

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Tempur-Pedic North America, Inc.		07/01/2008	CORPORATION:
RECEIVING PARTY DATA			
Name:	Tempur-Pedic North America, LLC		
Street Address:	1713 Jaggie Fox Way		
City:	Lexington		
State/Country:	KENTUCKY		
Postal Code:	40511		
Entity Type:	LIMITED LIABILITY COMPANY:		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2667191	800PILLOWS.COM	
CORRESPONDENCE DATA			
Fax Number:	(859)514-5615		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Email:	legal@tempurpedic.com		
Correspondent Name:	Tempur-Pedic International Inc.		
Address Line 1:	1713 Jaggie Fox Way		
Address Line 4:	Lexington, KENTUCKY 40511		
ATTORNEY DOCKET NUMBER:	800PILLOWS CHANGE 3		
NAME OF SUBMITTER:	Tracy Cooke		
Signature:	/Tracy Cooke/		
Date:	09/18/2008		

CH \$40.00 2667191

Total Attachments: 2

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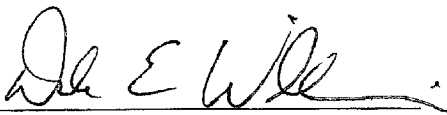
**TRADEMARK
 REEL: 003855 FRAME: 0806**

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STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A CORPORATION TO A
LIMITED LIABILITY COMPANY PURSUANT TO
SECTION 18-214 OF THE LIMITED LIABILITY ACT

- 1.) The jurisdiction where the Corporation first formed is DELAWARE.
- 2.) The jurisdiction immediately prior to filing this Certificate is DELAWARE.
- 3.) The date the corporation first formed is February 25, 2004
- 4.) The name of the Corporation immediately prior to filing this Certificate is
TEMPUR-PEDIC NORTH AMERICA, INC.
- 5.) The name of the Limited Liability Company as set forth in the Certificate of
Formation is TEMPUR-PEDIC NORTH AMERICA, LLC.
- 6.) This Certificate of Conversion shall be effective on July 1, 2008.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the
1 day of July, A.D. 2008.

By: 
Authorized Person

Name: Dale E. Williams
Print or Type

CERTIFICATE OF FORMATION

OF

Tempur-Pedic North America, LLC

1. The name of the limited liability company is:

Tempur-Pedic North America, LLC

2. The address of its registered office in the State of Delaware is: Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, Delaware 19801. The name of its registered agent at such address is The Corporation Trust Company.

3. This Certificate of Formation shall be effective on July 1, 2008.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Formation of Tempur-Pedic North America, LLC this 1 day of July, 2008.

Tempur-Pedic North America, LLC

By: Dale E Williams

Dale E. Williams