

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

|                              |  |
|------------------------------|--|
| <b>SUBMISSION TYPE:</b>      | NEW ASSIGNMENT                               |
| <b>NATURE OF CONVEYANCE:</b> | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL |

**CONVEYING PARTY DATA**

| Name              | Formerly | Execution Date | Entity Type                         |
|-------------------|----------|----------------|-------------------------------------|
| NEWCO TRADING LLC |          | 09/14/2009     | LIMITED LIABILITY COMPANY: NEW YORK |

**RECEIVING PARTY DATA**

|                        |                                     |
|------------------------|-------------------------------------|
| <b>Name:</b>           | 1800MATTRESS.COM IP, LLC            |
| <b>Street Address:</b> | 175 Central Avenue South            |
| <b>City:</b>           | Bethpage                            |
| <b>State/Country:</b>  | NEW YORK                            |
| <b>Postal Code:</b>    | 11714                               |
| <b>Entity Type:</b>    | LIMITED LIABILITY COMPANY: NEW YORK |

**PROPERTY NUMBERS Total: 25**

| Property Type        | Number  | Word Mark  |
|----------------------|---------|--|
| Registration Number: | 1589453 | (212) M-A-T-T-R-E-S  |
| Registration Number: | 1728356 | 1-800-MATTRES, AND LEAVE OFF THE LAST THAT'S THE S FOR SAVINGS |
| Registration Number: | 2915478 | 1-800-MATTRESS   |
| Registration Number: | 3365489 | 1800MATTRESS.COM   |
| Registration Number: | 3027870 | 1-800-SU-COLCHON   |
| Registration Number: | 3364797 | AMERICAN EXCELLENCE  |
| Registration Number: | 3384926 | CALL CLICK COME IN   |
| Registration Number: | 1339658 | DIAL A MATTRESS  |
| Registration Number: | 1748796 | DIAL-A-MATTRESS  |
| Registration Number: | 1828682 | DIAL-A-PEDIC   |
| Registration Number: | 1554222 | DM DIAL A MATTRES  |
| Registration Number: | 3035231 | HOW DID YOU SLEEP LAST NIGHT?                                  |
| Registration Number: | 3242233 | HOW DID YOU SLEEP LAST NIGHT?                                  |

**CH \$640.00 1589453**

|                      |          |                                    |
|----------------------|----------|------------------------------------|
| Registration Number: | 2581984  | LEAVE OFF THE LAST "S" FOR SAVINGS |
| Registration Number: | 3396806  | MATTRESS MENU                      |
| Registration Number: | 3396803  | MATTRESS MENU                      |
| Registration Number: | 2644633  | NATION'S PRIDE                     |
| Registration Number: | 2374536  |                                    |
| Registration Number: | 1757763  | PHONE-A-MATTRESS                   |
| Registration Number: | 2435720  | SLEEP CONSULTANTS                  |
| Registration Number: | 3037957  | SLEEP HAPPILY EVER AFTER           |
| Registration Number: | 1697217  | THE BEDDING CONSULTANTS            |
| Serial Number:       | 77069615 | 1-800-MATTRESS.COM                 |
| Serial Number:       | 78511054 | MATTRESS.COM                       |
| Serial Number:       | 78976682 | MATTRESS.COM                       |

**CORRESPONDENCE DATA**

Fax Number: (203)782-2889  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 203-498-4347  
Email: fduffin@wiggin.com  
Correspondent Name: Francis J. Duffin  
Address Line 1: 265 Church Street, One Century Tower  
Address Line 2: P.O. Box 1832  
Address Line 4: New Haven, CONNECTICUT 06508-1832

|                         |                     |
|-------------------------|---------------------|
| ATTORNEY DOCKET NUMBER: | 401544/GEN001       |
| NAME OF SUBMITTER:      | Francis J. Duffin   |
| Signature:              | /Francis J. Duffin/ |
| Date:                   | 09/16/2009          |

Total Attachments: 2  
source=NEWCO to 1800MATTRESS.COM IP Assignment#page1.tif  
source=NEWCO to 1800MATTRESS.COM IP Assignment#page2.tif

