

BRACEWELL & GIULIANI LLP COMPANY:P. O. BOX 61389

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

07/28/2009
900139703

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Foamex L.P.		06/11/2009	LIMITED PARTNERSHIP:

RECEIVING PARTY DATA

Name:	MP Foam DIP LLC
Street Address:	520 Madison Avenue
Internal Address:	35th Floor
City:	New York
State/Country:	NEW YORK
Postal Code:	10022
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 86

Property Type	Number	Word Mark
Registration Number:	0959603	ACQUELL
Registration Number:	2827617	AEROFONIC
Registration Number:	2158721	AQUAZONE
Registration Number:	2709417	ARESTO
Registration Number:	2936966	BECAUSE SLEEP IS IMPORTANT
Registration Number:	2059944	BLACK DIAMOND
Registration Number:	1797019	BODY ZONE
Serial Number:	77438623	BODYZONE
Serial Number:	77513157	BODYZONE
Registration Number:	2902439	BODYZONE
Registration Number:	1841861	COMFORT CLINIC
Registration Number:	1900671	COMFORT SLEEPER
Registration Number:	2958218	COMFORT SLEEPER

OP \$2165.00 0959603

BRACEWELL & GIULIANI LLP COMPANY:P. O. BOX 61389

Registration Number:	2410408	CPC
Registration Number:	1926941	CUSTOMFIT
Serial Number:	77373991	DREAM REST
Serial Number:	73643516	DRI-FAST
Registration Number:	3028433	ELECTRELL
Registration Number:	3115393	ELECTROCELL
Registration Number:	3280981	ENERGIA
Registration Number:	3493982	ENERGIA
Registration Number:	1832201	ENVIRO-CURE
Registration Number:	1360538	EVA-DRI
Registration Number:	2364439	FOAMEX
Registration Number:	2611514	FOAMEX
Registration Number:	2333347	FOAMEX
Registration Number:	2538935	FOAMEX
Registration Number:	3581557	FOLD-N-GO
Serial Number:	77486516	FXI
Serial Number:	77492052	FXI
Serial Number:	77492068	FXI
Serial Number:	73693235	GENERAL FELT INDUSTRIES
Serial Number:	73163187	GFI
Serial Number:	73161702	GFI
Serial Number:	78593605	GOOD FOR YOU. GOOD FOR THE GLOBE.
Serial Number:	77704972	GREEN BLEND
Registration Number:	2972620	HYGEL
Registration Number:	1570939	HYFONIC I
Registration Number:	2931937	INTELLIFORM
Registration Number:	2063085	LUXURYBOND
Registration Number:	1156484	MATRIX
Registration Number:	2893639	
Registration Number:	2704752	MULTI-ZONE
Registration Number:	2738990	PILLOWFLEX
Registration Number:	1016884	PROTECTAIR
Registration Number:	0928907	PYRELL
Registration Number:	1394867	PYROCUSHION
Registration Number:	2539702	QUILTFLEX

BRACEWELL & GIULIANI LLP COMPANY:P. O. BOX 61389

Registration Number:	2703026	QYLITE
Registration Number:	2849196	REFLEX
Registration Number:	2129337	REFLEX
Registration Number:	3051574	REFLEX BOUNCE
Registration Number:	2508035	REFLEX CORE
Registration Number:	2483503	REFLEX HR
Registration Number:	2974446	REFLEX MEMORY
Registration Number:	2795085	REFLEX MR
Registration Number:	3495856	REFLEX NATURAL
Registration Number:	2887806	REFLEX PLUS
Registration Number:	2883248	REFLEX PLUS
Registration Number:	2505496	REFLEX WRAP
Registration Number:	2730770	RESILITEX
Serial Number:	77657548	REST + SHINE
Registration Number:	2923618	SCOTTFELT
Registration Number:	2826728	SENSUS
Registration Number:	2091360	SHAPING THINGS TO COME
Registration Number:	1151039	SIF
Registration Number:	1876775	SIF FELT
Registration Number:	0961172	
Registration Number:	2226404	SLEEP SOLUTIONS
Registration Number:	2924368	SLEEP SOLUTIONS
Registration Number:	2688809	SMOOTHBOND
Registration Number:	2027420	SMT
Registration Number:	3274092	SMT
Registration Number:	1455317	SONATEK
Serial Number:	77657552	SOUND ASLEEP
Registration Number:	2658043	SPECTROSEAL
Registration Number:	2595217	SPECTROSEAL
Registration Number:	2478263	SPECTRUM
Registration Number:	2402718	SPILLTRAP
Registration Number:	3527991	SUREFILL
Registration Number:	1499564	ULTIMA SIX
Registration Number:	1022669	VELVE
Serial Number:	78805179	VENUS

