 Jaggie Fox Way  
 Address Line 4: Lexington, KENTUCKY 40511

ATTORNEY DOCKET NUMBER:	800PILLOWS CHANGE 1
NAME OF SUBMITTER:	Tracy Cooke
Signature:	/Tracy Cooke/

CH \$40.00 2667191

Date:

09/09/2008

**Total Attachments: 3**

source=Certificate and Article of Merger - TPDR to TPNA#page1.tif

source=Certificate and Article of Merger - TPDR to TPNA#page2.tif

source=Certificate and Article of Merger - TPDR to TPNA#page3.tif

**CERTIFICATE AND ARTICLES OF MERGER**  
of  
TEMPUR-PEDIC MEDICAL, INC.  
a Kentucky corporation  
and  
TEMPUR-PEDIC, DIRECT RESPONSE, INC.  
a Kentucky corporation  
with and into  
TEMPUR-PEDIC NA, INC.  
a Delaware corporation

Pursuant to the provisions of the Kentucky Business Corporation Act and Title 8, Section 252 of the Delaware General Corporation Law, the undersigned surviving corporation adopts the following Certificate and Articles of Merger:

The name and jurisdiction of incorporation of each constituent corporation is as follows:

Tempur-Pedic NA, Inc., a Delaware corporation  
Tempur-Pedic Medical, Inc., a Kentucky corporation  
Tempur-Pedic, Direct Response, Inc., a Kentucky corporation

Tempur-Pedic NA, Inc. shall be the surviving corporation and shall change its name to Tempur-Pedic North America, Inc. and shall continue to be governed by the laws of Delaware, and shall remain authorized to do business in Kentucky.

The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

An Agreement and Plan of Merger was approved and adopted by unanimous written consent by the Shareholders of each of the constituent corporations and is on file at 1713 Jaggie Fox Way, Lexington, Kentucky 40511, the principal place of business of the surviving corporation. A copy of the Agreement and Plan of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations. The Agreement and Plan of Merger calls for Tempur-Pedic Medical, Inc. and Tempur-Pedic, Direct Response, Inc. to merge with and into Tempur-Pedic NA, Inc. in a statutory merger in which each share of Tempur-Pedic Medical, Inc.'s and Tempur-Pedic, Direct Response, Inc.'s capital stock will be cancelled without payment, distribution, or issuance of any kind and each share of Tempur-Pedic NA, Inc.'s capital stock issued and outstanding immediately before the effective time of the merger shall remain unchanged by the merger.

Approval by the shareholders of Tempur-Pedic NA, Inc. was not required to effect the merger. Tempur-Pedic Medical Inc. is authorized to issue 1,000 shares of common capital stock, of which 100 common shares are outstanding and entitled to vote on the Agreement and Plan of Merger. These shares are the sole voting group and constitute the only votes entitled to be cast on the Agreement and Plan of Merger. All 100 votes of Tempur-Pedic Medical, Inc. were cast in

favor of the Agreement and Plan of Merger. Tempur-Pedic, Direct Response, Inc. is authorized to issued 1,000 shares of common capital stock, of which 100 common shares are outstanding and entitled to vote on the Agreement and Plan of Merger. These shares are the sole voting group and constitute the only votes entitled to be cast on the Agreement and Plan of Merger. All 100 votes of Tempur-Pedic, Direct Response, Inc. were cast in favor of the Agreement and Plan of Merger.

The surviving corporation agrees that it may be served with process in the Commonwealth of Kentucky in any proceeding for enforcement of any obligation of any constituent business entity party to the merger that was organized under the laws of the Commonwealth, as well as for enforcement of any obligation of the surviving business entity arising from the merger. The Kentucky Secretary of State is appointed as agent for service of process in any such proceeding and shall mail any such process to the surviving corporation at: 1713 Jaggie Fox Way, Lexington, Kentucky 40511.

The merger is permitted by the laws of Kentucky and Delaware and the corporations which are to merge have each complied with these laws in effecting the merger.

The merger shall become effective at 11:59 P.M., Eastern Time, on September 30, 2006.

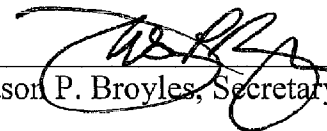
**[REMAINDER OF THIS PAGE INTENTIONALLY LEFT BLANK]**

IN WITNESS WHEREOF, each of the undersigned corporations has caused these Articles and Certificate of Merger to be signed by an authorized officer, this 22 day of September, 2006.

TEMPUR-PEDIC NA, INC.  
a Delaware corporation

By:   
Jason P. Broyles, VP/Finance

TEMPUR-PEDIC MEDICAL, INC.  
a Kentucky corporation

By:   
Jason P. Broyles, Secretary/CFO

TEMPUR-PEDIC, DIRECT RESPONSE, INC.  
a Kentucky corporation

By:   
Jason P. Broyles, Secretary