

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
THE MATTRESS OUTLET, INC.		11/09/2011	CORPORATION: WASHINGTON
RECEIVING PARTY DATA			
Name:	THE SLEEP TRAIN, INC.		
Street Address:	2205 PLAZA DR.		
City:	ROCKLIN		
State/Country:	CALIFORNIA		
Postal Code:	95765		
Entity Type:	CORPORATION: CALIFORNIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3631051	SAVINGS YOU CAN SLEEP ON	
CORRESPONDENCE DATA			
Fax Number:	(509)624-3710		
Phone:	509-624-3525		
Email:	dennis@dmassoc.cnc.net		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Correspondent Name:	Dennis McLaughlin & Associates		
Address Line 1:	601 W. Main Ave.		
Address Line 2:	Suite 1015		
Address Line 4:	Spokane, WASHINGTON 99201		
ATTORNEY DOCKET NUMBER:	MATTRESS OUTLET		
NAME OF SUBMITTER:	Dennis McLaughlin		
Signature:	/DMM/		
Date:	11/09/2011		
Total Attachments: 1 source=CCF11092011_00001#page1.tif			

OP \$40.00 3631051

**UNANIMOUS CONSENT OF SHAREHOLDERS AND DIRECTORS
OF
THE MATTRESS OUTLET, INC.**

We, the undersigned Shareholders and Directors, being the Shareholders and Directors of The Mattress Outlet, Inc. in lieu of a special meeting and pursuant to Revised Code of Washington 23B.07.040 and 23B.08.210, do hereby consent to adopt and we hereby adopt the following resolutions:

1. **WHEREAS**, The Sleep Train, Inc. desires to acquire all right and title to the United States Trademark "Savings You Can Sleep On" for good and valuable consideration from The Mattress Outlet, Inc.;

NOW THEREFORE BE IT RESOLVED, that the Officers and Directors of the Corporation are authorized and directed to assign the United States Trademark "Savings You Can Sleep On", namely Registration Number 3631051 for good and valuable consideration, the receipt of which is hereby acknowledged.

RESOLVED FURTHER, that the officers of the Corporation are authorized and directed to file the appropriate trademark assignment documents with the United States Patent and Trademark Office.

We duly execute and sign this Consent in lieu of holding, conducting and attending a Shareholders and Directors Special Meeting.

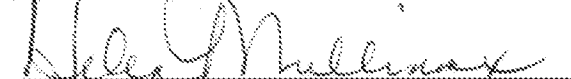
We further authorize and direct the Directors and Officers of the Corporation to take all action necessary and proper to effect the proposed corporate actions. We hereby state that this Consent shall have the same force and effect as the affirmative vote of said Shareholders and Directors at a Shareholders and Directors special meeting.

Dated Effective this 9th day of ^{Nov}~~October~~, 2011.

SHAREHOLDERS AND DIRECTORS



Ken Mullinax



Helen Mullinax