BRACEWELL & GIULIANI LLP COMPANY: P. O. BOX 61389

Registration Number:	2955677	VP TECHNOLOGY
Registration Number:	3550875	WHISPEX
Registration Number:	3018648	WITHOUT US, IT'S JUST FOAM

CORRESPONDENCE DATA

Fax Number: (713)437-5306
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: (713) 221-1112
 Email: docketing@bglip.com
 Correspondent Name: Bracewell & Giuliani LLP
 Address Line 1: P. O. Box 61389
 Address Line 4: Houston, TEXAS 77208-1389

ATTORNEY DOCKET NUMBER:	056932.000068
NAME OF SUBMITTER:	Michael R. Samardzija
Signature:	/Michael R. Samardzija/
Date:	07/28/2009

Total Attachments: 15

source=Assignment of Trademarks#page1.tif
 source=Assignment of Trademarks#page2.tif
 source=Assignment of Trademarks#page3.tif
 source=Assignment of Trademarks#page4.tif
 source=Assignment of Trademarks#page5.tif
 source=Assignment of Trademarks#page6.tif
 source=Assignment of Trademarks#page7.tif
 source=Assignment of Trademarks#page8.tif
 source=Assignment of Trademarks#page9.tif
 source=Assignment of Trademarks#page10.tif
 source=Assignment of Trademarks#page11.tif
 source=Assignment of Trademarks#page12.tif
 source=Assignment of Trademarks#page13.tif
 source=Assignment of Trademarks#page14.tif
 source=Assignment of Trademarks#page15.tif

BRACEWELL & GIULIANI LLP COMPANY: P. O. BOX 61389

Execution Version

ASSIGNMENT OF TRADEMARKS

This ASSIGNMENT OF TRADEMARKS (this "Assignment"), dated as of June 12, 2009, is made by and among MP Foam DIP LLC, a Delaware limited liability company ("Assignee"), and Foamex L.P., a Delaware limited partnership, ("Foamex" or "Assignor").

WITNESSETH:

WHEREAS, pursuant to the Asset Purchase Agreement dated effective as of March 25, 2009, by and between the Assignor and the Assignee (as amended, the "Asset Purchase Agreement"), the Assignor have agreed to transfer to the Assignee all of the Assignor's right, title and interest in and to the Trademarks included in the Business (capitalized terms used but not defined herein have the meaning provided in the Asset Purchase Agreement); and

WHEREAS, pursuant to the Asset Purchase Agreement, the Assignor and the Assignee have agreed to execute this Assignment.

NOW, THEREFORE, for good and valuable consideration, including the above referenced Asset Purchase Agreement, the adequacy, legal sufficiency and receipt of which are hereby acknowledged, the parties hereto agree as follows:

1. The Assignor hereby assigns, transfers and conveys to the Assignee, and the Assignee hereby accepts and assumes, free and clear of any Encumbrances, all right, title and interest in and to the Trademarks as described on Exhibit A hereto, together with the goodwill of the business symbolized by the Trademarks, the applications for registration and registrations therefor, and all claims for damages arising out of or relating to past or continuing infringements thereof, if any, with the right to sue for and collect such damages.
2. The rights assigned hereby include, without limitation all of the Assignor's right to sue and recover for any past, present, and future infringement or unauthorized use of any right or interest in the Trademarks.
3. Assignor hereby authorizes and requests the Commissioner of Trademarks of the United States Patent and Trademark Office, and any foreign trademark authority, to record this Assignment and hereby represent and warrant that the Assignor have the full right to convey the entire interest herein assigned.
4. Assignor agrees to execute any further lawful documents and take any other actions that the Assignee may consider necessary or appropriate to fully protect and vest in the Assignee the assigned rights and interests in the Trademarks and to assist the Assignee in the registration, maintenance, perfection and enforcement of any of the Trademarks.
5. All capitalized terms used herein, but not otherwise defined herein, shall have the meanings ascribed to them in the Asset Purchase Agreement. This Assignment and each of its

