

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
General Electric Capital Corporation		10/01/2010	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Aero Products International, Inc.
Street Address:	1834 Walden Office Square
Internal Address:	3rd Floor
City:	Schaumburg
State/Country:	ILLINOIS
Postal Code:	60173
Entity Type:	CORPORATION: FLORIDA

PROPERTY NUMBERS Total: 30

Property Type	Number	Word Mark
Registration Number:	3159708	VERSA-FLO
Registration Number:	2856804	COMFORT CAMP BAG
Registration Number:	3139718	AERO SPORTS
Registration Number:	2765806	SCORPION
Registration Number:	2765805	SCORCHER
Registration Number:	2765804	YELLOW JACKET
Registration Number:	3216414	AERO
Registration Number:	2706545	FAMILY QUICK POOL
Registration Number:	2699870	PILLOWTOP AEROBED
Registration Number:	2699869	RAISED AEROBED
Registration Number:	2699868	SLEEP AWAY BED
Registration Number:	2707704	AERO
Registration Number:	2764851	QUADRA COIL

OP \$765.00 3159708

Registration Number:	2764818	BED BASICS
Registration Number:	2747892	INSTASLEEP
Registration Number:	2732412	AEROBED
Registration Number:	2747576	A WHOLE NEW WAY TO THINK ABOUT AIR
Registration Number:	2429326	MINUTE BED
Registration Number:	2451991	MINUTE POOL
Registration Number:	2450452	BED IN A MINUTE
Registration Number:	1848849	SLEEP ON AIR ANYTIME ANYWHERE
Registration Number:	1839444	ONE TOUCH
Registration Number:	1755357	AERO
Registration Number:	3568585	A GREAT NIGHT'S SLEEP IS IN THE BAG
Serial Number:	78221072	COZY-TOP AEROBED
Serial Number:	78914319	A GREAT NIGHT'S SLEEP IS IN THE BAG
Serial Number:	77308361	THE ORIGINAL AEROBED
Serial Number:	77188998	WHOOSH
Serial Number:	77179262	THE AEROBED
Serial Number:	77498519	SMART SETTINGS

CORRESPONDENCE DATA

Fax Number: (212)245-3009
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 212-519-5169
Email: jviguie@kanekessler.com
Correspondent Name: Jeannine Anguiano
Address Line 1: 1350 Avenue of the Americas
Address Line 2: 26th Floor
Address Line 4: New York, NEW YORK 10019

ATTORNEY DOCKET NUMBER:	4902-86
NAME OF SUBMITTER:	Jeannine Anguiano
Signature:	/jeannine anguiano/
Date:	10/01/2010

Total Attachments: 7

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**RELEASE OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY COLLATERAL**

This **RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY COLLATERAL** (this "**Release**"), dated as of October 1, 2010, is made by **GENERAL ELECTRIC CAPITAL CORPORATION**, as administrative agent and collateral agent (the "**Agent**"), under the Credit Agreement referred to below (terms used in this Release and not herein defined shall have the meanings set forth in the Credit Agreement).

WHEREAS, Aero Products International, Inc., a Florida corporation (the "**Grantor**") and Agent entered into that certain Credit Agreement, dated as of April 4, 2007 (the "**Credit Agreement**"), among the Grantor, the other Credit Parties party thereto, the Agent and the various financial institutions party thereto as lenders thereunder (each individually a "**Lender**," and collectively, the "**Lenders**"), pursuant to which Credit Agreement the Lenders made credit extensions to the Borrower;

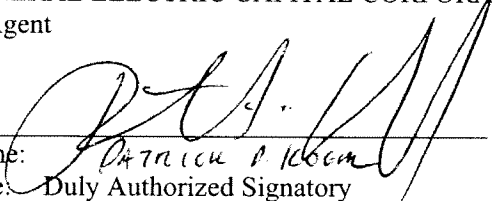
WHEREAS, in connection with the Credit Agreement, and pursuant to (i) the Guaranty and Security Agreement, dated as of April 4, 2007, in favor of the Agent for the benefit of the Secured Parties (the "**Guaranty and Security Agreement**") and (ii) those certain agreements listed on the Annex I attached hereto (collectively, the "**Security Agreements**"), Grantor mortgaged, pledged and hypothecated to the Agent for the benefit of the Secured Parties, and granted to the Agent for the benefit of the Secured Parties a Lien on and security interest in the Patent Collateral and the Trademark Collateral (each as defined in the applicable Security Agreement), including, without limitation, those assets listed on Annex I attached hereto (collectively, the "**Patent and Trademark Collateral**"); and

WHEREAS, the Security Agreements were recorded in the U.S. Patent and Trademark Office on the dates and on the reels and frames set forth on Annex I hereto;

NOW THEREFORE, for good and valuable consideration, including the satisfaction of all Obligations secured by the Patent and Trademark and Collateral pursuant to the Credit Agreement, the Guaranty and Security Agreement and the Security Agreements, the receipt and adequacy of which are hereby acknowledged, the Agent hereby **TERMINATES, RELEASES and DISCHARGES**, without representation, recourse or warranty whatsoever, all of its Lien on and security interest in the Patent and Trademark Collateral, whether granted pursuant to the Guaranty and Security Agreement, the Security Agreements or any other agreement or document delivered in connection with the Credit Agreement, and the Agent hereby reassigns any and all such right, title and interest (if any) that the Agent may have in or to the Patent and Trademark Collateral to the Grantor; any right, title or interest of the Agent in or to the Patent and Trademark Collateral shall hereby cease and become void.

IN WITNESS WHEREOF, the Agent has executed this Release as of the date first above written.