ASSIGNMENT

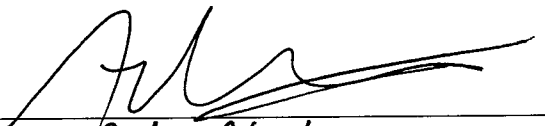
WHEREAS, NEWCO TRADING LLC, a limited liability company organized and existing under the laws of New York, with an address at 175 Central Avenue South, Bethpage, New York 11714, hereinbelow called "Assignor," owns and has used in its business certain trademarks ("Marks") which are reflected on the attached Schedule A;

and

WHEREAS, 1800MATTRESS.COM IP, LLC, a limited liability company organized and existing under the laws of New York, and having a correspondence address at 175 Central Avenue South, New York, New York 11714, hereinbelow called "Assignee," is desirous of acquiring the entire right, title and interest in and to the Marks, the registrations and applications for the Marks and in and to any registrations, renewals and extensions that may be granted thereon, together with the business associated with the marks and the goodwill of the business connected therewith;

THEREFORE, BE IT KNOWN that for and in consideration of good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, said Assignor does hereby sell, assign, transfer unto the said Assignee, its successors or assigns, the entire right, title and interest in and to the Marks, the registration for the Marks, and in and to any registrations, extensions and renewals that may be granted thereon, together with the business and the goodwill of the business connected therewith and any right to recover for past infringement thereof.

ASSIGNOR:

By:   
Name: Adam Blank  
Title: COO & General Counsel

Date: 9/14/09

## SCHEDULE A

### UNITED STATES MARKS -

| <u>MARK:</u>  | <u>REG./SERIAL NO.:</u> | <u>REG./FILING DATE:</u> |
|---|-------------------------|--------------------------|
| (212) MATTRES   | 1589453                 | 3/27/1990                |
| 1-800-MATTRES, AND<br>LEAVE OFF THE LAST<br>S THAT'S THE S<br>FOR SAVINGS | 1728356                 | 10/27/1992               |
| 1-800-MATTRESS  | 2915478                 | 1/4/2005                 |
| 1800MATTRESS.COM  | 3365489                 | 1/8/2008                 |
| 1-800-SU-COLCHON  | 3027870                 | 12/13/2005               |
| AMERICAN EXCELLENCE   | 3364797                 | 1/8/2008                 |
| CALL CLICK COME IN with icons   | 3384926                 | 2/19/2008                |
| DIAL A MATTRESS   | 1339658                 | 6/4/1985                 |
| DIAL-A-MATTRESS (Design)  | 1748796                 | 1/26/1993                |
| DIAL-A-PEDIC  | 1828682                 | 3/29/1994                |
| DM DIAL A MATTRES (design)  | 1554222                 | 8/29/1989                |
| HOW DID YOU SLEEP LAST NIGHT?   | 3035231                 | 12/27/2005               |
| HOW DID YOU SLEEP LAST NIGHT?   | 3242233                 | 5/15/2007                |
| LEAVE OFF THE LAST S FOR SAVINGS  | 2581984                 | 6/18/2002                |
| MATTRESS MENU   | 3396806                 | 3/11/2008                |
| MATTRESS MENU   | 3396803                 | 3/11/2008                |
| NATION'S PRIDE  | 2644633                 | 10/29/2002               |
| NEW LOGO (mattress/keypad)  | 2374536                 | 8/8/2000                 |
| PHONE-A-MATTRESS  | 1757763                 | 3/9/1993                 |
| SLEEP CONSULTANTS   | 2435720                 | 3/13/2001                |
| SLEEP HAPPILY EVER AFTER  | 3037957                 | 1/3/2006                 |
| THE BEDDING CONSULTANTS   | 1697217                 | 6/23/1992                |
| 1-800-MATTRESS.COM  | 77/069615               | 12/21/2006               |
| MATTRESS.COM  | 78/511054               | 11/4/2004                |
| MATTRESS.COM  | 78/976682               | 11/4/2004                |

1720217\2270008.1