BRACEWELL & GIULIANI LLP COMPANY:P. O. BOX 61389

provisions shall be binding upon and shall inure to the benefit of the respective successors and assigns of Assignor and Assignee.

6. This Agreement shall be governed by, and construed in accordance with, the Bankruptcy Code and, to the extent not inconsistent with the Bankruptcy Code, the laws of the State of New York without giving effect to conflicts of law principles thereof.

7. This Assignment and Asset Purchase Agreement constitute the entire agreement between the Parties with respect to the subject matter of this Assignment and supersede all prior agreements and understandings, both oral and written, between the Parties with respect to the subject matter of this Assignment.

[Remainder of Page Intentionally Left Blank; Signature Pages to Follow]

HOUSTON2273650.3

TRADEMARK
REEL: 004037 FRAME: 0683

BRACEWELL & GIULIANI LLP COMPANY:P. O. BOX 61389

IN WITNESS WHEREOF, the Assignor and the Assignee have caused this Assignment to be executed and delivered by its duly authorized officer as of the date first above written.

ASSIGNOR:

Foamex L.P.

By: *[Signature]*
Name: *Harold J. Early*
Title: *VP/COO*

THE STATE OF *New York* §
COUNTY OF *New York* §

BEFORE ME, the undersigned authority, on this *11th* day of June, 2009, personally appeared *Harold J. Early*, acting on behalf of Foamex L.P., a Delaware limited partnership, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same of his own free will for the purposes and consideration therein expressed.

Clare Trino
Notary Public, State of New York
No. 01714910385
Qualified in Westchester County
Certificate Filed in NY County
My Commission Expires 01/11/2010

[Signature]
NOTARY PUBLIC, STATE OF *New York*

BRACEWELL & GIULIANI LLP COMPANY:P. O. BOX 61389

ASSIGNEE:

FOAMEX INNOVATIONS, INC.

By: [Signature]
Name:
Title:

THE STATE OF New York
COUNTY OF Nassau

BEFORE ME, the undersigned authority, on this 11th day of June, 2008, personally appeared Carroll M. Tackelbaum, acting on behalf of MP Foam DIP LLC, a Delaware limited liability company, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same of his own free will for the purposes and consideration therein expressed.

[Signature]
NOTARY PUBLIC, STATE OF New York

Claire Tiano
Notary Public, State of New York
No. 01714810668
Qualified in Westchester County
Certificate Filed in NY County
My Commission Expires 01/11/2010