GENERAL ELECTRIC CAPITAL CORPORATION,
as Agent

By: 
Name: Patricia P. Keenan
Title: Duly Authorized Signatory

[Release of Security Interest in Intellectual Property Collateral]

TRADEMARK
REEL: 004289 FRAME: 0117

ANNEX I

The Trademark Security Agreement, dated as of April 3, 2007, effective April 4, 2007, by Aero Products International, Inc., in favor of General Electric Capital Corporation, as Administrative Agent, was recorded with the U.S. Patent and Trademark Office on April 6, 2007 at Reel/Frame No. 003516/0865.

U.S. Trademark Registrations and Applications	
Registration/Application No.	Mark
3,159,708	Versa-Flo
2,856,804	Comfort Camp Bag
3,139,718	Aero Sports
2,765,806	Scorpion
2,765,805	Scorcher
2,765,804	Yellow Jacket
3,216,414	Aero (and Design)
2,706,545	Family Quick Pool
2,699,870	Pillowtop Aerobed
2,699,869	Raised Aerobed
2,699,868	Sleep Away Bed
2,707,704	Aero
2,764,851	Quadra Coil
2,764,818	Bed Basics
2,747,892	Instasleep
2,732,412	Aerobed
2,747,576	A whole new way to think about air
2,429,326	Minute bed
2,451,991	Minute pool
2,450,452	Bed in a Minute
1,848,849	Sleep on air anytime anywhere
1,839,444	One Touch
1,755,357	Aero
3,568,585	A Great Night's Sleep is in the Bag
78/221,072	Cozy- Top Aerobed
78/914,319	A Great Night's Sleep is in the Bag

The Amendment No. 1 to Trademark Security Agreement, dated as of April 1, 2009, by Aero Products International, Inc. in favor of General Electric Capital Corporation, as Administrative Agent, was recorded with the U.S. Patent and Trademark Office on April 1, 2009 at Reel/Frame No. 003964/0513.

U.S. Trademark Registrations and Applications	
Registration/Application No.	Trademark
77/308,361	The Original Aerobed
77/188,998	Whoosh
77/179,262	The Aerobed
77/498,519	Smart Settings

The Patent Security Agreement, dated as of April 4, 2007, by Aero Products International, Inc., in favor of General Electric Capital Corporation, as Administrative Agent, was recorded with the U.S. Patent and Trademark Office on April 6, 2007 at Reel/Frame No. 019122/0770.

U.S. Patent Registrations and Applications	
Application/Patent No.	Patent
5,890,882	Inflator with Drop-in Batteries and Universal Connectors
5,941,272	Three Way Universal Valve
6,643,875	Inflatable Mattress Topper
6,701,559	Increased Height Inflatable Support System
6,996,867	Increased Height Inflatable Support System
6,973,690	Adjustable Inflatable Pillow
7,165,283	Increased Height Inflatable Support System
D464,225	Raised Air Bed
D485,593	Inflatable Towable Raft
D490,635	Pillow Top Inflatable Mattress
D513,145	Structural Support Element for Inflatable Articles
D475,566	Inflatable Mattress Pad
10/863,077	Reversible Inflation System
11/084,219	Reversible Inflation System

LICENSES

Title	App No	Expiration Date
Collapsible Air Bed	4,977,633	07/25/1999
Pneumatic Support System	5,267,363	12/7/2010
Pneumatic Support System	5,367,726	11/11/2011
Switchable Inflation Device	6,237,653	08/13/2018
Valve for Inflatable Objects	6,237,621	07/19/2016
Valve for Inflatable Objects	6,508,264	Subject to Terminal Disclaimer
Valve for Inflatable Objects	6,755,208	Subject to Terminal Disclaimer
Valve for Inflatable Objects	6,986,360	Subject to Terminal Disclaimer based on expiration of 6,705,208
Switchable Inflation Device	6,598,626	08/13/2018
Pump with Axial Conduit	7,025,576	Based on Patent Term Adjustment of 172 days, expires 09/18/2021

Inflatable Device with Recessed Fluid Controller and Modified Adjustment Device	7,039,972	Based on Patent Term Adjustment of 51 days, expires 07/07/2020
Hand-Held Pump	D446,284	02/18/2014

The Amendment No. 1 to Patent Security Agreement, dated as of April 1, 2009, by Aero Products International, Inc., in favor of General Electric Capital Corporation, as Administrative Agent, was recorded with the U.S. Patent and Trademark Office on April 1, 2009 at Reel/Frame No. 022482/0083.

U.S. Patent Registrations and Applications	
Registration/Application No.	Patent
11/239,998	Rechargeable AC/DC pump
11/202,769	Inflatable Support System having thermoplastic polyurethane construction
11/804,476	Pump with automatic deactivation mechanism
12/029,966	Inflatable Two Chamber Bed with Raised Headboard
12/116,574	Pump for Inflatable Objects with Integrated Light Source
7,128,525	Air Pump
D578,313	Inflatable Chair
7,478,448	Inflatable Reinforcing Chamber
11/864,431	Inflatable Chair with Cushion Top
29/295,563	Handheld Pump
29/305,774	Inflatable Two Chamber Bed with Raised Headboard
29/321,144	Handheld Control
29/322,793	Inflatable Two Chamber Bed with Headboard
61/190,359	Indoor Lounger
61/190,414	Indoor Lounger
61/190,415	Inflatable Tent
29/323,596	Inflatable Tent
29/323,604	Indoor Lounger
61/098,940	Hand-Actuated Pump
61/098,936	Inflatable Hammock
61/101,821	Pump for Inflatable Objects with Integrated Vacuum
29/331,801	Inflatable Bed with Headboard