

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 World, Inc.		12/29/2003	CORPORATION:
RECEIVING PARTY DATA			
Name:	Tempur World, 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	
Serial Number:	76141575	SPACE PILLOW	
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:	Tracy Cooke		
Address Line 1:	1713 Jaggie Fox Way		
Address Line 4:	Lexington, KENTUCKY 40511		
ATTORNEY DOCKET NUMBER:	SPACE PILLOW TWI TO TWL		
NAME OF SUBMITTER:	Tracy Cooke		
Signature:	/Tracy Cooke/		
Date:	11/06/2008		
Total Attachments: 4			

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TRADEMARK
REEL: 003883 FRAME: 0431

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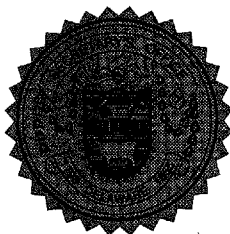
Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "TEMPUR WORLD, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "TEMPUR WORLD, INC." TO "TEMPUR WORLD, LLC", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2003, AT 6:35 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3144312 8100V

AUTHENTICATION: 2840535

030840749

DATE: 12-30-03

TRADEMARK

REEL: 003883 FRAME: 0433

State of Delaware

**CERTIFICATE OF CONVERSION
FROM CORPORATION TO LIMITED LIABILITY COMPANY
TEMPUR WORLD, INC.**

TEMPUR WORLD, INC., a Delaware corporation, hereby certifies as follows:

1. The name of the converting corporation is Tempur World, Inc. (the "Corporation"), which was originally incorporated on December 16, 1999 under the name Tempur-World, Inc.

2. The name of the Corporation immediately prior to the filing of this Certificate of Conversion is Tempur World, Inc.

3. The name of the limited liability company into which the Corporation shall be converted is Tempur World, LLC, as set forth in the Certificate of Formation of Tempur World, LLC, which is being filed concurrently herewith in accordance with the Delaware Limited Liability Company Act, as amended.

4. The conversion of the Corporation to Tempur World, LLC (the "Conversion") has been approved by the Board of Directors and the Stockholders of the Corporation in accordance with the provisions of Section 266 of the Delaware General Corporation Law.

5. The Conversion shall be effective upon filing with the Delaware Secretary of State.

IN WITNESS WHEREOF, the undersigned authorized officer of the Corporation has executed this Certificate of Conversion as of this 29th day of December, 2003.

TEMPUR WORLD, INC.

By: William H. Poche
Name: William H. Poche
Title: Assistant Treasurer

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "TEMPUR WORLD, LLC" FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2003, AT 6:35 O'CLOCK P.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3144312 8100V

AUTHENTICATION: 2840535

030840749

DATE ~~FILED~~ TRADEMARK

REEL: 003883 FRAME: 0435

CERTIFICATE OF FORMATION

OF

TEMPUR WORLD, LLC

This Certificate of Formation of Tempur World, LLC (the "LLC"), dated as of December 27, 2003, is being duly executed and filed by Robert B. Tassell, Jr., as an authorized person, to form a limited liability company under the Delaware Limited Liability Company Act (6 Del. C. §18-101, et seq.).

FIRST: The name of the limited liability company is:

Tempur World, LLC

SECOND: The address of its registered office in the State of Delaware is 1209 Orange Street in the City of Wilmington, County of New Castle, DE 19801. The name of its registered agent at such address is The Corporation Trust Company.

THIRD: The Formation shall be effective upon filing with the Delaware Secretary of State.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation of Tempur World, LLC this 27th day of December, 2003.

By: 

Name: Robert B Tassell, Jr.

Title: Authorized Person