BRACEWELL & GIULIANI LLP COMPANY:P. O. BOX 61389

**ATTACHMENT A
REGISTERED TRADEMARKS AND PENDING TRADEMARK APPLICATIONS**

HOUSTON02736503

**TRADEMARK
REEL: 004037 FRAME: 0686**

BRACEWELL & GIULIANI LLP COMPANY:P. O. BOX 61389

ACQUELL	United States of America	Registered	72/409833	9-Dec-71	858603	29-May-73	17
ACQUELL	Canada	Registered	366478	13-Jul-73	186686	11-Apr-74	17
ACQUELL	United States of America	Renewed	72/408,833	9-Dec-71	958,803	29-May-73	17
ADDING COMFORT TO EVERY STEP	United States of America	Registered	78/196,207	18-Jan-01	2,584,866	25-Jun-02	27
AEROFONIC	United States of America	Registered	78/103881	21-Jan-02	2627617	30-Mar-04	17
AESTHETIC WR	Mexico	Close to Expiration		18-Nov-98	598017	25-Jan-99	17
ANATOMIC SLEEP SUPPORT SURFACE	United States of America	Registered	75/088,495	15-Apr-98	2,177,233	28-Jul-98	20 & 24
ANATOMIC SLEEP SUPPORT SURFACE TECHNOLOGY	United States of America	Registered	78/194482	10-Jun-02	2771625	7-Oct-03	20
ANATOMIC SLEEP SUPPORT SURFACE TECHNOLOGY	United States of America	Registered	78/194482	10-Jun-02	2771625	7-Oct-03	24
AQUAZONE	United States of America	Registered	75/271956	8-Apr-87	2158721	18-May-88	17
ARESTO	United States of America	Registered	78/103883	21-Jan-02	2709417	22-Apr-03	17
BASELINE DESIGN	United States of America	Registered	78/062,462	19-May-00	2,977,342	11-Jun-02	20 & 27
BECAUSE SLEEP IS IMPORTANT	United States of America	Registered	78/250432	15-May-03	2836966	29-Mar-06	20
BLACK DIAMOND	United States of America	Registered	74/717878	21-Aug-95	2059844	6-May-97	27
BLACK DIAMOND	United States of America	Renewed	74/717,878	21-Aug-95	2,059,944	06-May-97	27
BODY ZONE	United States of America	Registered	74/246485	14-Feb-92	1797019	5-Oct-93	20
BODYZONE	United States of America	Published	77/438623	3-Apr-08			10
BODYZONE	United States of America	Published	77/438623	3-Apr-08			27
BODYZONE	United States of America	Published	77/513157	2-Jul-08			10
BODYZONE	United States of America	Published	77/513157	2-Jul-08			12
CELL DESIGN	United States of America	Registered	78/250881	18-May-03	2802439	9-Nov-04	20
CELL DESIGN	Canada	Registered	366568	17-Jul-73	198603	21-Jun-74	17

HOUSTON\275650.3

BRACEWELL & GIULIANI LLP COMPANY: P. O. BOX 61389

CELLULEX	United States of America	Registered	78118738	1-Apr-02	2788259	23-Sep-03	17
CELLULEX	United States of America	Registered	78272579	10-Jul-03	2978009	26-Jul-06	21
CHAMBER TECHNOLOGY (and design)	United States of America	Registered	75529,902	23-Jun-98	2,364,599	06-Jun-00	40
COMFORT CLINIC	United States of America	Registered	74381561	20-Apr-93	1841861	28-Jun-94	20
COMFORT CLINIC	United States of America	Registered	74381561	20-Apr-93	1841861	28-Jun-94	24
COMFORT CLINIC	Canada	Registered	739285	18-Oct-93	TMA489636	10-Feb-98	20
COMFORT SLEEPER	United States of America	Registered	74525103	18-May-94	1900671	20-Jun-95	20
COMFORT SLEEPER	Canada	Registered	759897	6-Jul-94	TMA470620	6-Feb-97	20
COMFORT SLEEPER	United States of America	Registered	78272461	10-Jul-03	2958218	31-May-05	20
COMFORT SLEEPER and Design	United States of America	Registered	73537,971	16-May-86	1,371,327	19-Nov-86	20
COMFORTWARE	Mexico	Cancelled			467724	29-Jul-94	
COMFORTWARE & DESIGN	Mexico	Cancelled			472171	8-Sep-94	27
GPC	United States of America	Registered	757800,938	16-Sep-99	2,410,408	06-Dec-00	40
CUSTOMFIT	United States of America	Registered	74436271	14-Oct-93	1929941	17-Oct-96	17
DREAM CONCEPTS	United States of America	Registered	78420126	17-May-04	2993384	6-Sep-05	20
DREAM CONCEPTS	United States of America	Registered	73677,999	10-Aug-97	1,618,407	13-Dec-86	20 & 24
DREAM REST	United States of America	Published	77373991	17-Jan-08			20
DREAM REST	United States of America	Published	77373991	17-Jan-08			24
DRI-FAST	United States of America	Registered	73643516	9-Feb-87	146645	8-Sep-87	20
DRIVE SOFTLY	United States of America	Registered	78124395	25-Feb-02	2745290	28-Jul-03	12
ELECTRELL	United States of America	Registered	78502217	19-Oct-04	3029433	13-Dec-05	17

