

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	06/30/2006		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	Entity Type		
INTERNATIONAL BEDDING CORPORATION			06/30/2006
	CORPORATION: FLORIDA		
RECEIVING PARTY DATA			
Name:	IBC GROUP, INC.		
Street Address:	1000 N.W. 65th Street		
Internal Address:	#103		
City:	Ft. Lauderdale		
State/Country:	FLORIDA		
Postal Code:	33309		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
	Property Type	Number	Word Mark
Registration Number:	2770200	AMERICAN PEDIC	
CORRESPONDENCE DATA			
Fax Number:	(305)285-5555		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	305-854-0900		
Email:	trademark@etlaw.com		
Correspondent Name:	Michael E. Tschupp		
Address Line 1:	3001 SW 3rd Avenue		
Address Line 4:	Miami, FLORIDA 33129		
NAME OF SUBMITTER:	Michael E. Tschupp		
Signature:	/Michael Tschupp/		

OP \$40.00 2770200

Date:

09/29/2009

Total Attachments: 3

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STATE OF DELAWARE
CERTIFICATE OF OWNERSHIP AND MERGER
(Section 253)

MERGING
IBC OF ARIZONA, INC.
IBC OF INDIANA, INC.
INTERNATIONAL BEDDING CORPORATION
INTERNATIONAL BEDDING CORPORATION OF NEVADA
INTERNATIONAL BEDDING CORPORATION OF ORLANDO
INTERNATIONAL BEDDING CORPORATION OF TENNESSEE
INTERNATIONAL BEDDING CORPORATION OF VIRGINIA, INCORPORATED
INTO
IBC GROUP, INC.

Pursuant to Section 253 of the General Corporation Law of the State of Delaware, IBC GROUP, INC., a Delaware corporation (the "Surviving Corporation"), does hereby certify the following facts:

First: The Surviving Corporation was incorporated on the 14th day of October, 1983, pursuant to the provisions of the General Corporation Law of the State of Delaware.

Second: The Surviving Corporation owns all of the outstanding shares of each class of capital stock of the following entities (the "Merging Corporations"):

Name	Jurisdiction	Date of Incorporation
IBC of Arizona, Inc.	Florida	4/10/92
IBC of Indiana, Inc.	Florida	1/31/92
International Bedding Corporation	Florida	6/17/92
International Bedding Corporation of Nevada	Nevada	6/09/04
International Bedding Corporation of Orlando	Florida	10/28/83
International Bedding Corporation of Tennessee	Tennessee	11/29/89
International Bedding Corporation of Virginia, Incorporated	Virginia	7/17/91

Third: The Board of Directors and the sole Shareholder of the Surviving Corporation, by the following resolutions duly adopted on June 30, 2006, determined to merge the

IM2357819:3)

Merging Corporations with and into the Surviving Corporation pursuant to the General Corporation Law of the State of Delaware:

WHEREAS, the Surviving Corporation owns all of the outstanding shares of the capital stock of the Merging Corporations; and

WHEREAS, the Board of Directors and the sole Shareholder of the Surviving Corporation believe that it is in the best interest of the Surviving Corporation for the Merging Corporations to merge with and into the Surviving Corporation.

NOW, THEREFORE, BE IT RESOLVED, that the Merging Corporations be merged with and into the Surviving Corporation (the "Merger"), and that all of the estate, property, rights, privileges, powers and franchises of the Merging Corporations be vested in and held and enjoyed by the Surviving Corporation as fully and entirely and without change or diminution as the same were before held and enjoyed by the Merging Corporation in its name and that the Surviving Corporation assume all of the obligations of the Merging Corporations; and it is

FURTHER RESOLVED, that the Surviving Corporation relinquishes its corporate name and assumes in place thereof the name **INTERNATIONAL BEDDING CORPORATION**; and it is

FURTHER RESOLVED, that any officer of the Surviving Corporation be and he is hereby directed to make and execute a Certificate of Ownership and Merger for the purpose of effecting the Merger and to file the same in the office of the Secretary of State of Delaware, and a certified copy thereof in the office of the Recorder of Deeds of New Castle County; and it is

FURTHER RESOLVED, that any officer of the Surviving Corporation be and he is hereby authorized and directed to execute and file the articles of merger and plans of merger of the Merging Corporations, copies of which have been previously presented to the undersigned, in

the office of the Secretary of State in the respective states of the Merging Corporations, and to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in any way necessary or proper to effectuate the Merger and the actions authorized by the foregoing resolutions (as conclusively evidenced by the taking of such action or the execution and delivery of such instruments, as the case may be, by or under the direction of such officer).

IN WITNESS WHEREOF, the Surviving Corporation has caused this Certificate of Ownership and Merger to be signed by an authorized officer this 30th Day of June, 2006.

Surviving Corporation:

IBC GROUP, INC.

By: 

Name: Kevin Sirop

Title: Vice President

Kevin Sirop

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