

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
John Hancock Life Insurance Company		10/14/2008	DOMESTIC STIPULATED COMPANY: CANADA
RECEIVING PARTY DATA			
Name:	Sleep America, LLC		
Street Address:	1202 N. 54th Avenue		
Internal Address:	Suite 111		
City:	Phoenix		
State/Country:	ARIZONA		
Postal Code:	85043		
Entity Type:	LIMITED LIABILITY COMPANY: ARIZONA		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	2260533	SLEEP AMERICA	
Registration Number:	2993968	SLEEP AMERICA	
Registration Number:	2989470	WHERE AMERICA GOES TO SLEEP	
CORRESPONDENCE DATA			
Fax Number:	(415)591-1400		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	312-558-5600		
Email:	trademarksSF@winston.com		
Correspondent Name:	Winston & Strawn LLP		
Address Line 1:	35 W. Wacker Drive		
Address Line 4:	Chicago, ILLINOIS 60601-9703		
ATTORNEY DOCKET NUMBER:	011666.00001		
NAME OF SUBMITTER:	Liisa M. Thomas		

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Signature:

/Liisa M. Thomas/

Date:

03/09/2009

Total Attachments: 3

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TERMINATION OF SECURITY INTEREST IN TRADEMARKS

**JOHN HANCOCK LIFE INSURANCE COMPANY
200 Bloor Street East, North Tower 4
Toronto, Ontario M4W 1E5**

WHEREAS, the above-identified Holder of a Security Interest, JOHN HANCOCK LIFE INSURANCE COMPANY (the "Secured Party"), holds security interests in the trademarks identified in the attached Schedule A ("Trade-marks"), incorporated herein by reference, arising under that certain security agreement (the "Security Agreement") dated March 7, 2006 by and among Sleep America, LLC, an Arizona limited liability company, having a place of business at 1202 N. 54th Avenue, Suite 111, Phoenix, Arizona, 85043 and John Hancock Life Insurance Company (U.S.A.) ("John Hancock USA"); and

WHEREAS, John Hancock USA assigned its security interest in the Trade-marks and the Security Agreement to the Secured Party;

WHEREAS, the security interest was recorded in the United States Patent and Trademark Office (the "Office") Assignment Branch on Reel 3308, Frame 0059 on May 12, 2006 as set forth in a Notice of Recordation issued by the Office; and

WHEREAS, the Secured Party hereby acknowledges that pursuant to the terms of a payout letter dated Sept. 29, 2008 between the Secured Party, The Standard Life Assurance Company of Canada, Computershare Trust Company of Canada, Sleep Country Canada Inc., Sleep America, LLC and certain other guarantors, the debt secured by the pledge of the trademarks under the terms and conditions set forth in the Security Agreement has been paid in full, satisfied, released and discharged and the Secured Party hereby agrees to terminate its security interest in the trademarks.

NOW, THEREFORE, the Secured Party does hereby release and terminate its entire right, title and interest in and to said Security Agreement and the security interests granted therein and identified herein as to all the Trade-marks as filed and registered with the United States Patent and Trademark Office in Washington, D.C.

Executed this 14 day of October, 2008.

**JOHN HANCOCK LIFE INSURANCE
COMPANY**

By: Allen F
Name: Allen Fen
Title: Managing Director

SCHEDULE "A"

Trade-mark	US Trade-mark Registration/Application No.
SLEEP AMERICA (Design)	2,260,533
SLEEP AMERICA	2,993,968
WHERE AMERICA GOES TO SLEEP	2,989,470

OTTAWA:1088105.1