HOUSTON#273690.3

TRADEMARK

REEL: 004037 FRAME: 0688

BRACEWELL & GIULIANI LLP COMPANY: P. O. BOX 61389

ELECTROCELL	United States of America	Registered	78/976778	19-Jul-04	3115393	11-Jul-06	17
ENERGIA	United States of America	Registered	78/979488	2-Feb-06	3280981	14-Aug-07	17
ENERGIA	United States of America	Registered	78/805193	2-Feb-06	3493982	26-Aug-08	20
ENERGIA	United States of America	Registered	78/805193	2-Feb-06	3493982	26-Aug-08	24
ENVIRO-CURE	United States of America	Registered	74/112887	5-Nov-80	1832201	19-Apr-94	17
EVA-DRU	United States of America	Registered	73/492299	30-Jul-84	1350538	17-Sep-85	17
EVA-DRI	United States of America	Renewed	73/492,298	30-Jul-84	1,360,538	17-Sep-85	17
FOAMEX	Canada	Registered	419,588	12-Jan-78	TMA233,27 8	25-May-79	9
FOAMEX	Thailand	Pending	696391	28-May-08			17
FOAMEX	Thailand	Pending	696392	28-May-08			22
FOAMEX	Canada	Registered	1103173	17-May-01	TMA587200	14-Aug-03	17
FOAMEX	Taiwan	Registered	8700988	8-Jan-88	846124	1-Apr-98	27
FOAMEX	Indonesia	Registered	D97-12823	26-Jun-87	414194	6-Apr-88	17
FOAMEX	Korea, Republic of	Registered	56-2007- 0014202	14-Apr-87	406818	29-Jun-88	18
FOAMEX	Mexico	Cancelled	187695	10-Jan-94	467614	26-Jul-94	17
FOAMEX	Japan	Registered	9-9568	29-Jan-97	4300493	30-Jul-99	17
FOAMEX	Canada	Registered	680601	24-Apr-81	402657	11-Sep-82	27

EDUSTON\2736903

BRACEWELL & GIULIANI LLP COMPANY: P. O. BOX 61389

FOAMEX	Venezuela	Registered	91-004496	11-Apr-94	PZ25257	14-Feb-97	17
FOAMEX	Garnada	Registered			2788	12-Mar-46	01
FOAMEX	Taiwan	Registered	87000989	8-Jan-98	836107	16-Jan-99	21
FOAMEX	China (Peoples Republic)	Registered	6394399	22-Nov-07	6394399	20-Nov-08	17
FOAMEX	Korea, Republic of	Registered	50-2007-0012644	31-Jul-07	406818	29-Jun-98	21
FOAMEX	Singapore	Registered	878597	23-Jul-97	797087858		17
FOAMEX	Taiwan	Registered	88901496	11-Jan-97	909928	16-Jul-98	17
FOAMEX	Malaysia	Registered	9815687	28-Dec-98	96015687	24-Apr-06	17
FOAMEX	China (Peoples Republic)	Registered	970030987	8-Apr-97	1244020	7-Feb-98	17
FOAMEX & Design	United States of America	Registered	76748197	6-Jul-99	2364439	4-Jul-00	40
FOAMEX & Design	United States of America	Registered	78003081	6-Jun-00	2611514	27-Aug-02	17
FOAMEX & Design	United States of America	Registered	78468,107	18-Aug-04	3,027,702	13-Dec-05	20 & 28
FOAMEX & DESIGN (class 17)	United States of America	Registered	75741982	1-Jul-98	2333347	21-Mar-00	17
FOAMEX & Device	Malaysia	Registered	96012492	22-Jun-98	96012492	21-Feb-08	17

HOUSTON227569J

BRACEWELL & GIULIANI LLP COMPANY:P. O. BOX 61389

FOAMEX & Device	Malaysia	Pending	99/12433	8-Dec-99				40
FOAMEX (and Design)	Mexico	Registered		3-Aug-00	780065	23-Feb-03		27
FOAMEX (and Design)	Mexico	Registered	440140	3-Aug-00	679262	3-Aug-00		40
FOAMEX (and Design)	Mexico	Registered	440138	3-Aug-00	684283	3-Aug-00		20
FOAMEX (and Design)	Mexico	Registered	440142	8-May-01	708433	6-May-01		17
FOAMEX (Chinese language)	China (Peoples Republic)	Registered	6394367	22-Nov-07	6394367	20-Nov-08		17
FOAMEX (in stylized form & Design)	China (Peoples Republic)	Registered	6394398	22-Nov-07	6394398	20-Nov-08		17
FOAMEX (Stylised) & Device	Singapore	Registered	T99/12983H	12-Nov-99	T99/12983H	22-Jun-99		17
FOAMEX (Stylised) & Device	Singapore	Registered	T99/12985D	12-Nov-99	T99/12985D	1-Jul-99		17
FOAMEX (Stylised) & Device	Singapore	Registered	T99/12984F	12-Nov-99	T99/12984F	6-Jul-99		40
FOAMEX and design	United States of America	Registered	757747342	22-Jun-99	2536935	19-Feb-02		17
FOAMEX CHILD CARE	United States of America	Registered	78317,888	23-Oct-03	2,988,335	16-Aug-06		20 & 28
FOAMEX in stylized form & design	China (Peoples Republic)	Registered	9900142088	26-Nov-99	1528845	28-Feb-01		17
FOAMEX in stylized form & design	China (Peoples Republic)	Registered	9900142089	26-Nov-99	1552050	14-Apr-01		17
FOAMEX in stylized form & design	China (Peoples Republic)	Registered	9900142090	26-Nov-99	1495506	21-Dec-00		40

HOUSTON0275490.3

TRADEMARK

REEL: 004037 FRAME: 0691

BRACEWELL & GIULIANI LLP COMPANY: P. O. BOX 61389

design										
FOAMEX stylized (in class 17)	Indonesia	Registered	D68-22588	16-Dec-88	468748	16-Mar-01		17		
FOAMEX stylized (in class 40)	Indonesia	Registered	699/22703	16-Dec-88	468750	16-Mar-01		40		
FOLD N GO	United States of America	Published	77/43696	9-Apr-08	3581557	24-Feb-09		28		
FXI	United States of America	Published	77/48616	23-May-08				17		
FXI	United States of America	Published	77/482052	5-Jun-08				20		
FXI	United States of America	Published	77/482088	5-Jun-08				27		
GENERAL FELT INDUSTRIES	United States of America	Registered	73/693,235	2-Nov-87	1,512,844	15-Nov-88		27		
GFI	United States of America	Registered	73/163187	22-Mar-78	1208771	31-Aug-82		27		
GFI PLUS DESIGN	United States of America	Registered	73/161702	10-Mar-78	1208770	31-Aug-82		27		
GOOD FOR YOU. GOOD FOR THE GLOBE	United States of America	Registered	78/593605	23-Mar-06	3195077	2-Jan-07		17		
GOOD FOR YOU. GOOD FOR THE GLOBE	United States of America	Registered	78/593605	23-Mar-06	3195077	2-Jan-07		20		
GREEN BLEND	United States of America	Pending	77/704972	2-Apr-09				17		
HYCEL	United States of America	Registered	78/084545	19-Sep-01	2872620	19-Jul-05		17		
HYFONIC I	United States of America	Registered	73/782430	23-Feb-89	1670939	12-Dec-89		17		
HYFONIC I	Canada	Registered	474577	25-Aug-81	272499	9-Oct-82		17		
INSTANT KING	United States of America	Registered	78/090,410	28-Oct-01	2,765,141	11-Nov-03		20		
INTELLIFORM	Canada	Registered	1,190,444	12-Sep-03	TMA673,983	03-Oct-08		20 & 24		
INTELLIFORM	United States of America	Registered	78/291841	25-Aug-03	2831937	8-Mar-05		20		
K-9 KOUGH	United States of America	Renewed	73/492,299	30-Jul-84	1,360,538	17-Sep-85		17		

HOUSTON/22736903

BRACEWELL & GIULIANI LLP COMPANY: P. O. BOX 61389

KIDS CAN HANDLE IT!	United States of America	Registered	78/619,742	28-Oct-03	3,030,238	13-Dec-06	20 & 28
LUXURYBOND	United States of America	Registered	75/100815	8-May-96	2063085	20-May-97	27
MATRIX	United States of America	Renewed	73/240,071	21-Nov-79	1,156,484	2-Jun-81	27
Miscellaneous Design (Figure Reclining)	United States of America	Registered	78/326839	12-Nov-03	2893638	12-Oct-04	20
MULTI-ZONE	United States of America	Registered	79/120,159	08-Apr-02	2,704,752	08-Apr-03	20
PASSION	United States of America	Registered	79/198206	18-Jan-01	2577988	11-Jun-02	27
PILLOWFLEX	United States of America	Registered	78/071084	26-Jun-01	2738880	15-Jul-03	17
PROTECTAIR	United States of America	Registered	73/029505	14-Aug-74	1016884	29-Jul-76	17
PROTECTAIR	Canada	Registered	424965	17-May-78	238204	18-Jan-80	17
PYRELL	United States of America	Registered	72/377943	4-Dec-70	0926907	16-Feb-72	17
PYRELL	Canada	Registered	389480	13-Jul-73	196888	11-Apr-74	17
PYROCLUSHION	United States of America	Registered	73/566532	4-Nov-85	1394867	27-May-88	17
QUILTIFLEX	United States of America	Registered	78/102090	2-Aug-00	2539702	19-Feb-02	17
QYLITE	United States of America	Registered	78/167146	31-Oct-00	2703028	1-Apr-03	17
REFLEX	United States of America	Registered	78/097614	10-Dec-01	2849196	1-Jun-04	17
REFLEX	United States of America	Registered	78/097614	10-Dec-01	2849186	1-Jun-04	24
REFLEX	United States of America	Registered	75/020225	15-Nov-95	2128337	13-Jan-98	20
REFLEX BOUNCE	United States of America	Registered	78/310822	8-Oct-03	3051574	24-Jan-06	17
REFLEX CORE	United States of America	Registered	75/894449	12-Jan-00	2508035	13-Nov-01	17
REFLEX FIL	United States of America	Registered	75/895,999	12-Jan-00	2,582,382	09-Jul-02	17
REFLEX HR	United States of America	Registered	75/827216	21-Oct-98	2483503	28-Aug-01	20
REFLEX MEMORY	United States of America	Registered	78/366042	27-Jan-04	2974446	19-Jul-05	17

HOUSTON02273600.3

BRACEWELL & GIULIANI LLP COMPANY: P. O. BOX 61389

REFLEX MR	United States of America	Registered	78592788	20-Nov-98	2798085	18-Dec-03	20
REFLEX NATURAL	United States of America	Registered	77381465	7-Feb-08	3485858	2-Sep-08	17
REFLEX PLUS	United States of America	Registered	78238728	11-Apr-03	2887808	21-Sep-04	17
REFLEX PLUS	United States of America	Registered	78229073	24-Mar-03	2883248	7-Sep-04	17
REFLEX WRAP	United States of America	Registered	78220889	16-Feb-00	2505498	6-Nov-01	17
RENEW	Canada	Registered	698,688	11-Feb-92	TMA440,43 1	17-Mar-96	20
RESILITEX	United States of America	Registered	78098228	13-Dec-01	2730770	24-Jun-03	17
RESILITEX	Canada	Registered	1184568	16-Jul-03	615917	28-Jul-04	17
REST + SHINE	United States of America	Pending	77667548	27-Jan-08			20
SCOTTIFELT	United States of America	Registered	78221286	7-Mar-01	2923818	1-Feb-06	17
SENSUS	India	Pending	1328888	20-Dec-04			20
SENSUS	United States of America	Registered	78087443	5-Jun-01	2628728	24-Sep-02	17
SENSUS	India	Published	1328882	20-Dec-04			17
SHAPING THINGS TO COME	United States of America	Registered	75178255	7-Oct-86	2091360	28-Aug-87	42
SIF	United States of America	Registered	73222802	11-Jul-79	1161038	14-Apr-81	17
SIF FELT	United States of America	Registered	74053250	26-Apr-90	1676775	26-Feb-92	17
SINGLE-CELL (Design)	United States of America	Registered	72430209	18-Jul-72	861172	19-Jun-73	17
SLEEP SOLUTIONS	United States of America	Registered	74820270	11-Jan-95	2228404	23-Feb-98	20
SLEEP SOLUTIONS	United States of America	Registered	74820270	11-Jan-95	2228404	23-Feb-98	24
SLEEP SOLUTIONS	United States of America	Registered	78272462	10-Jul-03	2924368	1-Feb-05	20
SMOOTHBOND	United States of America	Registered	78126184	30-Apr-02	2588809	18-Feb-03	17
SMT	United States of America	Registered	74486548	1-Mar-94	2027420	31-Dec-96	24
SMT	United States of America	Registered	77071316	26-Dec-08	3274082	7-Aug-07	17
SMT	European Community	Registered	001150432	23-Apr-88	1150432	29-May-00	12
SMT	European Community	Registered	001150432	23-Apr-88	1150432	29-May-00	17

HOUSTON 275460.3

BRACEWELL & GIULIANI LLP COMPANY: P. O. BOX 61389

SMT	European Community	Registered	001150432	23-Apr-88	1150432	28-May-00	20
SMT	European Community	Registered	001150432	23-Apr-88	1150432	28-May-00	24
SMT	European Community	Registered	001150432	23-Apr-88	1150432	28-May-00	25
SMT	European Community	Registered	001150432	23-Apr-88	1150432	28-May-00	27
SONATEK	United States of America	Registered	73843516	9-Feb-87	1455317	1-Sep-87	17
SOUND ASLEEP	United States of America	Pending	77857552	27-Jan-08			20
SPECTROSEAL	United States of America	Registered	76172528	29-Nov-00	2668043	10-Dec-02	17
SPECTROSEAL	United States of America	Registered	76192897	7-Feb-00	2595217	16-Jul-02	17
SPECTRUM	United States of America	Registered	76207909	4-Dec-86	2478263	14-Aug-01	17
SPILLTRAP	United States of America	Registered	76806710	16-Dec-88	2492718	7-Nov-00	27
SUPPORT SURFACES DESIGNED TO MATCH THE HUMAN ANATOMY	United States of America	Registered	78133,958	07-Jun-02	2,700,686	26-Mar-03	20
SUREFILL	United States of America	Registered	77023067	17-Oct-06	3527891	4-Nov-08	17
THE FEELING IS ANATOMIC	United States of America	Registered	78134483	10-Jun-02	2763024	19-Aug-03	20
THE FEELING IS ANATOMIC	United States of America	Registered	78134483	10-Jun-02	2763024	19-Aug-03	24
ULTIMA SIX	United States of America	Registered	73845,470	19-Feb-87	1,498,584	9-Aug-88	17
ULTRAPLUSH	United States of America	Registered	78126,223	12-Sep-00	2,637,831	15-Oct-02	17
VELVE	United States of America	Registered	73046343	10-Mar-75	1022889	14-Oct-76	17
VENUS	United States of America	Pending	78805179	2-Feb-05			17
VENUS	United States of America	Pending	78805179	2-Feb-06			20
VENUS	United States of America	Pending	78805179	2-Feb-06			24
VP TECHNOLOGY	Carnada	Registered	1,180,445	12-Sep-03	TMA673,98 4	03-Oct-06	20 & 24

130151042273603

TRADEMARK

REEL: 004037 FRAME: 0695

BRACEWELL & GIULIANI LLP COMPANY: P. O. BOX 61389

VP TECHNOLOGY	United States of America	Registered	78250442	15-May-03	2956677	24-May-06	20
WEB and design	Canada	Registered	398,568	17-Jul-73	TMA 199,90 3	21-Jun-74	
WHISPEX	United States of America	Registered	77048498	21-Nov-06	3650676	23-Dec-08	17
WITHOUT US, IT'S JUST FOAM	United States of America	Registered	78381510	10-Mar-04	3018648	22-Nov-05	17
WITHOUT US, IT'S JUST FOAM	United States of America	Registered	78381610	10-Mar-04	3018648	22-Nov-05	20

HOUSTON\2275650.J